



B CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

AG 3 RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai – 600026

E-mail: bchandraandassociates@gmail.com
bchandracosecy@gmail.com

Secretarial compliance report of
REDINGTON LIMITED for the year ended 31-03-2026

I, B Chandra, Partner, B Chandra & Associates, Practising Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by **REDINGTON 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 certification,

for the year ended 31.03.2026 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021

The company, during the year, was not required to comply with the following regulations and consequently not required to maintain any books, papers, minute books or other records or file any forms/ returns under:



B Chandra

- a. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
- b. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- c. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- d. Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021;

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
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports: **As per Annexure B**
- (c) **Additional Affirmations**

S No	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1	Secretarial Standard The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	
2	Adoption and timely updation of the Policies: • 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 has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI	Yes	
3	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website	Yes	



B. Chandra

	<ul style="list-style-type: none"> • 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) are accurate and specific which redirects to the relevant document(s)/ section of the website 		
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	
5	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	
6	Preservation of Documents: 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	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 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 (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	*	
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	



B. Chandra

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 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	NA	
12	Resignation of Statutory auditors from the listed entities 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	
13	Additional Non-compliances, if any: Any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Nil	

*All related party transactions were entered into with prior approval of the Audit Committee, while transactions between Arena Bilgisayar Sanayi ve Ticaret A.Ş., Turkey and its wholly owned subsidiaries in Turkey were ratified by the Audit Committee. The Company via its subsidiaries holds 49.4% in Arena Bilgisayar Sanayi ve Ticaret A.Ş., Turkey.

We further, report that the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations is not applicable to the company.

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 account of the listed entity.



B. Chandra

4. 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.

Place: Chennai
Date: 13-05-2026

Signature:



Practicing Company Secretary: B CHANDRA

No. A20879 C P No.: 7859

Partner B Chandra & Associates

Firm Regn no P2017TN065700

UDIN A020879H000348283

Peer review No 1711/2022



Annexure A for the year ended 31-03-2026

S No	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No	Deviations	Action Taken by	Type of action	Fine amount	Observations /Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
	Prior approval of the Audit Committee for the Related party transactions	Clause 23 of SEBI(LODR)	On a test check of the records made available, it was seen that all related party transactions were entered into with prior approval of the Audit Committee, while transactions between Arena Bilgisayar Sanayi ve Ticaret A.Ş., Turkey and its wholly owned subsidiaries in Turkey were ratified by the	NA	Nil	NA	Considering the size of the Company, the amount involved being not significant and the reply of the Company, no remarks.	The transactions were duly ratified by the Audit Committee.	



B. Chandrasekhar

Secretary in the previous reports) (PCS)	secretarial compliance report for the year ended (the years are to be mentioned)	(Regulations/ circulars/ guidelines including specific clause)	deviations and actions taken / penalty imposed, if any, on the listed entity	taken by the listed entity	actions taken by the listed entity
NIL					

Place: Chennai

Date: 13-05-2026




Signature:

Practicing Company Secretary: B CHANDRA

No. A20879 C P No.: 7859

Partner B Chandra & Associates

Firm Regn No P2017TN065700

UDIN A020879H000348283

Peer review No 1711/2022