

Ref: WIML/BSE/ASCR/MAY/2025

Date: 30th May, 2025

To
Corporate Relations Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

Scrip Code: 538970

Scrip ID: WARDINMOBI

Ref:- Wardwizard Innovations & Mobility Limited

Sub: Submission of Annual Secretarial Compliance Report for the Financial year ended 31st March, 2025 pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 24 A (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended from time to time, read with circulars issued by exchanges from time to time, Please enclose herewith copy of the Annual Secretarial Compliance Report of Wardwizard Innovations & Mobility Limited dated 29th May, 2025 issued by **Kamal A. Lalani**, Practicing Company Secretary, Vadodara, Gujarat , India for the financial year ended March 31, 2025 (2024-2025). The same is also being uploaded at the website of the Company i.e www.wardwizard.in.

Kindly acknowledge the receipt, and please take the same on record.

For WARDWIZARD INNOVATIONS & MOBILITY LIMITED

JAYA ASHOK BHARDWAJ
COMPANY SECRETARY AND COMPLIANCE OFFICER



KAMAL LALANI

(ACS & B.Com)

Practicing Company Secretary
(Peer Reviewed)

☎ : +91 84602 36562

✉ : cskamal2014@gmail.com

📍 : C 41, Vrajbhoomi Society, B/h Yash Complex
Gotri Road, Vadodara 390021 Gujarat, India.

To,
Wardwizard Innovations & Mobility Limited
Office No. 4604, 46th Floor, Kohinoor Square, Kelkar Marg,
Shivaji Park, Dadar (West), Nr. R.G Gadkari Chock,
Mumbai, Maharashtra, 400028.

Subject: Annual Secretarial Compliance Report for the Financial Year ended 2024-25

Dear Madam,

I have been engaged by Wardwizard Innovations & Mobility Limited, (hereinafter referred to as the "**Company**") bearing CIN: L35100MH1982PLC264042 whose equity shares are listed on 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 read with SEBI's Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and relevant circulars issued by the Securities and Exchange Board of India ("SEBI") from time to time and to issue the Annual Secretarial Compliance Report thereon.

It is responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and Circulars/Guidelines issued there under 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 provisions of all applicable SEBI Regulations and Circulars / Guidelines issued from time to time and issue a report thereon. My audit was conducted in accordance with the 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.

The Annual Secretarial Compliance Report is enclosed.

Thanking you.

Kamal A. Lalani
Practicing Company Secretary
Proprietor
ACS No.: 37774
C.P No: 25395
Peer Review No.: 6618/2025
Place: Vadodara
Date: 29/05/2025





KAMAL LALANI

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**SECRETARIAL COMPLIANCE REPORT OF
WARDWIZARD INNOVATIONS & MOBILITY LIMITED
(CIN: L35100MH1982PLC264042)
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025**

I, Kamal A, Lalani, a firm of Practicing Company Secretaries have examined: -

- (a) All the documents and records made available to me, and explanation provided by **WARDWIZARD INNOVATIONS & MOBILITY LIMITED** ("The Listed Entity");
- (b) The filings / submissions made by the Listed Entity to the Stock Exchanges;
- (c) Website of the Listed Entity; and
- (d) Any other documents/ filings, as may be relevant, which have been relied upon to make this Report;

for the financial year ended on 31st 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 and 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; as amended from time to time;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; as amended from time to time;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; as amended from time to time.
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; as amended from time to time- **Not Applicable for review period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; as amended from time to time - **Not Applicable for review period;**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; as amended from time to time - **Not Applicable for review period;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; as amended from time to time;
- (h) Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulation, 1993; as amended from time to time;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; as amended from time to time;
- (j) Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008; as amended from time to time- **Not Applicable for 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 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
1	SEBI(LODR) Regulations, 2015	Reg. 30 read with Schedule III - Para A, sub-para 7C of Part A of the LODR read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023,	While submitting intimation, the Reasons for delay for not informing the details of resignation of senior management to the Exchange within 24 hours.	BSE	BSE clarification date 4th Sep, 2024 regarding additional details required for corporate Announcement filed under Reg. 30 of SEBI (LODR) Regulation.	Delay for not informing the details of Resignation of Senior management i.e Mr. Tarun Kumar Sharma (President-Marketing and Branding) to the bse within 24 hours from the effective date of resignation.	Nil	Company failed to inform the details of Resignation of Senior Management to BSE within 24 hours of its effective date of resignation.	The Delay was due to severe flood due to heavy rain in area surrounding Corporate office situated at Vadodara, Gujarat. Which is significantly disrupted our operations and communication channel.	Upon email by BSE, The intimation has been done with reason.
2	SEBI(LODR) Regulations, 2015	Reg. 42 of SEBI (LODR) Regulation, 2015	As per the BSE Email Book closure start date and record date cannot fall on the same day. Hence BSE advised to file revised intimation under Reg. 42 either revised Record date or revised Book closure start date with clearly mention the purpose.	BSE	BSE clarification email for change in Book closure either revised Record date or revised Book closure start date with clearly mention the purpose.	As per the first intimation to BSE dtd 6/09/2025, the Book closure start date and record date are the same.	Nil	The Company has made revised intimation to BSE on 13/09/2025 by changing the date of book closure from 27/09/2024 to 30/09/2024.	This is due to oversight.	Upon email by BSE, The revised intimation has been done with revised book closure.

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(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 31 st March 2024	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
1	Two days delayed in giving disclosure of related party transaction on consolidated basis to the BSE Ltd.	Delay was due to oversight.	Regulation 23 (9) of SEBI LODR, 2015 for Half year ended on 31 st March 2023.	Delay in disclosure of related party transactions on consolidated basis by two days.	The company has paid the said fine amount of Rs. 10,000 plus GST.	As on date of this report the Company has paid fine amount of Rs. 10,000/- plus GST to BSE on 4 th July 2023.

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.	Secretarial Standards: 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.	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 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	None

3.	Maintenance and disclosure 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 redirects to the relevant documents (s)/section of the website. 	<p>Yes</p> <p>Yes</p> <p>Yes</p>	<p>None</p> <p>None</p> <p>None</p>
4.	Disqualification of Director(S): None of the Director(s) of the listed entity is/are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	<p>Yes</p>	<p>None</p>
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	<p>(a) NA</p> <p>(b) NA</p>	<p>As per the confirmation provided to us the Company does not have any material subsidiary.</p> <p>The Company has made proper disclosure regarding other subsidiaries.</p>



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 SEBI (LODR) Regulations, 2015.	Yes	None
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	None
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or (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 Audit Committee.	a) Yes b) NA	None None
9.	Disclosure of events or information: 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

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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	None
11.	Actions taken by SEBI or Stock Exchange(s), if any: The 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	As per the confirmation provided to us by the Company there is no Action taken by SEBI or Stock Exchange.
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 LODR Regulations by listed entities.	NA	No resignation of statutory auditors from the Company during the audit period.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any of the SEBI regulation/circular/guidance note, etc. except as reported above.	NA	As per the verification & confirmation provided to us by the Company, no additional non-compliance observed.

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

KAMAL LALANI
Practicing Company Secretary

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.: Not Applicable

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 certify 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 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.

DATE : 29TH MAY 2025

PLACE : VADODARA



SIGNATURE :

A handwritten signature in blue ink, appearing to be "Kamal A Lalani", written over a horizontal line.

NAME OF PCS :

KAMAL A LALANI

C. P. NO.

: 25395

ACS

: 37774

P R. No.

: 6618/2025

UDIN

: A037774G000481734