



REEDIUM LIFECARE LTD.
(Formerly known as "Roxy Exports Limited")

CIN: L24100MH1988PLC343805

Reg. Office : Office No.9, K Raheja Prime Sagbaug Road,
Marol, Andheri (East), Mumbai - 400059

info@remediumlifecare.com

+91 8433895251



30/05/2025

To,

BSE LIMITED
P J Towers
Dalal Street, Fort,
Mumbai 400 001.

Scrip Code : 539561

Dear Sir,

Sub: Secretarial Compliance Report for the Financial Year ended March 31, 2025

In terms of Circular issued by the Securities and Exchange Board of India vide Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and pursuant to Regulation 24A (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find enclosed herewith Secretarial Compliance Report for the Financial Year ended March 31, 2025 issued by the Secretarial Auditor of the Company Ms. Riddhi Shah, Practicing Company Secretary.

Kindly take the above information on your record and acknowledge.

Thanking you,

Yours faithfully,

For **REEDIUM LIFECARE LIMITED**

Adarsh Munjal
Whole Time Director
DIN.: 07304004





Riddhi Krunal Shah
Practicing Company Secretary

A-1, KokilKunjCHSL., M. G. 'X' Road No. 4, Behind Patel Nagar,
Near Vora Hospital, Kandivali (West), Mumbai - 400 067
Mob: 9819988387 Email: krassociates.cs@gmail.com

SECRETARIAL COMPLIANCE REPORT OF REMEDIUM LIFECARE LIMITED

For The Financial Year Ended 31st March, 2025

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the purpose of Compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Retirements) Regulations, 2015]

To,
The Members,
REMIUM LIFECARE LIMITED

CIN of the Company: L24100MH1988PLC343805
Authorised Capital: Rs. 1,10,00,00,000/-

I, **Riddhi Shah**, Practicing Company Secretaries have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by REMEDIUM LIFECARE LIMITED (hereinafter referred as 'the listed entity'), having its Registered Office at having registered office at **Office No.9, K Raheja Prime, Marol Industrial Estate, Behind Ravi Vihar Hotel, Sagbaug Road, Marol, Andheri East, Marol Naka, Mumbai, Maharashtra, India, 400059**. Secretarial Review was conducted in a manner that provided to me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter

I have examined:

- a) all the documents and records made available to us and explanation provided by **REMIUM LIFECARE LIMITED** ("the listed entity")
- b) the filings/ submissions made by the listed entity to the stock exchange,
- 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 2025 ("Review Period") in respect of compliance with the provisions of :

(i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(ii) 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");

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit Period);**
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021-**(Not Applicable to the Company during the Audit Period);**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021-**(Not Applicable to the Company during the Audit Period);**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013-**(Not Applicable to the Company during the Audit Period);**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018;
- Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;
- Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992 &
- Securities and Exchange Board of India (Stock Brokers) Regulations, 1992 and circulars/ guidelines issued thereunder;

Based on my examination and verification of the documents and records produced to me and according to information and explanation given to me by the Company, I report that during the review period:

- I. (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 clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Constitution of Board of Directors	Reg. 17 (1c) of SEBI (LODR), Regulations, 2015	The company being in top 2000 listed entities the board is not comprising of at least six directors.	No	Advisory	The board is not comprising of at least six directors.	No	w.e.f. 12.04.2024 till 31.03.2025 –reporting financial period and non-compliance continuous till the date of signing of this report.	The same has been in evidently missed	-

2	Entry in SDD (Structured Digital Database) Software of UPSI	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	The Management has shared the UPSI but the details of the same in not entered in SDD software post 29 th October, 2024	NO	Advisory	SDD software is not updated as per the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	No	w.e.f. 29.10.2024 till 31.03.2025 –reporting financial period and non-compliance continuous till the date of signing of this report.	The same will be updated as the CS was resigned and due to handover and other assignments the same has been in evidently missed
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/Fine/Show Warning, etc. Cause Notice/	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
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1	<i>Reg. 17(1) (c) of the SEBI (LODR), Regulations, 2015,</i>	<i>Constitutions the Board of Directors as per Reg. 17(1) (c) of the SEBI (LODR), Regulations, 2015,</i>	<i>Constituti on of less than six directors</i>	<i>Company</i>	<i>Appointment of new directors on the Board of the company</i>	<i>Violation of regulation 17 (1)(c) for period between July 31, 2023 to March 26, 2024.</i>	<i>No</i>	<i>Corporate Governanc e(CG) was not applicable before this period of violation and post bonus issues after CG applicabili ty as company in top 2000 list need to have Board of Six Directors</i>	<i>Taken efforts for appointme nt of new directors and appointed on 27th March, 2024.</i>	<i>Although the company has appointe d the new directors on 27th March, 2024. But after the resignatio n of the Board the company still under non complian ce of Reg. 17(1) (c)</i>
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2	Entering the details of designated person(s) i.e. KMP and Directors on their appointment under system driven disclosures i.e. NSDL portal	Regulation 7(2) of PIT Regulations as per the SEBI, vide circular no. SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020 read with SEBI/HO/ISD/ISD/CIR/P/2021/578 June 16, 2021 and read with SEBI/HO/ISD/ISD/CIR/P/2021/617 August 13, 2021.	Delayed in entering the details of designated person(s) i.e. KMP and Directors on their appointment under system driven disclosures	Company	Company has entered the details of designated person(s) i.e. KMP and Directors on their appointment under system driven disclosures i.e. NSDL portal on timely manner	Regulation 7(2) of PIT Regulations and as per SEBI Circular	No	The Company now in compliance with the said regulation	They are updating the same now in timely manner	-
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3	PAN freezing of Designated Persons for closure trading window as per the PIT regulations	Circular no. SEBI/HO/ISD/ISD-SEC-4/P/CIR/2022/107 dated August 5, 2022 and SEBI/HO/ISD/ISD-PoD-2/P/CIR/2023/124 dated July 19, 2023, regarding Trading Window closure period under Clause 4 of Schedule B read with Regulation 9 of SEBI of PIT Regulations	Compliance not done	Company	Updated the NSDL portal and entries done for closure trading window as per the PIT regulations	PAN freezing of designated person not punched for closure of trading window with Designated Depository NSDL for the quarter ended 30.09.2023 & 31.12.2023	No	Now the Company has activated the same and updated the closure trading window as per the PIT regulations	They are updating the same now in timely manner	-
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Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019: **There were no resignation of the statutory auditors from the listed entity during the period under review and hence, the below details are not required to be provided.**

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor. Not Applicable		
	<ul style="list-style-type: none"> <li data-bbox="384 663 1011 837">i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or <li data-bbox="384 880 1011 1093">ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or <li data-bbox="384 1135 1011 1375">iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year. 		
2.	Other conditions relating to resignation of statutory auditor – Not Applicable		

	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p>		
	<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		

3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.		
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III. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019: **Not applicable**

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/ Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	No	Partially complied
2.	Adoption and timely updation of the Policies: All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity 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	
3.	Maintenance and disclosures on Website: The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website 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	Yes Yes Yes	Web site name provided

4.	<p>Disqualification of Director:</p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	Yes	<p>The Company has incorporated one subsidiary at Singapore w.e.f. 24th September, 2024 as namely REMLIFE GLOBAL PTE. LTD. the first Accounting year will be 31st March, 2025 we cannot comment on material of the same.</p>
6.	<p>Preservation of Documents:</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 SEBI LODR Regulations, 2015</p>	Yes	
7.	<p>Performance Evaluation:</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	
8.	<p>Related Party Transactions:</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>	YES	

9.	<p>Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	
10.	<p>Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	No	<p><i>SDD software is not updated as per the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 w.e.f. 29.10.2024 till 31.03.2025.</i></p>
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any: 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.</p>	NA	<p>There were No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges</p>

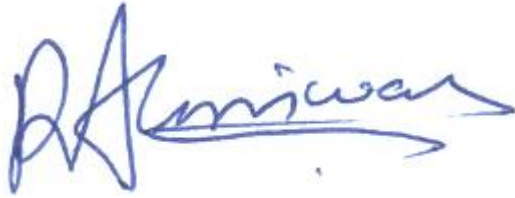
12	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied 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>	NA	<p>The statutory auditor has not resigned from the listed entity.</p> <p>The Company has incorporated one subsidiary at Singapore w.e.f. 24th September, 2024 as namely REMLIFE GLOBAL PTE. LTD. the first Accounting year will be 31st March, 2025 we cannot comment on material of the same.</p>
13.	<p>Additional Non-compliances, if any:</p> <p>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	No	<p>Except as mentioned in the table given separately aforesaid in I(a) this report.</p>

I further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46 (2) (za) of the LODR Regulations. **(Not Applicable)**

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. My responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) 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.



Riddhi Shah
Practising Company Secretaries
C P No.: 17035/ M.No.20168
PR No.2037/2022

Place: Mumbai
Date: 29/05/2025
UDIN - A020168G000486645