



Motisons Jewellers

# Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000  
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.: +91-0141-4160000  
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.: +91-0141-3510000  
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

Date: 29.05.2024

To,

**BSE Limited**

Dept of Corporate Services

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai 400 001 (Maharashtra)

**Scrip Code: 544053**

**National Stock Exchange of India Limited**

The Listing Department

Exchange Plaza, C-1, Block G

Bandra Kurla Complex, Bandra (East),

Mumbai 400 051 (Maharashtra)

**Symbol: MOTISONS**

**Subject: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir / Ma'am,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the financial year ended on March 31, 2024, as issued by M/s. Bhawika Ramnani & Co., Practicing Company Secretary.

You are requested to kindly take the same on record.

Thanking you

Yours faithfully,

**For Motisons Jewellers Limited**

BHAVESH  
Surolia

Digitally signed by  
BHAVESH SUROLIA  
Date: 2024.05.29  
17:42:15 +05'30'

**Bhavesh Surolia**

**Company Secretary & Compliance Officer**

**Membership No.: A64329**

**Encl: A/a**



**Bhawika Ramnani & Co.**  
Practicing Company Secretary

Office: 205, Sidhivinayak, D-54,  
Ahinsa Circle, C-scheme, Jaipur  
Ph. No.: 0141-2367240  
E-mail: ramnani.1993@gmail.com

To,  
The Board of Directors  
**Motisons Jewellers Limited**  
270, 271, 272 & 276 Johri Bazar,  
Jaipur, Rajasthan, India, 302003

**Reg: Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2024**

Sir/ Madam,

I have been engaged by **Motisons Jewellers Limited (CIN: L36911RJ2011PLC035122)** (hereinafter referred to as 'the Company') whose equity shares are listed on National Stock Exchange of India Limited and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the Company with the provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

The audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

**For Bhawika Ramnani & Co.**  
Practicing Company Secretary  
Firm's U.C.N: S2023RJ949100  
Peer Review No.: 4803/2023

**BHAWIKA RAMNANI**

**BHAWIKA RAMNANI**  
Practicing Company Secretary  
Proprietor  
M.No. F11506  
C.P. No. : 17473  
UDIN: F011506F000441782

Place: Jaipur  
Date: 24/05/2024

Encl: Secretarial compliance report



**Bhawika Ramnani & Co.**  
Practicing Company Secretary

Office: 205, Sidhivinayak, D-54,  
Ahinsa Circle, C-scheme, Jaipur  
Ph. No.: 0141-2367240  
E-mail: ramnani.1993@gmail.com

**Secretarial compliance report of Motisons Jewellers Limited  
for the year ended 31<sup>st</sup> March, 2024**

To,  
The Board of Directors  
**Motisons Jewellers Limited**  
270, 271, 272 & 276 Johri Bazar,  
Jaipur, Rajasthan, India, 302003

I, Bhawika Ramnani, Proprietor of M/s. Bhawika Ramnani & Co. have examined:

- (a) all the documents and records made available to me and explanation provided by **Motisons Jewellers Limited (CIN: L36911RJ2011PLC035122)** ("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<sup>st</sup> March, 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) 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;
- (d) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (f) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

**(Note: The aforesaid list of SEBI Regulations is only the list of regulations which were applicable to the listed entity for the review period.)**

and based on the above examination, I 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:

**BHAWIKA RAMNANI**  
  
Practicing Company Secretary





**Bhawika Ramnani & Co.**  
Practicing Company Secretary

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Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No	Deviations	Action	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning, etc)	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
NIL										

(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
NIL						

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><u>Secretarial Standards:</u></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)	Yes	
2.	<b><u>Adoption and timely updation of the Policies:</u></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 have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI.</li></ul>	Yes	
3.	<b><u>Maintenance and disclosures on Website:</u></b> <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</li></ul>	Yes	

**BHAWIKA RAMNANI**  
  
Practicing Company Secretary



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	website. • 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.		
4.	<b>Disqualification of Director(s):</b> None of the Director(s) of the listed entity is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	<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	Yes	
6.	<b>Preservation of Documents:</b> As per the confirmations given by the listed entity and on our test check basis, it 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.	<b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations.	Yes	
8.	<b>Related Party Transactions:</b> a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; b) In case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.	Yes  N.A	The Company has obtained prior approval of the Audit Committee for all Related Party Transactions.
9.	<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.	Yes	
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	
11.	<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	N.A.	No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges





**Bhawika Ramnani & Co.**  
Practicing Company Secretary

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	through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)  The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.		
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.	N.A.	There was no resignation of the statutory Auditor during the Audit period under Review.
13.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above	N.A.	No non-compliance observed for any SEBI regulation/circular/guidance note etc.

*\*Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or '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.
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 Bhawika Ramnani & Co.**  
Practicing Company Secretary  
Firm's U.C.N: S2023RJ949100  
Peer Review No.: 4803/2023

**BHAWIKA RAMNANI**

*Ramni*

**BHAWIKA RAMNANI**  
Proprietor  
M. No. F11506  
C.P. No. : 17473  
UDIN: F011506F000441782

Place: Jaipur  
Date: 24.05.2024