

Polar Marmo Agglomerates Ltd.

CIN: L14102RJ1987PLC007839

Address for communication: 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001

Phone: +91-11-43571042-45 Fax: 91-11-43571047

Email: PMAL@omkam.in Website: www.polarinc.com

Dated: 29/05/2026

**To,
The Manager (Listing),
Calcutta Stock Exchange Limited,
7, Loyns Range,
Kolkata, West Bengal-700001**

Sub: Submission of Annual Secretarial Compliance Report for the Year Ended 31st March, 2026

Dear Sir,

Please find enclosed herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2026 in the prescribed format as per the requirements of Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your kind perusal.

We request you to take the above document on your records.

Thanking you,
Yours Faithfully,

For Polar Marmo Agglomerates Limited

Ajay Sharma Digitally signed by Ajay Sharma
Date: 2026.05.29 17:19:33
+05'30'

**Ajay Sharma
Chief Financial Officer**

Encl : As above

CC:

**The Manager (Listing),
Delhi Stock Exchange Ltd.,
DSE HOUSE,
3/1, Asaf Ali Road,
New Delhi -110002**

**The Manager (Listing),
Jaipur Stock Exchange Limited,
Stock Exchange Building,
J.L.N Marg, Malviya Nagar,
Jaipur-302015**

Regd. Office & Works: Plot No. SP 1-3, Industrial Area, Pratap Nagar, Udaipur-313001, India



Secretarial Compliance Report of M/s Polar Marmo Agglomerates Limited for the year ended 31st March, 2026

We, **Kundan Agrawal & Associates**, Company Secretaries having **FRN: S2009DE113700** and office at **E-21, Office No. 301, Jawahar Park, Laxmi Nagar, New Delhi-110092** have **examined:**

- (a) all the documents and records made available to us and explanation provided by "**Polar Marmo Agglomerates 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 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, 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;
- (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; **(Not applicable on the company for the period under review)**





- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ***(Not applicable on the company for the period under review)***
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***(Not applicable on the company for the period under review)***
- (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- (h) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; ***(Not applicable on the company for the period under review)***
- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***(Not applicable on the company for the period under review)***
- (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (k) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder; 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:

• **Refer Annexure “A” annexed to the Report**

b) The listed entity has taken the following actions to comply with the observations made in previous reports:

• **Refer Annexure “B” annexed to the Report**

I further report that –

- The Company has complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 including various Circulars issued by SEBI thereunder and Circular(s) issued by BSE Limited dated March 16, 2023. The Structured Digital Database is being maintained on personal computer in Excel format and the file is password encrypted. The Company is in the process of procuring appropriate software.





Kundan Agrawal & Associates

Company Secretaries

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Further to the matter and as advised in the BSE Notice No. 20230329-21 dated 29th March 2023 as well as BSE Notice No. 20230410-41 dated 10th April 2023, following are the additional information which is the part of ongoing Annual Secretarial Audit Report –

S.NO.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1	Secretarial Standards: The Compliances of Listed Entity are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1 to CSAS-3	Yes	No
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 EntityAll the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars /guidelines issued by SEBI	Yes Yes	No No
3	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed Entity is maintaining a functional websiteTimely dissemination of the documents/information under a separate section on the websiteWeb-links provided in annual corporate governance	Yes Yes Yes	No No No






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	reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website		
4	Disqualification of Director: None of the Directors of the Company are disqualified under section 164 of the Companies Act, 2013 as on 31 st March, 2025	Yes	No
5	To examine details related to subsidiaries of Listed Entity: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA NA	NA NA
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	No 
7	Performance Evaluation: The Listed Entity has		




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			<p>Regulation, 2015 including various Circulars issued by SEBI thereunder and Circular(s) issued by BSE Limited dated March 16, 2023. The Structured Digital Database is being maintained on personal computer in Excel format and the file is password encrypted. The Company is in the process of procuring appropriate software.</p>
11	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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)</p>	<p>No</p> <p>The Company has defaulted in payment of Annual Listing Fees to CSE . The shares of the company are suspended from Calcutta Stock Exchange.</p> 	<p>As per the explanation provided to us by the management of the Company, the scrips of the Company, though are listed on Calcutta Stock Exchange but the CSE is currently a non-functioning Exchange as it doesn't provide its investors nationwide trading connectivity. It may also be noted that, for reasons best known to Calcutta Stock Exchange, the trading in the scrip of the company has been suspended hence the shares of the company can't be actively traded on the Stock Exchange. The Company has been pursuing the matter with the Exchange for revocation of suspension</p>




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			but has not borne any fruits.
11	Additional Non-Compliances, if any: Any additional non-compliance observed for all SEBI regulatory/circular/guidance note etc.	<p>The shares of the Company are in Physical Form and the Company has not yet obtained demat connectivity pursuant to Regulation 31(2) & (3) of SEBI (LODR) Regulations, 2015.</p> <p></p> <p>During the year under review, the Regional Director, Ahmedabad,</p>	<p>As per the explanation provided to us by the management of the Company, the Company is in the process of getting its shares dematerialized. The networth of the company was totally eroded and the Hon'ble Board of Industrial Financial Reconstruction (BIFR) vide its Order dated 18/09/1998 has also declared the Company as a Sick Industrial Company in terms of Section 3(1)(o) of SICA. Hence, due to paucity of funds, the company could not obtain the demat connectivity from any of the depositories. However, in order to ensure the suitable compliance of SEBI (LODR) Regulations, 2015, at present, the company is trying to arrange necessary funds for obtaining the demat connectivity.</p> <p>The Company has submitted the requisite</p>




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		<p>had ordered an inspection under Section 206(5) of the Companies Act, 2013 and, vide letter dated 03rd April, 2025, directed the Company to furnish various documents and information.</p> <p>The Company had accepted unsecured loans from related parties which were interest free in nature of Rs. 366.21 Lacs including related party companies</p>	<p>documents and information as sought by the Regional Director from time to time. The matter is presently under process and pending before the office of the Regional Director as on the date of this Report.</p> <p>The Company had accepted unsecured loans from related parties which were interest free in nature. The Company has represented that such loans were obtained to meet temporary funding requirements/business exigencies and are repayable as per mutually agreed terms. The Company is advised to ensure continued compliance with the applicable provisions of the Companies Act, 2013 and other applicable laws</p> 
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Compliances related to resignation of Statutory Auditors from Listed Entity and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

S.No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report, for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review /audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	NA	No Event has been occurred for resignation of the Auditor and hence, the existing Auditor has duly signed the Limited Review Report(LRR) for all the first three quarters till date of the reporting F.Y. 2025-26
2.	Other Conditions relating to resignation of Statutory Auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee:</p> <p>a) In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information/non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the</p>	NA	



	<p>listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the Quarterly Audit Committee meetings.</p> <p>b) In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information/explanation from the Company, the Auditor has informed the Audit Committee the details of information/explanation sought and not provided by the Management, as applicable.</p> <p>c) The Audit Committee/Board of Directors as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The Auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI/NFRA, in case where the listed entity/its material subsidiary has not provided information as required by the auditor.</p>	<p>NA</p> <p>NA</p> <p>NA</p>	<p>No Event has been occurred for resignation of the Auditor</p> <p>As there was no event for resignation of Auditor, no information was required to be received and communicated.</p> <p>NA</p> 
<p>3.</p>	<p>The Listed Entity/its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFR/CMD1/114/2019 dated 18th October, 2019.</p>	<p>NA</p>	<p>NA</p>



Kundan Agrawal & Associates

Company Secretaries

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Place: New Delhi
Date: 28/05/2026

For Kundan Agrawal & Associates
Company Secretaries



Kundan Agrawal
Company Secretary
Membership No. 7631
C.P. No. 8325
UDIN: F007631H000516251

Annexure '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:-

Compliance Requirement (Regulations/Circulars/guidelines including specific clause)	Regulated or Circular No	Deviation	Action taken by	Type of Action (Advisory/Clarification/Notice/Show Cause Notice/Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Stocking Company	Management Response	Remarks
Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements), 2015 - Fees and other Charges to be paid to the recognized stock exchange(s)	Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements), 2015	Non-payment of Annual Listing Fees to the Calcutta Stock Exchange Limited (CSE)	Calcutta Stock Exchange Limited (CSE)	The Company has defaulted payment of Annual Listing Fees to CSE and, therefore, the shares of the company are suspended from Calcutta Stock Exchange on account of non-payment of annual listing fees.	Defaulted in payment of Annual Listing Fees to CSE as per Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements), 2015	NA	As per the explanation provided to us by the management of the Company, the Networth of the Company is negative and the management is looking for new business opportunities and funding arrangement and is trying to arrange the necessary funds.	The Networth of the Company is totally eroded and the management is looking for new business opportunities and funding arrangement. Due to paucity of funds the Annual Listing Fees to CSE could not be paid. The Company is trying its level best to arrange the necessary funds.	
Regulation 31(2) & (3) of SEBI (LODR) Regulations, 2015 - To obtain demat connectivity from the Depositories	Regulation 31(2) & (3) of SEBI (LODR) Regulations, 2015	The shares of the Company are in Physical Form. The Company has not yet obtained demat connectivity	Calcutta Stock Exchange Limited (CSE)	The shares of the company are suspended from Calcutta Stock Exchange Limited.	The shares of the Company are in Physical Form. The Company has not yet obtained demat connectivity	NA	As per the explanation provided to us by the management of the Company, the Company is in the process of getting its shares dematerialized. The networth of the company was totally eroded and the Hon'ble Board of Industrial Financial Reconstruction (BIFR) vide its Order dated 18/09/2019 has also declared the Company as a Sick Industrial Company in terms of Section 30(E) of SICA. Hence, due to paucity of funds, the company could not obtain the demat connectivity from any of the depositories. However, in order to ensure the suitable compliance of SEBI (LODR) Regulations, 2015, at present, the company is trying to arrange necessary funds for obtaining the demat connectivity.	The Networth of the Company is totally eroded and the management is looking for new business opportunities and funding arrangement. Due to paucity of funds the Company is unable to obtain the demat connectivity from the Depositories. The Company is trying its level best to arrange funds so that the necessary compliance can be done.	

Annexure 'B'

The listed entity has taken the following actions to comply with the observations made in previous reports:-

Compliance Requirement (Regulations/Circulars/guidelines including specific clause)	Regulated or Circular No	Deviation	Action taken by	Type of Action (Advisory/Clarification/Notice/Show Cause Notice/Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Stocking Company	Management Response	Remarks
Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements), 2015 - Fees and other Charges to be paid to the recognized stock exchange(s)	Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements), 2015	Non-payment of Annual Listing Fees to the Calcutta Stock Exchange Limited (CSE)	Calcutta Stock Exchange Limited (CSE)	The Company has defaulted payment of Annual Listing Fees to CSE and, therefore, the shares of the company are suspended from Calcutta Stock Exchange on account of non-payment of annual listing fees.	Defaulted in payment of Annual Listing Fees to CSE as per Regulation 14 of the SEBI (Listing Obligations and Disclosures Requirements), 2015	NA	As per the explanation provided to us by the management of the Company, the Networth of the Company is negative and the management is looking for new business opportunities and funding arrangement and is trying to arrange the necessary funds.	The Networth of the Company is totally eroded and the management is looking for new business opportunities and funding arrangement. Due to paucity of funds the Annual Listing Fees to CSE could not be paid. The Company is trying its level best to arrange the funds.	
Regulation 31(2) & (3) of SEBI (LODR) Regulations, 2015 - To obtain demat connectivity from the Depositories	Regulation 31(2) & (3) of SEBI (LODR) Regulations, 2015	The shares of the Company are in Physical Form. The Company has not yet obtained demat connectivity	Calcutta Stock Exchange Limited (CSE)	The shares of the company are suspended from Calcutta Stock Exchange Limited.	The shares of the Company are in Physical Form. The Company has not yet obtained demat connectivity	NA	As per the explanation provided to us by the management of the Company, the Company is in the process of getting its shares dematerialized. The networth of the company was totally eroded and the Hon'ble Board of Industrial Financial Reconstruction (BIFR) vide its Order dated 18/09/2019 has also declared the Company as a Sick Industrial Company in terms of Section 30(E) of SICA. Hence, due to paucity of funds, the company could not obtain the demat connectivity from any of the depositories. However, in order to ensure the suitable compliance of SEBI (LODR) Regulations, 2015, at present, the company is trying to arrange necessary funds for obtaining the demat connectivity.	The Networth of the Company is totally eroded and the management is looking for new business opportunities and funding arrangement. Due to paucity of funds the Company is unable to obtain the demat connectivity from the Depositories. The Company is trying its level best to arrange funds so that the necessary compliance can be done.	

For Kandan Agrawal & Associates
Company Secretaries



Kandan Agrawal
Company Secretary
Membership No. 7931
C.P. No. 8225
UDIN: F007631H006914261

Place: New Delhi
Date: 28/05/2026