



IST LIMITED

Date: 30/05/2024

To,
The Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

(BSE Scrip Code: 508807)

Dear Sir(s),

Sub: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2024

Dear Sir(s),

Pursuant Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2024.

You are requested to take the above on record.

Thanking you.

Yours faithfully,

For IST Limited

Bhupinder Kumar
Company Secretary
M. No. A15871

Encl : As above



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Village Kapriwas, Dharuhera, Distt. Rewari-123106 (Haryana)
Phones : 01274-267347-48, Fax : 01274-267346
E-mail : istgroup.ho@gmail.com Website : www.istindia.com

MT & Co.
Company Secretaries
35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095
Phone No.22582283, Mobile No.9899697330
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**Secretarial Compliance Report of
IST LIMITED for the financial year ended 31st March 2024**

I have examined:

- (a) all the documents and records made available to us and explanation provided by **IST 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 Report.

for the financial year ended 31/03/2024 ("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;
 - (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;
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (h) (other regulations as applicable) and circulars/ guidelines issued thereunder;
- 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 clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount* in Rs.	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1	13(1)	13(1)	Failure to ensure steps are taken for expeditious redressal of investor complaints	SE	Imposition of monetary fine	Failure to ensure steps are taken for expeditious redressal of investor complaints	9,440	The company has been advised to take adequate steps for expeditious redressal of investor complaints.	Company is taking steps to redress investor complaints	The company has been advised to take precaution and to ensure such instances are not repeated in future.

*including GST



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

Sr. No.	Observations/ Remarks Of the Practicing Company Secretary in the previous reports (PCS)	Observations made in the secretarial compliance report for the year ended 31/03/2023	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
1	Non-compliance of Regulation 23 (9)	Non-compliance of Regulation 23 (9)	Regulation 23 (9) Submission of Disclosures of Related Party Transactions for Half Year Sep-22	Company has filled with delay Disclosures related to Related Party Transactions. SE imposed fine of Rs. 17700/-	Company has filled Disclosures of Related Party Transactions for Half Year Sep-22	Company has deposited fine by adjustment of Advance Amount lying with the stock exchange
2	Non-compliance of Regulation 30	Non-compliance of Regulation 30	Late Submission of financial results	Company has submitted its financial results with delay	Company has submitted its financial results with delay	No fine has been imposed by SE.
3	Non-compliance of Regulation 40 (9)	Non-compliance of Regulation 40 (9)	Late Submission of report	The Company has submitted the report under regulation with delay	The Company has submitted the report under regulation with delay	No fine has been imposed by SE.

I. I/we hereby report that, during the review period the compliance status of the listed entity is appended as below :

Sr. No.	Particulars	Compliance Status	Observations/ Remarks by PCS*
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		(Yes/No/ NA)	
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 of India (ICSI).	Yes	None
2.	Adoption and timely updation of the Policies: A) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities B) All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations / circulars / guidelines issued by SEBI	Yes	<i>The Company is taking steps to adopt updated policies as effected by SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 effective 15/07/2023</i>
3.	Maintenance and disclosures on 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	<i>Information is updated on Companies Website at regular intervals as per management's explanation.</i>
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	None
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes	<i>Company has One material unlisted subsidiary namely Gurgaon Infospace Limited.</i>
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under	Yes	None



	SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.		
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	<i>None</i>
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	<i>Financial statements are under preparation and finalization. However, as per management's explanation requisite approvals have obtained.</i>
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	<i>NA</i>
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	<i>As per CS/Management's explanation the company has not filled Structured Digital Database Quarterly Compliance Certificate for f.y. 23-24 as Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015 are not applicable on the company.</i>
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	Yes	<i>The company has been fined for Rs. 9,440 by the Stock Exchange under regulation 13 of SEBI (LODR) Regulations, 2015 for failure to take steps for expeditious redressal of investor complaints during the period under review.</i>




	issued thereunder except as provided under separate paragraph herein.		
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 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.	NA	NA
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	<i>The company is taking steps to adopt SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 for updating/change in company policies for materiality of transactions.</i>

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 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.

Date: 20/05/2024
Place: Delhi
UDIN No. A016464F000402674

For MT & Co.
Company Secretaries

(Tumal Maheshwari)

Proprietor
ACS No. 16464
C.P. No. 5554
PR- 1749/2022
PR Code-512