

To,

Empower India Limited

25/25A, II Floor, 327, Nawab Building,

D. N. Road, Fort, Mumbai – 400 001.

Subject: Secretarial Compliance Report of Empower India Limited for the financial year ended 31st March, 2026.

I, Hemang Satra, Proprietor of Hemang Satra & Associates, Company Secretaries have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Empower India Limited** (hereinafter referred as 'the listed entity'), having its registered office at 25/25A, II Floor, 327, Nawab Building, D. N. Road, Fort, Mumbai – 400 001. Secretarial Review was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

I have examined:

- a) all the documents and records made available to me and explanation provided by 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 year ended 31st March, 2026 ("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 (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable during the Review Period);**
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **(Not Applicable during the Review Period);**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable during the Review Period);**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable during the Review Period);**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable during the Review Period);**
- h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; **(Not Applicable during the Review Period);**
- k) Securities And Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not Applicable during the Review Period);**

and circulars/ guidelines issued thereunder;

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 respect of the matter specified below:

Sr. No.	Particulars	Details
1.	Compliance Requirement Regulations/ circulars/guidelines including specific clause)	Regulation 33: Non-submission of Limited Review Report along with financial results.
	Regulation/Circular No.	Regulation 33
	Deviations	The Company has not submitted the Limited Review Report for the quarter ended 31 st December, 2025 along with its quarterly results since Mr. Rishi Shekhri, Proprietor of M/s. Rishi Sekhri & Associates, Statutory Auditor of the Company was critically ill and hospitalized.
	Action Taken by	BSE Limited
	Type of Action	Fine levied by BSE
	Details of Violation	The Company has not submitted the Limited Review Report for the quarter ended 31 st December, 2025 along with its quarterly results since Mr. Rishi Shekhri, Proprietor of M/s. Rishi Sekhri & Associates, Statutory Auditor of the Company was critically ill and hospitalized.
	Fine Amount	Rs.2,65,500/-
	Observations/Remarks of the Practicing Company Secretary	The Company has not submitted the Limited Review Report for the quarter ended 31 st December, 2025 along with its quarterly results since Mr. Rishi Shekhri, Proprietor of M/s. Rishi Sekhri & Associates, Statutory Auditor of the Company was critically ill and hospitalized.
	Management Response	The management of the Company has submitted the Limited Review Report on 15 th May 2026 for the quarter ended 31 st December, 2025. The Company has filed the waiver application with the BSE for the fine levied.
	Remarks	NA

- b) The listed entity has taken the following actions to comply with the observations made in previous reports: NA

Sr. No.	Particulars	Details
1.	Observations/Remarks of the PCS in the previous reports	NA
	Observations made in the secretarial compliance report for the year ended 31 st March, 2025	
	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	
	Details of violation/deviations and action 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	

- I. I 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.	<u>Secretarial Standards:</u> 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.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> All the applicable policies under SEBI regulation are adopted with the approval of board of directors of the listed entities. 	Yes	None

	<ul style="list-style-type: none"> All the policies are in conformity with the SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars /guideline issued by SEBI. 	Yes	
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website 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. 	Yes Yes Yes	None
4.	<p><u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	None
5.	<p><u>Details related to Subsidiaries of listed entities have been examined:</u></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirements with respect to disclosure of material as well as other subsidiaries</p>	Yes Yes	Empower Tradex Private Limited is a material subsidiary of the Company. None
6.	<p><u>Preservation of Documents:</u> 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.	<u>Performance Evaluation:</u> 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	None
8.	<u>Related Party Transactions:</u> (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	Yes NA	None
9.	<u>Disclosure of events or information:</u> 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	None
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> 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.	Yes	BSE has levied a penalty of Rs. 2,65,500 for non-submission of Limited Review Report along with the financial results

			for the quarter ended 31 st December, 2025.
12.	<p><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></p> <p>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.</p>	*NA	<p>*The Company has not submitted the Limited review report for the quarter ended 31st December, 2025 along with its quarterly results since Mr. Rishi Shekhri, Proprietor of M/s. Rishi Sekhri & Associates, Statutory Auditor of the Company was critically ill and hospitalized. Further, he resigned from the office of the Statutory Auditor w.e.f. 23rd April, 2026 due to serious medical conditions.</p>
13.	<p><u>Additional Non-compliances, if any:</u></p> <p>No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above</p>	No	None

**the said event has occurred after the closure of the financial year but as on the date of the signing of this report.*

I further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations: **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. My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial records and books of account 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 Hemang Satra & Associates,
Company Secretaries**

Place: Mumbai

Date: 20th May, 2026

UDIN: A054476H000418785

Peer Review No: 5684/2024

Firm Registration No. S2021MH792200

Hemang Satra

Proprietor

M. No.: A54476

C. P. No.: 24235