



25<sup>th</sup> May, 2025

To,  
**BSE Limited**  
Corporate Services Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001  
**BSE Scrip Code: 512455**

**National Stock Exchange of India Limited**  
Corporate Communications Department  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400051  
**NSE Symbol: LLOYDSME**

**Sub: Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2026**

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Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Secretarial Compliance Report issued by Mitesh Shah & Co., Company Secretaries, for the Financial Year ended 31<sup>st</sup> March, 2026.

The same is also available on the Company's website at [www.lloyds.in](http://www.lloyds.in).

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,  
Yours faithfully,

**For Lloyds Metals and Energy Limited**



Akshay Vora  
**Company Secretary**

Encl.: as above.

**Lloyds Metals and Energy Limited**

**R/O:** Plot No: A1-2, MIDC Area, Ghugus,  
District Chandrapur – 442505, Maharashtra, India.  
**W** [www.lloyds.in](http://www.lloyds.in) | **E** [investor@lloyds.in](mailto:investor@lloyds.in)  
**CIN:** L40300MH1977PLC019594

**Corporate Office:**

A-2, 2<sup>nd</sup> Floor, Madhu Estate, Pandurang Budhkar Marg,  
Lower Parel (West), Mumbai – 400013, Maharashtra, India.  
**C/O No.:** +91-22-62918111 | **R/O No.:** +91-8411965300

# MITESH SHAH & CO.

(COMPANY SECRETARIES)

## SECRETARIAL COMPLIANCE REPORT OF LLOYDS METALS AND ENERGY LIMITED

(CIN: L40300MH1977PLC019594)

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2026

1. We, Mitesh Shah & Co., have examined:

- a) all the documents and records w.r.t listing compliances provided to us and explanation provided by **Lloyds Metals and Energy Limited** (“the Company”),
- b) the filings / submissions made by the Company to the stock exchange i.e. BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”).
- c) website of the Company,
- d) any other documents / filings, as may be relevant, which has been relied upon to make this certification,

For the year ended 31<sup>st</sup> March, 2026 (“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”);

2. 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 (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(there were no events requiring compliance during the review period);**



- (g) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (h) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(there were no events requiring compliance during the review period);**
- (j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (k) The Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, to the extent applicable.

3. 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: *attached as 'Annexure - A'*.
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports: *attached as 'Annexure - B'*.

4. Based on the above examination, we hereby report that during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	<b>Secretarial Standards:</b> 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.	Yes	None
2.	<b>Adoption and timely updation of the Policies:</b> i) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ii) 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  Yes	None



Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
3.	<p><b>Maintenance and disclosures on Website:</b></p> <p>i) The Listed entity is maintaining a functional website;</p> <p>ii) Timely dissemination of the documents/ information under a separate section on the website;</p> <p>iii) 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</p>	<p>Yes</p> <p>Yes</p> <p>Yes</p>	None
4.	<p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	None
5.	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>i) Identification of material subsidiary companies;</p> <p>ii) Disclosure requirement of material as well as other subsidiaries.</p>	<p>Yes</p> <p>Yes</p>	None
6.	<p><b>Preservation of Documents:</b></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	None
7.	<p><b>Performance Evaluation:</b></p> <p>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.</p>	Yes	None
8.	<p><b>Related Party Transactions:</b></p> <p>The listed entity has obtained prior approval of Audit Committee for all related party transactions;</p>	Yes	None
9.	<p><b>Disclosure of events or information:</b></p>	Yes	None




Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
	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.		
10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11.	<b>Actions taken by SEBI or Stock Exchange(s):</b> No Actions 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.	NA	None
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b> 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	No such event occurred during the reporting period. Hence, the same is not applicable
13.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for all SEBI regulation / circular / guidance note etc. except as reported above.	NA	None



**5. Assumptions & limitation of scope and review:**

- (a) Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
- (b) Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
- (c) We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
- (d) 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.

**For Mitesh Shah & Co.  
(Company Secretaries)**

  
**Mitesh J. Shah**  
**Partner**



FCS No. 10070

C. P. No. 12891

FRN: P2025MH104700

Peer Review Certificate No. 6638/2025

UDIN: F010070H000273135

Date: 5<sup>th</sup> May, 2026

Place: Mumbai

This Report is to be read with our letter of even date which is annexed as '**Annexure C**' and forms an integral part of this report.

Annexure - A

Sr. No.	Compliance Requirements	Regulation/Circular No.	Deviation	Action taken by	Type of Actions	Details of Violation	Fine / Amount	Observation/Remarks of the PCS	Management Response	Remarks
Not Applicable										

For Mitesh Shah & Co.  
(Company Secretaries)



Mitesh J. Shah  
Partner

FCS No. 10070

C. P. No. 12891

FRN: P2025MH104700

Peer Review Certificate No. 6638/2025

UDIN: F010070H000273135



Date: 5<sup>th</sup> May, 2026

Place: Mumbai

**Annexure - B**

Sr. No.	Observations/Remarks of the PCS in the previous reports	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details violation/deviations 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.	The Company has not complied with Regulation 43(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to non-disclosure of Dividend Distribution Policy in the Annual Report of the Company for the Financial Year 2023-24 and subsequently fine of Rs. 25,000/- levied by BSE Limited where equity shares of the Company are listed	31 <sup>st</sup> March, 2025	Regulation 43(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which requires disclosure of Dividend Distribution Policy in the Annual Report of the Company.	Non-disclosure of Dividend Distribution Policy in the Annual Report of the Company	The Board Members acknowledged the fine imposed by BSE and emphasized the importance of exercising greater care in ensuring compliance. They further emphasized the need for ongoing vigilance in all compliance-related activities to avoid similar issues in the future	None

**For Mitesh Shah & Co.  
(Company Secretaries)**

**Mitesh J. Shah  
Partner**

**FCS No. 10070**

**C. P. No. 12891**

FRN: P2025MH104700

Peer Review Certificate No. 6638/2025

UDIN: F010070H000273135

Date: 5<sup>th</sup> May, 2026

Place: Mumbai



# MITESH SHAH & CO.

(COMPANY SECRETARIES)

## Annexure C

Our report of even date is to be read along with this letter.

### Management's Responsibility Statement

- i. Maintenance of compliance records is the responsibility of the management of the Company. Our responsibility is to express any deviation in such compliances.

### Auditor's Responsibility Statement

- ii. I have followed the verification practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of the records. The verification was done on test basis to ensure that correct facts are reflected in the records. I believe that the processes and practices that I follow provide a responsible basis for my opinion.
- iii. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- iv. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

### Disclaimer

- v. The compliance of the provisions of SEBI Regulations and other applicable regulations including circulars, guidelines and standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
- vi. The secretarial compliance report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Mitesh Shah & Co.  
(Company Secretaries)



Mitesh J. Shah  
Partner

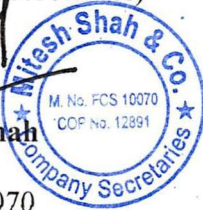
FCS No. 10070

C. P. No. 12891

FRN: P2025MH104700

Peer Review Certificate No. 6638/2025

UDIN: F010070H000273135



Date: 5<sup>th</sup> May, 2026

Place: Mumbai