

# JNK India Limited

(Formerly known as JNK India Private Limited)

CIN: U29268MH2010PLC204223

203 to 206, Centrum, Plot No. C-3, S.G. Barve Road, Wagle Estate,

Thane (W) – 400604, Maharashtra, INDIA Tel : 91-22-68858000

Email: admin@jnkindia.com Website: www.jnkindia.com



**Date: May 30, 2024**

<b>To,</b> <b>BSE Limited,</b> <b>The General Manager,</b> Department of Listing Operations, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	<b>To,</b> <b>National Stock Exchange of India Limited,</b> <b>The Manager, Listing Department</b> Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051
Scrip code: <b>544167</b>	Security Symbol: <b>JNKINDIA</b>

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended March 31, 2024.**

Pursuant to provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, please find enclosed herewith Annual Secretarial Compliance Report dated May 29, 2024 for the financial year ended March 31, 2024 issued by M/s. Suman Sureka & Associates, Practicing Company Secretary (FCS No. 6842, CP No. 4892).

Kindly take the same on record. Kindly take this intimation in record in compliance with applicable statutory provisions.

Thanking you

Yours faithfully,

**For JNK India Limited,**

**ASHIS** Digitally signed  
by ASHISH SONI  
**H SONI** Date: 2024.05.30  
19:44:02 +05'30'

**Ashish Soni**  
**Company Secretary & Compliance Officer**

**Enclosure: a/a**

**SUMAN SUREKA & ASSOCIATES  
COMPANY SECRETARIES**

**SECRETARIAL COMPLIANCE REPORT OF JNK INDIA LIMITED  
(For the year ended 31.03.2024)**

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **JNK India Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at Unit No. 203,204,205 & 206, Opp. TMC Office, Centrum IT Park, Near Satkar Hotel, Thane-West, Thane-400604 Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I, Suman Murarilal Sureka, have examined:

- (a) All the documents and records made available to us and explanation provided by **JNK India 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 **31.03.2024** 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");

and would like to state that as the securities of the entity were not listed as on 31<sup>st</sup> March 2024, the entity is not required to comply with the requirement of obtaining an annual Secretarial Compliance Report from a PCS for the financial year ended 31<sup>st</sup> March 2024. However, the entity has subsequently listed its securities on the NSE and BSE with effect from 30<sup>th</sup> April 2024 and hence, this requirement is applicable to the entity only from the upcoming financial year ending 31<sup>st</sup> March 2025 onwards. Nevertheless, this report is being submitted as a matter of prudence as per the prescribed format. Further, it must be noted that the remarks made by us in this report are limited to the extent to which the provisions are applicable to the Company for the year ended 31<sup>st</sup> March 2024.

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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) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

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.	Compliance Requirement (Regulation/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
Not applicable as the listed entity has been listed on BSE and NSE with effect from April 30, 2024 only										

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(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 ..... (the years are to be mentioned)	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
Not applicable as the listed entity has been listed on BSE and NSE with effect from April 30, 2024 only						

I. I 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.	<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	-
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	-

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<b>3.</b>	<p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/ information under a separate section on the website</li> <li>• 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.</li> </ul>	Yes	
<b>4.</b>	<p><b>Disqualification of Director:</b> 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	-
<b>5.</b>	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries.</p>	Yes	The Company is having subsidiaries but no material subsidiaries
<b>6.</b>	<p><b>Preservation of Documents:</b> 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>	NA	Not applicable as the listed entity has been listed on BSE and NSE with effect from April 30, 2024 only.
<b>7.</b>	<p><b>Performance Evaluation:</b> 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	The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees as on 31.03.2024
<b>8.</b>	<p><b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) The listed entity shall provide 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.</p>	Yes	-
<b>9.</b>	<p><b>Disclosure of events or information:</b> 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.</p>	NA	Not applicable as the listed entity has been listed on BSE and NSE with effect from April 30, 2024 only.



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<b>10.</b>	<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.	NA	Not applicable as the listed entity has been listed on BSE and NSE with effect from April 30, 2024 only.
<b>11.</b>	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> 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.  The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column	NA	Not applicable as the listed entity has been listed on BSE and NSE with effect from April 30, 2024 only.
<b>12.</b>	<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	Not applicable as the listed entity has been listed on BSE and NSE with effect from April 30, 2024 only.
<b>12.</b>	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	NA	

**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.

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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.

**Note:** The securities of the entity were not listed as on 31<sup>st</sup> March 2024, and hence the entity is not required to comply with the requirement of obtaining an annual Secretarial Compliance Report from a PCS for the financial year ended 31<sup>st</sup> March 2024. However, the entity has subsequently listed its securities on the NSE and BSE with effect from 30<sup>th</sup> April 2024 and hence, this requirement is applicable to the entity only from the upcoming financial year ending 31<sup>st</sup> March 2025 onwards. Nevertheless, this report is being submitted as a matter of prudence as per the prescribed format. Further, it must be noted that the remarks made by us in this report are limited to the extent to which the provisions are applicable to the Company for the year ended 31<sup>st</sup> March 2024.

Place: Mumbai  
Date: 29/05/2024

**For Suman Sureka & Associates**



**Suman Murarilal Sureka**

**Proprietor**

**FCS No. – 6842**

**C.P. No. – 4892**

**UDIN: F006842F000483758**

**Peer Review Certificate no. 2104/2022**