

May 22, 2025

BSE Limited
Listing Compliance
P. J. Towers
Dalal Street
Mumbai 400 001

Dear Sirs,


Scrip Code: 500014

Pursuant to Regulation 24A(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Secretarial Compliance Report dated May 21, 2025 issued by M/s. Pramod S. Shah & Associates, Practicing Company Secretaries for the financial year ended March 31, 2025.

Please take this on your record and oblige.

Thanking you.

Yours truly,
For Utique Enterprises Limited


Company Secretary



Encl.: a/a

Pramod S. Shah & Associates

Practising Company Secretaries

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SECRETARIAL COMPLIANCE REPORT OF UTIQUE ENTERPRISES LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

We, Pramod S. Shah & Associates, Practicing Company Secretaries have examined:

(a) all the documents and records made available to us and explanation provided by **UTIQUE ENTERPRISES 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 March 31, 2025 ("the Review Period") in respect of compliance with the provisions of:

(a) the Securities & 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 & Exchange Board of India ("SEBI");

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

(a) The Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015;

(b) The Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018

(c) The Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011;

(d) The Securities & Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the Listed Entity during the Period);

(e) The Securities & Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021; (Not Applicable to the Listed Entity during the Review Period);



(f) The Securities & Exchange Board of India (Issue & Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Listed Entity during the Review Period);

(g) The Securities & Exchange Board of India (Issue & Listing of Non-Convertible Securities) Regulations, 2021 (Not Applicable to the Listed Entity during the Review Period);

(h) The Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) The Securities & Exchange Board of India (Investor Protection & Education Fund) Regulations, 2009;

(j) The Securities & Exchange Board of India (Depository Participant) Regulations, 2018;

(k) Any other regulations and circulars / guidelines issued thereunder; as may be applicable to the Listed Entity.

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 the matters specified below:

Sr. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisor y/ Clarification/ Fine/ Show Cause Notice/ Warning etc.)	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
NA										



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) (pcs)	Observations made in the secretarial compliance report for the year ended 2024 (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
NA						

(I) We hereby report that, during the Review Period the compliance status of the listed entity is appended below;

Sr.no.	PARTICULARS	COMPLIANCE STATUS (YES/NO/NA)	OBSERVATIONS/REMARKS BY
			PRACTISING COMPANY SECRETARY
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> All applicable policies	Yes	None



	<p>under the SEBI Regulations are adopted with the approval of Board of Directors of the Listed Entity</p> <p>All the policies are in conformity with the SEBI Regulations and have been reviewed and timely updated as per the regulations/circulars/guidelines issued by yr SEBI</p>		
3	<p><u>Maintenance and disclosures on Website:</u></p> <p>The Listed Entity is maintaining a functional website.</p> <p>Timely dissemination of the documents/information under a separate section on the website.</p> <p>Weblinks 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</p>	Yes	None



4	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Listed Entity are disqualified under Section 164 of Companies Act, 2013</p>	Yes	None
5	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	NA	There is no material Subsidiary Company.
6.	<p><u>Preservation of Documents:</u></p> <p>The Listed Entity is preserving and maintaining records as prescribed under the SEBI Regulations and disposal of records as per the Policy of Preservation of Documents and Archival Policy prescribed under the SEBI LODR Regulations, 2015.</p>	Yes	None
7.	<p><u>Performance Evaluation:</u></p> <p>The Listed Entity has</p>	Yes	None



	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 the SEBI Regulations		
8.	<p><u>Related Party Transactions:</u></p> <p>(a) The Listed Entity has obtained prior approval of the Audit Committee for all Related Party Transactions</p> <p>(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</p>	Yes	None
9.	<p><u>Disclosure of events or information:</u></p> <p>The Listed Entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the SEBI (LODR) Regulations,</p>	Yes	None



	2015 within the time limits prescribed thereunder.		
10.	<u>Prohibition of Insider Trading:</u> The Listed Entity is in compliance with Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the Listed Entity/ its promoters/ directors/ subsidiaries either by the SEBI or by the Stock Exchanges (including under the Standard Operating Procedures issued by the SEBI through various circulars) under the SEBI Regulations and circulars/ guidelines issued thereunder	Yes	<p>1. Email received by the Listed Entity from BSE Limited regarding discrepancies in the Shareholding Pattern dated August 8, 2024</p> <p>The Listed Entity's response to BSE Limited: The shareholding was duly shown as per the Shareholding Pattern guidelines.</p> <p>2. Email received by the Listed Entity from BSE Limited regarding movement of share price dated April 23, 2024</p> <p>The Listed Entity's</p>



			<p>response: The movement in the price of the Listed Entity's scrip was purely due to market conditions and absolutely market driven, The Listed Entity Management was in no way connected with any such movement in price. Therefore, the Listed Entity was not in a position to comment on the movement of share price of the Listed Entity on the BSE Limited in the recent past.</p>
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 chapter V of the Master Circular on compliance with the provisions of the SEBI LODR Regulations, 2015</p>	NA	None



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	by the Listed Entity.		
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for all SEBI regulation/ circular/guidance note etc	NA	No additional non-compliance observed for all SEBI Regulations/ circulars/guidance notes, etc

Assumptions and 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: Mumbai

Date: 21.05.2025

Pramod S. Shah & Associates

Practicing Company Secretaries



Pramod S. Shah, Partner

Pramod S. Shah & Associates

FCS No.334

C. P. No.3804

UDIN: F000334G000394585