

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31/03/2025

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
ALANKIT LIMITED
CIN: L74900DL1989PLC036860
205-208, ANARKALI COMPLEX,
JHANDEWALAN EXTENSION
NEW DELHI-110055

I, N. C. Khanna, Proprietor of N. C. Khanna, Company Secretaries, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ALANKIT LIMITED** (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conduct and statutory compliances and for expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed, and other records maintained by the Company, and also the information provided by its officers, agents, and authorized representatives during the conduct of the Secretarial Audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended 31st March, 2025 ("Audit Period"), complied with the statutory provisions listed hereunder and has proper Board processes and compliance mechanisms in place to the extent and in the manner reported hereinafter.

I have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended 31st March, 2025, according to the provisions of:

- I. The Companies Act, 2013 and the Rules made thereunder;**
- II. The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder;**
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;**
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of:** Issue of Foreign Currency Convertible Bonds and ordinary shares (through Depository Receipt Mechanism) Scheme, 1993, Foreign Direct Investment Scheme, Overseas Corporate Bodies Regulations, 2003, Foreign Exchange Management (Transfer or issue of any Foreign Security) Regulations, 2004, Foreign Exchange Management (Borrowing or Lending in Foreign Exchange) Regulations, 2000, External Commercial Borrowings;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:

- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- SEBI (Prohibition of Insider Trading) Regulations, 2015;
- SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018*;
- SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021*;
- SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with clients*;
- SEBI (Delisting of Equity Shares) Regulations, 2009*;
- SEBI (Buyback of Securities) Regulations, 2018*;

**(Not applicable as there is no reportable event held during the financial year under review);*

VI. Other laws specifically applicable to the Company#:

- Information Technology Act, 2000 & rules & guidelines made thereunder
#the Company has a proper monitoring system for compliance of Industry specific laws.

I have examined the framework(s), process(es) and procedure(s) adopted by the Company for compliance of applicable Environmental Laws, Labour Laws & other General Laws during the financial year under review. The reports, compliance etc. with respect to these laws have been examined by me on reasonable basis and in my opinion, there are adequate systems and processes exist in the Company to monitor and ensure compliance with these laws.

I have also examined compliance with the applicable clauses of the following:

- Secretarial Standards issued by The Institute of Company Secretaries of India;
- The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review, I report that the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, and Standards mentioned above.

I further report that:

The Board of Directors of the Company is duly constituted as per the provisions of the Act. Changes in the composition of the Board that took place during the Audit Period were in compliance with the applicable provisions.

Adequate notice was given to all directors to schedule Board Meetings. The agenda and detailed notes were sent at least seven days in advance. A system exists for seeking and obtaining further information and clarifications on agenda items before the meeting and for meaningful participation at the meetings.

All decisions at Board and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

I further report that there are adequate systems and processes in the Company, commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

During the reporting period,

Changes in Board of Directors:

- **Mr. Ashok Kumar Sinha (DIN: 08812305)** was appointed as an **Additional Independent Director** w.e.f. **23rd May 2024**, and **Ms. Meenu Agrawal (DIN: 10679504)** was appointed as an **Additional Independent Director** w.e.f. **3rd July 2024**, both based on the recommendation of the Nomination and Remuneration Committee. They were subsequently regularized as Independent Directors for a term of five consecutive years in the last Annual General Meeting, pursuant to the provisions of Sections 149, 152 and Schedule IV of the Companies Act, 2013 and applicable SEBI (LODR) Regulations, 2015.
- **Mr. Yash Jeet Basrur (DIN: 00112857)** ceased to be a Non-Executive Independent Director w.e.f. **3rd July 2024**, and **Mr. Ashok Shantilal Bhuta (DIN: 05336015)** ceased to be a Non-Executive Independent Director w.e.f. **25th May 2024**, both upon completion of two consecutive terms of five years each.

Appointment of Internal Auditor

- **Mr. Abhishek Bhartia**, Assistant General Manager, appointed as **Internal Auditor** of the Company for FY 2024- 25.

Incorporation of Subsidiary's Investment Approval

- The Board approved the incorporation of a wholly owned subsidiary, **Alankit ID Consulting Private Limited**, on 30th December 2024. Investment in the said company was within the limit approved by members in the 35th AGM.

For N C Khanna, Company Secretaries

Naresh Chander Khanna
Company Secretary in Practice
Membership No.: 4268
C.P. No.: 5143
UDIN: F004268G001001495
Date: 14-08-2025
Place: New Delhi

This Report is to be read with our letter of even date, which is annexed as Annexure A to this Report and forms an integral part of this Report.

N. C. KHANNA

Company Secretaries

21 C/GH-10, Paschim Vihar,

New Delhi-110087

Tel.: 45636486

Mobile : 8368437118

E-mail : nckhanna12@gmail.com

Annexure A to the Secretarial Audit Report

To,

The Members

ALANKIT LIMITED

CIN: L74900DL1989PLC036860

205-208, ANARKALI COMPLEX,

JHANDEWALAN EXTENSION

NEW DELHI-110055

The Secretarial Audit Report of even date for the financial year ended 31st March, 2025, is to be read with this letter.

Management's Responsibility:

It is the responsibility of the Company's management to maintain secretarial records, devise proper systems to ensure compliance with applicable laws and regulations, and ensure that such systems are adequate and operate effectively.

Auditor's Responsibility:

My responsibility is to express an opinion on these secretarial records, standards, and procedures followed by the Company concerning secretarial compliances.

I believe that the audit evidence and information obtained from the management are adequate and appropriate to provide a basis for my opinion.

Wherever required, I have obtained management representations regarding compliance with laws, rules, and regulations and the occurrence of events.

Disclaimer:

This Secretarial Audit Report is neither an assurance of the future viability of the Company nor the efficiency or effectiveness with which the management has conducted its affairs.

I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

For N C Khanna, Company Secretaries

Naresh Chander Khanna

Company Secretary in Practice

Membership No.: 4268

C.P. No.: 5143

Date: 14-08-2025

Place: New Delhi;