

**Corporate Office :**

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New Delhi-110 028 INDIA

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**SHYAM**  
**TELECOM LTD**

SHYAM/SE/2025-26

29<sup>th</sup> May, 2025

The Manager,  
Department of Corporate Services  
Bombay Stock Exchange Limited (“BSE”)  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400001  
Security Code – 517411  
Through BSE Listing Centre

Listing Department,  
National Stock Exchange of India Limited (“NSE”)  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400001  
Security Symbol – SHYAMTEL  
Through NEAPS

**Subject: Submission of Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2025**

Respected Sir,

In compliance with Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFD/CMD/27/2019 dated 8<sup>th</sup> February, 2019 and other relevant circulars, please find enclosed herewith Annual Secretarial Compliance Report dated 19<sup>th</sup> May, 2025, for the financial year ended 31<sup>st</sup> March, 2025, issued by M/s A. N. Kukreja & Co., Practicing Company Secretaries.

This is for your information and necessary records.

Thanking you,

Yours faithfully,

For **Shyam Telecom Limited**

Kamini  
Company Secretary & Compliance Officer

*Enclosure as above*

**Annual Secretarial Compliance Report of Shyam Telecom Limited**  
(CIN: L32202RJ1992PLC017750)  
For the year ended 31<sup>st</sup> March, 2025 under  
Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

To,  
The Board of Directors  
Shyam Telecom Limited  
Shyam House, No. 3 Amrapali Circle, Vaishali Nagar,  
Jaipur - 302021 (Rajasthan.)

We have examined:

- (a) all the documents and records made available to us and explanation provided by Shyam Telecom Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31.03.2025 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable for the period under report)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable for the period under report)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable for the period under report)
- (f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2018; (Not applicable for the period under report)
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable for the period under report)
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and other circulars /guidelines as applicable.



(Note: The aforesaid list of Regulations is only illustrative. The list of all SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.)

and based on the above examination, I/We hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clauses)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
	No listed entity shall appoint or continue the appointment of a person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect.	Regulation 17(1A) of SEBI (LODR) Regulations, 2015.	Prior approval of shareholders was not obtained for the continuation of the appointment of Shri Vinod Anand Juneja (DIN 00044311) as Independent Director who attained the age of 75 years on 20th April, 2024.	BSE and NSE	Notice for non-compliance	BSE and NSE took the view that prior approval of shareholders was not taken for the continuation of the appointment of Shri Vinod Anand Juneja, as required.	Fine of Rs.42,000/- plus GST, was levied by the BSE and NSE separately on the Company for non-compliance.	The company has made good the default by making payment of fine to both the stock exchanges and settled the matter.	Management had requested for waiver of the fine. The request of the management was not considered favorably.	None

(b) The listed entity has taken the following actions to comply with the observations made in previous reports: **No show cause notice or any issue is pending with Company.**



Sr. No.	Observations / Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended. (the years are to be mentioned)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation/deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
	NIL	NIL	NIL	NIL	NIL	NIL

(Note:

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations. NA
2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations. NA

E.g. In the report for the year ended 31<sup>st</sup> Mar, 2023, the PCS shall provide a list of:

- all the observations in the report for the year ended 31<sup>st</sup> Mar, 2022 along with the actions taken by the listed entity on those observations.
- the observations in the reports pertaining to the year ended 31<sup>st</sup> Mar, 2022 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.)

(c) I/we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	<u>Secretarial Standards:</u>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	None
2.	<u>Adoption and timely updation of the Policies:</u>  • All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	Yes	None



3.	<p><u>Maintenance and disclosures on the Website:</u></p> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website</li> </ul>	<p>Yes Yes Yes</p>	None
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013</p>	Yes	None
5.	<p><u>Details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	NA	The listed entity has no subsidiary/associate or joint venture.
6.	<p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the LODR Regulations.</p>	Yes	None
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	None
8.	<p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.</p>	<p>Yes NA</p>	<p>None No such event occurred.</p>
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder.</p>	Yes	None
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	None



11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	Yes. See para (a) on page 2.	None
12.	<p><u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	Yes	None
13.	<p><u>No additional non-compliances observed:</u></p> <p>No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.</p>	Yes	None

*\*Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

**\*Note: The listed entity has taken required steps/actions and no actions is pending with the listed entity for the year under report or earlier years.**

**Assumptions & Limitation of scope and review:**

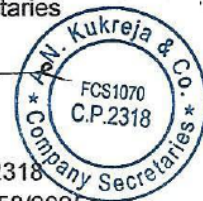
1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For A. N Kukreja & Co.  
Company Secretaries

  
(A.N Kukreja)  
Proprietor.

FCS 1070; CP 2318  
PR Cert. No. 6458/2025  
FRN S1995DE014900.

UDIN: F001070G000379514.



Place: New Delhi  
Date: May 19, 2025