

SURAT TRADE AND MERCANTILE LIMITED

(Formerly known as Surat Textile Mills Limited)

Date: 11th May, 2026

**BSE Limited,
Corporate Relation Department,
14th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai 400001
Scrip Code: 530185**

**Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2026
as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 ("Listing Regulations").**

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements), please find enclosed the Annual Secretarial Compliance Report issued by Jigar Vyas & Associates, Practicing Company Secretaries, for the year ended 31st March, 2026.

This is for your information and record.

Thanking you,

Yours faithfully,
For Surat Trade and Mercantile Limited

CHANDRESH
SHYAMLAL PUNJABI
Digitally signed by CHANDRESH
SHYAMLAL PUNJABI
Date: 2026.05.11 12:39:11
+05'30'

**Chandresh Punjabi
Chief Financial Officer**

Encl.: As above.

The logo for Surat Trade and Mercantile Limited (STM) is displayed in a large, blue, serif font. The letters 'S', 'T', and 'M' are connected and stylized.

To,
The Board of Directors,
Surat Trade and Mercantile Limited,
Tulsi Krupa Arcade, 6th Floor,
Near Aai Mata Chowk,
Puna-Kumbharia Road, Dumbhal,
Surat 395010.

Annual Secretarial Compliance Report for the Financial Year 2026

I have been engaged by **Surat Trade and Mercantile Limited** (hereinafter referred to as 'the Company') bearing **CIN: L17119GJ1945PLC000214** whose equity shares, are listed on BSE Limited (Security Code : 530185) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) as amended, read with various circulars issued by the SEBI in this regard, and to issue the Annual Secretarial Compliance Report thereon.

Compliance with the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity. My responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.

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.

Annual Secretarial Compliance Report is enclosed.

JIGAR KAMLESH VYAS
Proprietor
Membership No.: 8019
COP No.: 14468



Date: 05/05/2026
Place: Surat

**SECRETARIAL COMPLIANCE REPORT OF
SURAT TRADE AND MERCANTILE LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026
[Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015]**

To

The Board of Directors,
Surat Trade and Mercantile Limited,
Tulsi Krupa Arcade, 6th Floor,
Near Aai Mata Chowk,
Puna-Kumbharia Road, Dumbhal,
Surat 395010.

I have examined:

- (a) all the documents and records to the extent made available to me and explanations and representations provided by **Surat Trade and Mercantile Limited** ("the listed entity");
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges;
- (c) website of the listed entity i.e. www.stml.in; and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification/Report;

for the financial 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 (including amendments, modifications from time to time), 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 (**LODR**) 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; - **Not applicable as there was no reportable event during the review period;**
- (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 as there was no reportable event during the 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 as there was no reportable event during the 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 as there was no reportable event during the 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 (Depositories and Participant) Regulations, 2018; as amended from time to time;
- (i) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 2025;
- (j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not applicable as there was no reportable event during the review period;**

and circular / guidelines issued thereunder;

and based on the above examination, I hereby report that during the Review Period

- (a) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- (b) In terms of the BSE Circular No: 20230410-41 dated 10 April 2023, and amendments therein, our affirmations are annexed as **Annexure -- A** to the report.
- (c) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matter specified in **Annexure -- B** to the report.
- (d) I further report that the listed entity is in compliance with the disclosure requirements of Employees Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulation: **No reportable event during the period under review.**
- (e) The listed entity has taken the actions specified in **Annexure -- C** to the report, to comply with the observations made in previous reports.

For Jigar Vyas & Associates
Company Secretaries

JIGAR KAMLESH VYAS

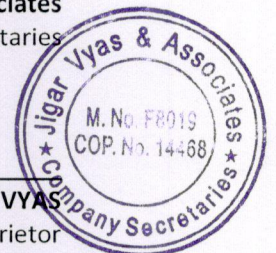
Proprietor

FCS No.: 8019

C.P. No.: 14468

UDIN: F008019H000285054

Peer Review Certificate No.:2273/2022



Place: Surat

Date: 05/05/2026

Annexure - A

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 Practicing Company Secretary (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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable. | Yes | The Listed entity has generally complied with the requirements of SS-1 and SS-2 respectively in respect of meetings of the Board and its Committees thereof and General meetings of Members as notified by the Central Govt under Section 118 (10) of the Companies Act, 2013. |
| 2. | Adoption and timely updation of the Policies: a) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. b) 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. | <p>Maintenance and disclosures on Website:</p> <p>a) The Listed entity is maintaining a functional website.</p> <p>b) Timely dissemination of the documents/ information under a separate section on the website.</p> <p>c) 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.</p> | <p>Yes</p> <p>Yes</p> <p>Yes</p> | <p>None</p> <p>None</p> <p>None</p> |
| 4. | <p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p> | <p>Yes</p> | <p>None</p> |
| 5. | <p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p> | <p>Not Applicable</p> <p>Not Applicable</p> | <p>The Company does not have any material subsidiary.</p> <p>None</p> |
| 6. | <p>Preservation of Documents:</p> <p>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> | <p>Yes</p> | <p>None</p> |
| 7. | <p>Performance Evaluation:</p> <p>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.</p> | <p>Yes</p> | <p>None</p> |
| 8. | <p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) In case no prior approval obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.</p> | <p>a) Yes</p> <p>b) Yes</p> | <p>None</p> <p>None</p> |
| 9. | <p>Disclosure of events or information:</p> <p>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</p> | <p>Yes</p> | <p>None</p> |

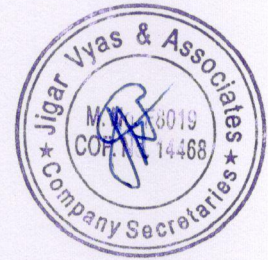
| | | | |
|-----|--|----------------|--|
| | prescribed thereunder. | | |
| 10. | Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015. | Yes | None |
| 11. | Actions taken by SEBI or Stock Exchange(s), if any: No Actions 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 | No actions were taken by SEBI or by Stock Exchanges during the Review Period including under the Standard Operating Procedures issued by SEBI through various circulars. |
| 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. | Not Applicable | No such event during the Review Period. |
| 13. | Additional non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. | Yes | No additional non-compliance observed by SEBI during the Review Period. |



Annexure - B

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, 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 by PCS | Management response | Remarks |
|----------------|--|--------------------------|------------|-----------------|----------------|----------------------|-------------|------------------------------|---------------------|---------|
| Not Applicable | | | | | | | | | | |

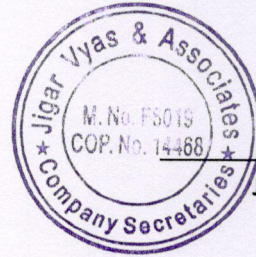


Annexure - C

(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 | 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 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. | Regulation 44(3): Non-submission of the voting results within the period provided under this regulation. | Non-submission of the voting results within the period provided under this regulation. | The listed entity shall submit to the stock exchange, within two working days of conclusion of its General Meeting, details regarding the voting results in the format specified by SEBI. | Non-submission of the voting results within the period provided under this regulation. | Fine of Rs. 10000/- was imposed by BSE. The Company paid the penalty imposed by BSE | The Company paid the penalty imposed by BSE. |

For Jigar Vyas & Associates
Company Secretaries



JIGAR KAMLESH VYAS

Proprietor

FCS No.: 8019

C.P. No.: 14468

UDIN: F008019H000285054

Peer Review Certificate No.:2273/2022

Date: 05/05/2026

Place: Surat