



# Parle Industries Limited

CIN: L21000MH1983PLC029128

Regd. Office: 310-311, The Avenue, Marol, Andheri East. Mumbai-400059.

Tel.: 022 40132875 Website: [www.parleindustries.com](http://www.parleindustries.com) Email: [info@parleindustries.com](mailto:info@parleindustries.com)

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To

**BSE Limited**

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai – 400001.

**Scrip Code – 532911**

**Sub: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2025 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/ Madam,

Pursuant to Regulation 24A of the Listing Regulations, please find enclosed the annual secretarial compliance report for the year ended 31<sup>st</sup> March, 2025.

This is for your information and records.

This will also be hosted on the Company's website, at [www.parleindustries.com](http://www.parleindustries.com).

Thanking you,

**FOR PARLE INDUSTRIES LIMITED**

**(Deepika Tater)**

**Company Secretary & Compliance Officer**

**Date: 27<sup>th</sup> June, 2025**

**Place: Mumbai**

**SECRETARIAL COMPLIANCE REPORT OF PARLE INDUSTRIES LIMITED  
FOR FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2025**

We M/s. Nishant Bajaj & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **PARLE INDUSTRIES 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<sup>st</sup> March, 2025 (“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, as applicable:-

- (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 (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - Not Applicable to the Company during the period under review.
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (f) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (g) circulars/ guidelines issued thereunder.

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, 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										

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	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 / 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	Delay in filing for quarter ended June 2023 by 3 days, for quarter ended September 2023 by 4 days, for quarter ended December 2023 by 1 day and for quarter ended March 2024 by 4 days	FY 2023-24	Reg. 74(5) of SEBI (DP) Regulations, 2018	Delay in submissions for quarter ended June, 2023, September 2023, December 2023 and March 2024	The Company has filed the same on 18 <sup>th</sup> July 2023 for quarter ended June 2023, on 19 <sup>th</sup> October 2023 for quarter ended September 2023, on 16 <sup>th</sup> January 2024 for quarter ended December 2023 and on 19 <sup>th</sup> April 2024 for quarter ended 31 <sup>st</sup> March 2024	Company has complied the same post due-date.

2	Delay in filing for quarter ended June 2023 by 3 days.	FY 2023-24	Reg. 27(2) of SEBI (LODR) Regulations, 2015	Delay in submissions for quarter ended June, 2023	The Company has filed the same on 24 <sup>th</sup> July 2023 for quarter ended June 2023.	Company has complied the same post due-date.
3	Delay in filing for quarter ended June 2023 by 8 days and for quarter ended September 2023 by 5 days	FY 2023-24	Reg. 31(1)(b) SEBI (LODR) Regulations, 2015	Delay in submissions for quarter ended June, 2023 and September 2023	The Company has filed the same on 29 <sup>th</sup> July 2023 for quarter ended June 2023 and on 26 <sup>th</sup> October 2023 for quarter ended September 2023	Company has complied the same post due-date.
4	Delay in filing for quarter ended June 2023 by 8 days and for quarter ended September 2023 by 5 days	FY 2023-24	Reg. 31(1)(b) SEBI (LODR) Regulations, 2015	Delay in submissions for quarter ended June, 2023 and September 2023	The Company has filed the same on 29 <sup>th</sup> July 2023 for quarter ended June 2023 and on 26 <sup>th</sup> October 2023 for quarter ended September 2023	Company has complied the same post due-date.

c) 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)	Yes	None
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> </ul>	Yes	None

	<ul style="list-style-type: none"> <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>		
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>The Company 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	None
4.	<b>Disqualification of Director:</b> 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.	<b>Examine details related to Subsidiaries of the company:</b> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes	Note 1
6.	<b>Preservation of Documents:</b> The company 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	None
7.	<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.	Yes	None
8.	<b>Related Party Transactions:</b> (a) The Company has obtained prior approval of Audit Committee for all related party transactions; or <del>(b) The Company 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.</del>	Yes	None
9.	<b>Disclosure of events or information:</b> The Company has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time	Yes	None

	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), if any:</b> Action(s) has been taken against the Company/ <del>its promoters/ directors/ subsidiaries either by SEBI or</del> by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes	None
12.	<b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u></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
13.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	No	No such non-compliance

**Note 1:**

(a) The Company has acquired Windfield Spaces Pvt Ltd and 100% shares were transferred to the Company on 3rd Jan 2025, and hence it has become wholly owned material subsidiary of the Company.

(b) The Company has informed that as on 31 Mar 2025, the shareholders of M/S. Welldone Integrated Services Pvt. Ltd and M/S. Marvelous Vickyfoods Pvt. Ltd. have not transferred their Share Certificate in favor of the Company which was to be done by 3rd Jan 2025 and hence they could not become wholly owned subsidiary of the Company. As on the date of report, the Company is seeking legal opinion to terminate the Share Purchase Agreements entered during the year for acquisition of above named 2 companies.

**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 certify 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 NISHANT BAJAJ & ASSOCIATES**

**Practicing Company Secretaries**

**Peer Reviewed Firm- 2582/2022**



**Nishant Bajaj**

**M.No.: 12990**

**CP No.: 21538**

**Date: 30<sup>th</sup> May, 2025**

**Place: Mumbai**

**UDIN: F012990G000516108**