AVS & ASSOCIATES

Company Secretaries
(Peer Reviewed Firm)

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Annual Secretarial Compliance Report of Tara Chand Infra Logistic Solutions Limited for the year ended March 31, 2026

We, **AVS & Associates, Practicing Company Secretaries**, have examined:

(a) All the documents and records made available to us and the explanation provided by **Tara Chand Infra Logistic Solutions Limited ("the Company or Listed Entity")**;

(b) The filings/submissions made by the listed entity to the Stock Exchange **i.e. National Stock Exchange of India Limited ('NSE');**

(c) Website of the Listed Entity;

(d) Any other document/filing, as may be relevant, which has been relied upon to make this Report;

for the financial year ended March 31, 2026 **("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) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('SEBI (LODR) Regulations, 2015');**

(b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the review period);**

(c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the review period);**

(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable to the Company during the review period);**

(g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Company during the review period)**;

(h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 **('SEBI (PIT) Regulations, 2015');**

(i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/guidelines issued thereunder applicable to the listed entity.

and based on the above examination, 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.	01
Compliance Requirement (Regulations/circulars/ guidelines, including specific clauses)	Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 requires that, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.
Regulation / Circular No.	Regulation 17(1A) of the SEBI (LODR) Regulations, 2015
Deviations	The Company re-appointed Mr. Ashok Kumar Goel as a Non-Executive Independent Director upon his attaining the age of 75 years, pursuant to the approval of the shareholders through a special resolution passed at the Company's 13th Annual General Meeting ("13th AGM") held on September 11, 2025.
Action Taken by	NSE
Type of Action	Imposition of Fine
Details of Violation	The Company has not taken prior approval of its shareholders for the re-appointment of a non-executive director who has attained the age of seventy-five years.
Fine Amount	Rs.6,000/- (Excluding GST)
Observations/Remarks of the Practicing Company Secretary	The Company obtained shareholders' approval for the re-appointment of Mr. Ashok Kumar Goel as a Non-Executive Independent Director at its 13th AGM instead of prior approval as required under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015.
Management Response	The fine levied by NSE in this regard has been duly paid by the Company. Further, the delay in compliance was inadvertent and unintentional in nature. The management has reiterated the importance of exercising greater diligence and ensuring strict adherence to all applicable regulatory requirements going forward, so as to avoid recurrence of such instances in future.
Remarks	The Company has obtained the requisite approval from its shareholders at the 13th AGM and has also duly paid the fine amount levied by NSE.

(b) The listed entity has taken the following actions to comply with the observations made in the previous reports of 31.3.2025:

Sr. No.	1
Observations/ Remarks of the Practicing Company Secretary in the previous report	A delay of one day has been observed in the submission of the disclosure of Related Party Transactions to the Stock Exchange for the half year ended September 30, 2024 under regulation 23(9) of SEBI (LODR) Regulations, 2015.
Observations made in the secretarial compliance report for the year ended 31.3.2025	
Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Regulation 23 (9) of the SEBI (LODR) Regulations, 2015 provides for submission of the disclosure for the Related Party Transactions with the Stock Exchange by the Listed entity in every six months on the date of publication of its standalone and consolidated financial results.
Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Default in timely filing of Related Party Transaction Disclosures as per Regulation 23(9) of the SEBI (LODR) Regulations, 2015. Consequently, a fine of INR 5,000/- (excluding GST) was imposed by NSE, which has been duly paid by the Company.
Remedial actions, if any, taken by the listed entity	The management has further emphasized on exercise of greater diligence and strict adherence to all regulatory requirements going forward.
Comments of the PCS on the actions taken by the listed entity	The Company has paid the fine to NSE, and the same is hereby noted.

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

NO.	PARTICULARS	COMPLIANCE STATUS (YES/NO/NA)	OBSERVATIONS/ REMARKS BY PCS
01.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	YES	-
02.	Adoption and timely updation of the Policies: (a) All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities (b) All the policies are in conformity with SEBI Regulations and has been	YES	-

	reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.		
03.	**Maintenance and disclosures on the Website:** a) The Listed entity is maintaining a functional website. b) Timely dissemination of the documents/ information under a separate section on the website. c) 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	-
04.	**Disqualification of Director:** None of the Directors (s) of the Company is/ are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	YES	-
05.	**Details related to Subsidiaries of listed entities have been examined w.r.t:** (a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries.	(a) NA (b) YES	(a) During the review period, the Company does not have any material subsidiary. (b) -
06.	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy of Preservation of Documentsand Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	-
07.	**Performance Evaluation:** The listed entity has conducted a performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the	YES	-

	financial year as prescribed in SEBI Regulations.		
08.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of the Audit Committee for all related party transactions; or (b) In case no prior approval is obtained, the listed entity shall provide detailed reasons along with confirmation of whether the transactions were subsequently approved / ratified / rejected by the Audit committee.	(a) YES (b) NA	- (b) Please refer to point no. 8(a)
09.	**Disclosure of events or information:** The listed entity has generally provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	-
10.	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) &3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	The Company needs to enhance its processes and systems to ensure accurate and effective capturing of the flow of UPSI within the SDD system.
11.	**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 or the actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	NO	Please refer to Sr. No.1 of Table (a) fines imposed by NSE under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015.
12.	**Resignation of statutory auditors from the listed entity or its material subsidiaries:** 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	NA	No such event of the resignation of a statutory auditor occurred during the review period.

	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.		
13.	Additional Non-compliances, if any: No additional non-compliance observed for any the SEBI regulation/circular/guidance note etc. except as reported above.	NA	No additional non-compliance observed.

We 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 SEBI (LODR) Regulations, 2015.

Assumptions and Limitations of the Scope and Review:

i. Compliance with the applicable laws and ensuring the authenticity of documents and information furnished are the responsibilities of the management of the Listed entity;

ii. Our responsibility is to report based on our examination of relevant documents and information. This is neither an audit nor an expression of opinion;

iii. We have not verified the correctness and appropriateness of the financial Records and Books of Accounts of the listed entity;

iv. 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; and

v. Accordingly, we do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or whose hands it may come without our prior consent in writing.

For AVS & Associates
Company Secretaries

Shashank Chintaman Ghaisas
Digitally signed by Shashank Chintaman Ghaisas
Date: 2026.05.25 19:39:59 +05'30'

Shashank Ghaisas
Partner
Membership No. F11782
C.P. No: 16893
Peer Review No: 1451/2021
UDIN: F011782H000476554

Date: May 25, 2026
Place: Navi Mumbai