



**Date:13.02.2026**

**To,  
The Manager  
Listing Compliance  
National Stock Exchange of India Limited  
(NSE)  
Exchange Plaza,  
Bandra – Kurla Complex Bandra (East)  
Mumbai – 400 051**

**To,  
The Manager  
Listing Compliance  
Bombay Stock Exchange Ltd. (BSE)  
01° Floor, New trading Ring  
Phiroze Jeejeebhoy Tower  
Dalal street, Rotunda Building  
Mumbai-400 001**

**Symbol: HALDER**

**Script Code: 539854**

**Sub: Board Comments on the fine levied by BSE**

**Ref: BSE Letter via mail SOP-CReview/QTR-September 2025 dated November 28, 2025**

Dear Sir,

We wish to inform that as required by BSE, the subject matter of non – compliance with Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pertaining to Composition of Board for the quarter ended September 30, 2025 and subsequent actions taken by BSE was placed before Board of Directors of the Company at the subsequent meeting held on 13.02.2026. The Board of Directors had discussed and taken note of the matter of Non-compliance. The Board's due analysis and deliberations is provided below:

“The Board has perused the notice issued by the BSE dated November 28, 2025, imposing a fine for alleged Non-Compliance of Regulation Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pertaining to Composition of Board for the quarter ended September 30, 2025.

The Company Secretary informed the Board that pursuant to completion of the Scheme of Amalgamation approved by the Hon'ble NCLT with effect from 1st January, 2025, the provisions of Corporate Governance under the SEBI (LODR) Regulations, 2015 became applicable to the Company. The Board was apprised that the Company already had two Independent Directors with expertise in Finance and Audit and had been making continuous efforts to appoint an Independent Director with Marketing/Business Development experience. The delay was due to the Company's intent to identify a suitable candidate and not due to any regulatory lapse. The status was duly disclosed in the Integrated Governance Report for the quarter ended 30<sup>th</sup> September, 2025 submitted to BSE.

However, w.e.f. 14th November, 2025, the Company is fully compliant with Regulation 17(1) of the SEBI (LODR) Regulations, 2015. The same was intimated to BSE on 8<sup>th</sup> December, 2025.

**Halder Venture Limited**

CIN No.: L74210WB1982PLC035117

Diamond Heritage, 16 Strand Road, 10th Floor, Unit – 1012, Kolkata – 700 001

Phone: +91 -33-6607 5556, +91 -33-6607 5557 Email: [info@halderventure.in](mailto:info@halderventure.in) Web: [www.halderventure.in](http://www.halderventure.in)



The Board reviewed the Regulation and also perused the subsequent action taken by the Company including waiver application filed with the BSE on 1<sup>st</sup> December, 2025.

The Board confirms that the matter has now been complied with and also advised to take abundant caution in the future in timely complying with the Listing Regulations. The Board remains committed to strong governance and regulatory adherence.”

The above information is for your record.

Thanking you,

Yours Faithfully,

**For Halder Venture Limited**

**Ayanti Sen**  
**(Company Secretary and Compliance Officer)**  
ENC. AS ABOVE

**Halder Venture Limited**

CIN No.: L74210WB1982PLC035117

Diamond Heritage, 16 Strand Road, 10th Floor, Unit - 1012, Kolkata - 700 001

Phone: +91 -33-6607 5556, +91 -33-6607 5557 Email: [info@halderventure.in](mailto:info@halderventure.in) Web: [www.halderventure.in](http://www.halderventure.in)



Ayanti Sen &lt;ayanti@halderventure.in&gt;

**539854-Fines as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (Chapter-VII(A)-Penal Actions for Non-Compliance)**

bse.soplodr &lt;bse.soplodr@bseindia.com&gt;

Fri, Nov 28, 2025 at 2:23 PM

To: "info@halderventure.in" &lt;info@halderventure.in&gt;, "ayanti@halderventure.in" &lt;ayanti@halderventure.in&gt;

Cc: "bse.soplodr" &lt;bse.soplodr@bseindia.com&gt;

Ref.: SOP-CReview/QTR-September 2025

To

The Company Secretary/Compliance Officer

**Company Name: Halder Venture Ltd****Scrip Code: 539854**

Dear Sir/Madam,

**Sub: Fines as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (Chapter-VII(A)-Penal Actions for Non-Compliance).**

The company is advised to refer to the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued by Securities and Exchange Board of India (SEBI) with respect to penal actions prescribed for non-compliance of certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Standard Operating Procedure for suspension and revocation of trading of specified securities of listed entities.

The Exchange had also issued a guidance note regarding the provisions of the said SEBI circular which is disseminated on the Exchange website at the following link:

[https://www.bseindia.com/downloads1/Guidance\\_Note\\_for\\_SEBI\\_SOP\\_Circular.pdf](https://www.bseindia.com/downloads1/Guidance_Note_for_SEBI_SOP_Circular.pdf)

In this regard it is observed that the company is non-compliant/late compliant with the following Regulations for the period mentioned below:

| Applicable Regulation of SEBI (LODR) Regulations, 2015   | Fine prescribed   | Fines levied till the               | Fine payable by the company (inclusive of GST @ 18 %) as on November 28,2025 |            |                    |
|--|-------------------|-------------------------------------|--|------------|--------------------|
|  |                   |                                     | Basic Fine   | GST @ 18 % | Total Fine payable |
| <b>Regulation 17(1)</b><br>Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director | Rs. 5,000 per day | <b>quarter ended September 2025</b> | 460000   | 82800      | 542800             |

|   |                         |  |               |              |               |
|---|-------------------------|--|---------------|--------------|---------------|
| <b>Regulation 17(1A)</b><br>Non-compliance with the requirements pertaining to appointment or continuation of Non-executive director who has attained the age of seventy-five years | Rs. 2,000 per day       | <b>quarter ended September 2025</b>          | 0             | 0            | 0             |
| <b>Regulation 17(2)</b><br>Non-compliance with the requirements pertaining to the number of Board meetings  | Rs. 10,000 per instance | <b>quarter ended September 2025</b>          | 0             | 0            | 0             |
| <b>Regulation 17(2A)</b><br>Non-compliance with the requirements pertaining to quorum of Board meetings.  | Rs. 10,000 per instance | <b>quarter ended September 2025</b>          | 0             | 0            | 0             |
| <b>Regulation 18(1)</b><br>Non-compliance with the constitution of audit committee  | Rs. 2,000 per day       | <b>quarter ended September 2025</b>          | 0             | 0            | 0             |
| <b>Regulation 19(1)/ 19(2)</b><br>Non-compliance with the constitution of nomination and remuneration committee   | Rs. 2,000 per day       | <b>quarter ended September 2025</b>          | 0             | 0            | 0             |
| <b>Regulation 20(2)/(2A)</b><br>Non-compliance with the constitution of stakeholder relationship committee  | Rs. 2,000/- per day     | <b>quarter ended September 2025</b>          | 0             | 0            | 0             |
| <b>Regulation 21(2)</b><br>Non-compliance with the constitution of risk management committee  | Rs. 2,000/- per day     | <b>quarter ended September 2025</b>          | 0             | 0            | 0             |
| <b>Regulation 27(2)</b><br>Non-submission of the Corporate governance compliance report within the period provided under this regulation  | *Rs. 2,000/- per day    | <b>quarter ended September 2025</b><br><br>- | 0             | 0            | 0             |
|   | <b>Total</b>            |  | <b>460000</b> | <b>82800</b> | <b>542800</b> |

(\*)In case of non submission, fine would be continued to be levied till the date of submission as per the provisions of this circular.

The Company is therefore advised to note that as per the provisions of this circular:

- The company is required to ensure compliance with above regulation and ensure to pay the aforesaid fines including GST **within 15 days** from the date of this letter/email, **failing which Exchange shall, pursuant to the provisions of the aforesaid circular, initiate action related to freezing of the entire shareholding of the promoter in this entity as well as all other securities held in the demat account of the promoter.**
- Further in the event of this being the second consecutive quarter of non-compliance for the Regulation 17(1), 18(1), 27(2) would result in the company being transferred to Z group and liable for suspension of trading of its equity shares.
- The company is also advised to ensure that the subject matter of non-compliance which has been identified and indicated by the Exchange and any subsequent action taken by the Exchange in this regard shall be placed before the Board of Directors of the company in its next meeting. Comments made by the board shall be duly informed to the Exchange for dissemination.

*For the Companies to whom Regulation 15 (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable, a certificate from the Company Secretary/Compliance Officer of the company, certifying that Paid up equity capital was not exceeding Rs.10 Crores and Net worth was not exceeding Rs.25 Crores as on the last day of the previous three consecutive financial year is required to be submitted to the Exchange. Companies are required to mention the exact paid up equity capital and net worth figures in this certificate.*

*Provided that where the provisions of the regulations specified in the regulation becomes applicable to a listed entity at a later date, such listed entity shall comply with the requirements of those regulations within six months from the date on which the provisions became applicable to the listed entity.*

*Provided further that once the above regulations become applicable to a listed entity, they shall continue to remain applicable till such time the equity share capital or the net-worth of such entity reduces and remains below the specified threshold for a period of three consecutive financial years.*

(For XBRL related queries company may contact on helpline no: 9316749660 or send emails to [query.lodr@bseindia.com](mailto:query.lodr@bseindia.com)). The Excel utility of Integrated Governance Report can be downloaded from the Listing Centre portal.

Yours faithfully

Reena Raphel

Manager

Listing Compliance & Operations

Shraddha Bagwe

Deputy Manager

Listing Compliance & Operations

Contact detail for any queries regarding compliance of specific regulation as under:

| Regulation        | Officers Name                         | Email Id   | Landline nos           |
|-------------------|---------------------------------------|--|------------------------|
| Reg. 17 to 21, 27 | Ms. Shraddha Bagwe<br>Mr. Sagar Darra | <a href="mailto:Shraddha.Bagwe@bseindia.com">Shraddha.Bagwe@bseindia.com</a><br><a href="mailto:Sagar.Darra@bseindia.com">Sagar.Darra@bseindia.com</a><br><a href="mailto:bse.soplodr@bseindia.com">bse.soplodr@bseindia.com</a><br><a href="mailto:cgcompliances@bseindia.com">cgcompliances@bseindia.com</a> | 022-22728148/5833/8087 |

Company is requested to remit the fine amount to the following designated **VIRTUAL BANK ACCOUNT** of the Exchange:

|                     |                               |                                  |                  |
|---------------------|-------------------------------|----------------------------------|------------------|
| <b>Company Name</b> | Halder Venture Ltd            |                                  |                  |
| <b>Account Name</b> | <b>Bank Name &amp; Branch</b> | <b>Virtual Bank Account No.*</b> | <b>IFSC Code</b> |
| BSE Limited         | ICICI Bank Ltd.- CMS Branch   | BSER11070                        | ICIC0000104      |

***\*Note: This bank account is specifically dedicated to SOP fine and Waiver fees only, Therefore, company is advised not to deposit/credit any amount payable other than SOP fines/penalties/waiver.***

The company is required to submit fine remittance details in the following format given at Annexure I to Email id: [bse.soplodr@bseindia.com](mailto:bse.soplodr@bseindia.com)

**Annexure-I (On letterhead of the company)**

Sub: Details of Payment of fines for Non-Compliance with Regulations of SEBI (LODR) Regulations, 2015.

**Remittance details:**

| <b>Scrip Code</b> | <b>Regulation &amp; Quarter</b> | <b>Bank UTR number</b> | <b>Date of Payment</b> | <b>Amount paid</b> | <b>TDS deducted, if any</b> | <b>Net Amount paid</b> |
|-------------------|---------------------------------|------------------------|------------------------|--------------------|-----------------------------|------------------------|
|                   |                                 |                        |                        |                    |                             |                        |

This mail is classified as 'PUBLIC' by priya.gupta on November 28, 2025 at 14:23:18.