



Premier Explosives Limited

May 28, 2025



To
The General Manager
Department of Corporate Relations
BSE Limited
Sir Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai -400 001

Scrip code: 526247

To
The Vice President,
Listing Department
**The National Stock Exchange of
India Limited**
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

Scrip code: PREMEXPLN

Dear Sirs,

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2025.

With reference to the captioned subject, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. K.V. Chalama Reddy, Proprietor of K V C Reddy & Associates, Company Secretaries, Hyderabad, for the financial year ended March 31, 2025.

This is for your kind information and record.

Thanking you,

Yours faithfully,
For **Premier Explosives Limited**

Kalakota
Jhansi
Laxmi
Digitally signed by
Kalakota Jhansi
Laxmi
Date: 2025.05.28
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K. Jhansi Laxmi
Company Secretary
Encl: a/a

**Annual Secretarial Compliance Report of Premier Explosives Limited for the Year ended
31st March, 2025**

We have examined:

- (a) all the documents and records made available to us an explanation provided by **Premier Explosives 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 take this report, for the year ended 31st March, 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 there under by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 to the Listed Entity during the Review Period*

- (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 to the Listed Entity during the Review Period***
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***not applicable to the Listed Entity during the Review Period***
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: ***not applicable to the Listed Entity during the Review Period***
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and participant) Regulations, 2018:
- (i) Other regulations as applicable: ***not applicable to the Listed Entity during the Review Period***

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,
- (b) The action taken by listed entity to comply with the observations made in previous issued thereunder: ***not applicable to the Listed Entity during the Review Period***

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.	<p>Secretarial Standards:</p> <p>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.</p>	Yes	-

2.	<p>Adoption and timely updation of the Policies: -</p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI 	Yes	-
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> • 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) of SEBI LODR are accurate and specific which re-directs to the relevant document(s)/ section of the website. 	Yes	-
4.	<p>Disqualification of director:</p> <p>None of the Director of the Company is 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</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	N.A	-
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.	Performance Evaluation: The listed entity has conducted performance evaluation of the board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	-
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes Not applicable	No such instances during the period under review
9	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.	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	-
11	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 except as reported here	BSE Limited and National Stock Exchange of India Limited had issued notices imposing a fine of Rs. 1,06,200/- (including GST @ 18%) each, on the Company with respect to delayed compliance of Reg. 17(1A) of	-

		<p>the SEBI (LODR) Regulations, 2015 in respect of appointment of a director who attained the age of 75 years in obtaining the members' approval as per the said regulation. However, the Company in its reply dated March 29, 2025 clarified all the facts with the provisions on the notice and also made an application to waive off the fines and the same is pending with the Stock Exchange.</p>	
12	<p>Resignation of statutory auditors from the listed entity or its material Subsidiaries:</p> <p>In case of resignation of statutory auditors from the listed entity or any 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	–
13	<p>Additional non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulations/circulars/guidance note etc.</p>	NA	–

Assumptions and 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 my 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 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.

For K V C REDDY & ASSOCIATES
Company secretaries

KAMBHAM
VENKATA
CHALAMA REDDY

Digitally signed by
KAMBHAM VENKATA
CHALAMA REDDY
Date: 2025.05.28
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K. V. Chalama Reddy
(Proprietor)

M.No.: F9268, C.P.No.5451
PR No:2301/2022
UDIN: F009268G000468859

Place: Hyderabad
Date :28/05/2025