



May 28, 2026

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001

NSE Symbol: MANYAVAR

BSE Scrip Code: 543463

Madam / Sir,

Sub.: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2026 | Vedant Fashions Limited (the “Company”)

Ref.: Compliance under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”).

Pursuant to Regulation 24A of the Listing Regulations, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 and other applicable circulars issued by SEBI from time to time, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2026.

The said report has been issued by M/s M & A Associates, Practicing Company Secretaries, Secretarial Auditor of the Company, and is dated May 15, 2026.

The aforesaid report is also available on the Company’s website at www.vedantfashions.com.

Kindly take the above information on record and disseminate the same on your respective websites

Thank you.

For, **Vedant Fashions Limited**

Navin Pareek
Company Secretary and Compliance Officer
ICSI Memb. No.: F10672

Encl – As above



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SECRETARIAL COMPLIANCE REPORT OF VEDANT FASHIONS LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

We, M/s M&A ASSOCIATES, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by VEDANT FASHIONS LIMITED ("the listed entity" or "the Company");
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges;
- (c) website of the listed entity; and
- (d) such other document/ filing, as may be relevant, which has been relied upon to make this Report.

for the financial year ended MARCH 31, 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) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **not applicable as the Company has not undertaken any capital issuance during the Review Period**
- (c) the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **applicable to the extent of disclosure obligations**
- (d) the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **not applicable as no buyback was undertaken during the Review Period**
- (e) the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **not applicable as the Company has not issued non-convertible securities during the Review Period;**
- (g) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;



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and circulars/guidelines issued thereunder, as applicable from time to time.

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 (Regulations / circulars/ guidelines including specific clause)	Regulation/ CircularNo.	Deviations	Action Taken by	Type of Action	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 (PCS)	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/circular s/ 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
1	Trading without obtaining pre-clearance	March 31, 2025	Regulation 9 read with Schedule B of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct	Trading in 73 shares by a Designated Person (Mr. Raghav Agarwal) without obtaining pre-clearance on 09.05.2024	Written warning was issued by the Company	Based on the explanations and corrective actions taken by the listed entity, the remedial action is adequate. Further, the Company has adopted stringent corrective measures to prevent the recurrence of such instances in the future.





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2	Trading without obtaining pre-clearance	March 31, 2025	Regulation 9 read with Schedule B of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct	Trading in 20 shares by a Designated Person (Mr. Harminder Singh), without obtaining pre-clearance on 18.11.2024	Written warning was issued by the Company	Based on the explanations and corrective actions taken by the listed entity, the remedial action is adequate. Further, the Company has adopted stringent corrective measures to prevent the recurrence of such instances in the future.
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V. Singh



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- I. We 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.	Secretarial Standards: 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	The Company has complied with the same.
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">● All applicable policies under SEBI Regulations are adopted with the approval of the Board of Directors of the listed entities.● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI.	YES	The Company has complied with the same.
3.	Maintenance and disclosures on Website: <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 re-directs to the relevant document(s)/section of the website.	YES	The Company has complied with the same.
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of the Companies Act, 2013, as confirmed by the listed entity.	YES	None of the Directors are disqualified.

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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	YES	The listed entity does not have a material Subsidiary Company and thus disclosure requirements of material subsidiary are not required to be undertaken.
6.	Preservation of Documents: 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	YES	The Company has complied with the same
7.	Performance Evaluation: 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	The Company has conducted the performance evaluation of the Board, Independent Directors and the Committees during the year.
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; (b) In case no prior approval is obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.	YES	The listed entity has obtained prior approval of Audit Committee for all related party transactions.
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including adherence to materiality	YES	The Company has complied with the same



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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
	criteria and prescribed timelines.		
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	The Company has complied with the same
11.	Actions taken by SEBI or Stock Exchange(s), if any: 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) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	YES	No action(s) has been taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by the Stock Exchanges.
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities.	NA	The auditor of the listed entity has not resigned during the period under review.
13.	Additional non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	YES	NA

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





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We further report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 Securities and Exchange Board of India (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, M&A Associates
(a Firm of Company Secretaries)



Vivek Mishra
CS Vivek Mishra
Partner

FCS No.: 8540 | COP: 17218
Peer Review No.: 1720/2022
UDIN: F008540H000374103

Date: 15.05.2026
Place: Kolkata