

# UMIYA



## UMIYA BUILDCON LIMITED

(Formerly known as MRO-TEK Realty Limited)  
CIN: L28112KA1984PLC005873

**MROTEK®**  
Integrating Next Generation Networks

**MRO: FS:25-26: 0040**

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

The Manager  
Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, C-1, Block G,  
Bandra – Kurla Complex, Bandra (E),  
Mumbai – 400 051.

The Manager,  
Listing Department,  
BSE Limited,  
PJ Towers, Dalal Street, Fort,  
Mumbai – 400 001.

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2025**

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are forwarding herewith the Annual Secretarial Compliance Report for the financial year 2024-25. You are requested to kindly take the above information on records.

Thanking you,

Yours Faithfully,

**For Umiya Buildcon Limited**

S  
PRASHANTH  
Digitally signed by  
S PRASHANTH  
Date: 2025.05.30  
10:43:23 +05'30'

**Prashanth S**

**Company Secretary and Compliance Officer**

<b>Scrip Code</b>	
<b>NSE</b>	<b>: UMIYA-MRO</b>
<b>BSE</b>	<b>: 532376</b>
<b>Demat ISIN</b>	<b>: INE398B01018</b>

**(Encl: As Above)**

**GSTIN No 29AAACM9875E1Z1**

Registered & Corporate Office: No.6, New BEL Road, Chikkamaranahalli, Bangalore - 560 054, Ph: +91 80 29911217,  
Website: www.mro-tek.com, Email ID: info@mro-tek.com, Service & Support: +91 9845035626  
Factory: No 29B, Electronic City, Hosur Road, Bangalore 560 100, Karnataka, Phone: +91 80 29913257

**SECRETARIAL COMPLIANCE REPORT OF  
UMIYA BUILDCON LIMITED  
CIN: L28112KA1984PLC005873  
(FORMERLY KNOWN AS MRO-TEK REALTY LIMITED)  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2025**

I, Vijayakrishna KT, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanation provided by Umiya Buildcon 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 Report.

for the financial 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 SEBI;

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (LODR) 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;

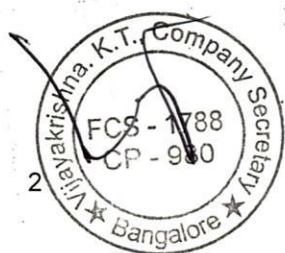
(h) other regulations as applicable.

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 in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ 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 (PCS)	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 (PCS) 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 / 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

The Company had received a notice from National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange (BSE) dated 14.09.2023 for non-compliance of Regulation 29(2)/29(3) of the LODR, for the month of August, 2023. NSE and BSE had levied a fine of Rs. 23,600/- on the Company for non-compliance of Regulation 29(2)/29(3) of the LODR.

(Note:

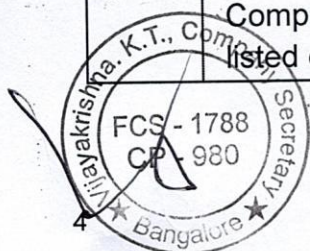
- ~~1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.~~
- ~~2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.~~

- 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 of India (ICSI).	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 have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	YES	
3.	<b>Maintenance and disclosures on Website:</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 website.</li> <li>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.</li> </ul>	YES	
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	





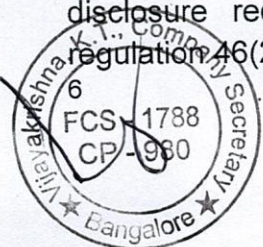




	Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.		
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)  <del>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</del>	YES	
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.	NA	During the review period, there has been no change in the Statutory Auditors.
13.	<b>Additional Non-Compliances, if any:</b>  No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	NA	During the review period, there has been no additional non-compliance was observed.

Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'

We 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. Not Applicable





(Note: In case of non-compliance, details of such non-compliance need to be mentioned)

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.
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: Bangalore  
Date: 29<sup>th</sup> April, 2025

  
Vijayakrishna K T  
Company Secretary  
FCS: 1788 CP: 980  
UDIN: F001788G000225484  
Peer Review Certificate No. 1883/2022

