

To
Corporate Compliance Dept,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400 001

Sub: Submission of Annual Secretarial Compliance Report for the year ended
March 31, 2026

Ref: Scrip Code: 530595 | **Scrip ID:** TELECANOR

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2026, issued by Mrs. Manjula Poddar, Practicing Company Secretary.

This is for your information and dissemination to the general public.
Thanking you

Yours faithfully
FOR TELECANOR GLOBAL LIMITED

PILLI SWETHA
WHOLE TIME DIRECTOR
DIN: 06397865

TeleCanor Global Limited

(TELECANOR | 530595 | INE381G01013) CIN: L45200TG1991PLC012974

+91 8074316734 | shares@telecanor.com

Suite 306, Pavani Estates, 3-6-365/C/306, Himayat Nagar, Hyderabad, Telangana – 500029



Manjula Poddar

COMPANY SECRETARY

To
The Board of Directors
Telecanor Global Limited
Suite No - 306, Pavani Estates,
3-6-365/C/306, Beside TTD Kalyana Mandapam,
Gagan Mahal, Himayathnagar
Hyderabad, TG - 500029.

Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report for the Financial Year 2025-26.

I have been engaged by Telecanor Global Limited (hereinafter referred to as "the Company") bearing CIN: **L45200TG1991PLC012974** whose equity shares listed on Bombay Stock exchange to conduct audit in terms of Regulations 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. **CIR/CFD/CMD1/27/2019** dated 8th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is responsibility of the management of the Company to maintains records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and Circulars/ guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with 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. Annual Secretarial Compliance Report is enclosed.

Place: Kolkata

Date: 30.05.2026

For Manjula Poddar
Practising Company Secretary

Manjula poddar
Mem. No: F9426
CP No: 11252
Peer Review No.:3830/2023
UDIN: F009426H000559745



SECRETARIAL COMPLIANCE REPORT OF TELECANOR GLOBAL LIMITED
For the year ended on 31st March, 2026
(Under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

Telecanor Global Limited
Suite No - 306, Pavani Estates,
3-6-365/C/306, Beside TTD Kalyana Mandapam,
Gagan Mahal, Himayathnagar
Hyderabad, TG - 500029.

I Manjula Poddar., Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us the explanation provided by M/s. Telecanor Global Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity, ["During the period under the review, the company has a functional website, but the information provided in the website is not sufficient, as codes and policies of the company are not properly disclosed and also some important information are also yet to update"]
- (d) other documents/ filings, which were relevant, and relied upon to make this certification and issue this report,

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:-

- i) *Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time; [During the period under review there were delayed submission of disclosure / compliances on certain occasions as per the information provided by the company.]
- ii) *Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; ["During the period under review, the company has passed the special resolution for allotment Equity Shares and also Equity Warrants to the Promoter and Non-Promoter Group



- shareholders of the company and yet to receive the required approval from the Stock Exchange also the company failed to fulfill the obligation, as required under the SEBI (SAST) Regulation on certain occasions”.]
- iii) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments from time to time; [‘During the period under review the company has passed special resolution for allotment of Equity Shares and also Equity Share Warrants to the Promoter and Non-Promoter Group Shareholders of the Company, and failed to comply with the obligation for disclosures / offers as required under the Provisions of the Act as required”.]
 - iv) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(not applicable for the year under review)**;
 - v) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(not applicable for the year under review)**.
 - vi) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not applicable for the year under review)**;
 - vii) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013; **(not applicable for the year under review)**;
 - viii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - ix) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016; **(not applicable for the year under review)**;
 - x) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;
 - xi) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

I 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 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: All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	YES	None



	All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI		
3.	<p>Maintenance and disclosures on Website:</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>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>	Yes	None
4.	<p>Disqualification of Director:</p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	YES	None
5.	<p>To examine details related to Subsidiaries of listed entities:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	N.A	None
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</p>	Yes	None



	Archival policy prescribed under SEBI LODR Regulations, 2015.		
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 as prescribed in SEBI Regulations</p>	Yes	None.
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of 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>	N.A	None
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 prescribed thereunder.</p>	YES	As per the information provided by the company.
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	YES	None
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p>	YES	Company has failed to submit documents within reasonable



			time on certain occasion.
12	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	YES	There were certain occasions on which company has defaulted to comply with the certain Regulation of SEBI and Companies Act also.

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

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. 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>	No	No Such.
2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/its	NA	None.



<p>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 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</p>		
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	where the listed entity/ its material subsidiary has not provided information as required by the auditor.		
3.	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/CFD/CMD1/114/2019 dated 18th October, 2019.	N.A	N.A

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

(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 Practising Company Secretary	Management Response	Remarks
1.	29	Regulation 29 Of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The company has filled delayed intimation on certain occasions.	No Such.	No Such.	Delay submission of Intimation by the Company on certain occasions.	No Such.	The company has non-complie d / delayed on different on occasions.	No Such	N.A
2	34	Regulation 34	The Company	No Such.	No Such.	The company	No Such.	The company has	No Such	N.A



		Of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	had failed to provide information to the members of the company as per the information provided			had failed to submit the Annual Report on time to the Exchange.		non-complie d / delayed on different on occassio ns.		
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

S r. N o.	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	Management Response	Remarks
1.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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 certify based upon our 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. The Independent Directors are not registered with the Data Bank with the MCA.
5. The Company has failed to regularize its director's appointment as required and updated under the Act from time to time.
6. The Company has failed to file the Returns / Documents with the Ministry of Corporate Affairs as required under the Companies Act.
7. 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.
8. Wherever Required, the assurance and confirmation of compliances has been sought from the management of the company through Management Representation Letter and accordingly the certificate has been issued.

Place: Kolkata

Date: 30.05.2026

For Manjula Poddar
Practising Company Secretary



Manjula poddar

Mem. No: F9426

CP No: 11252

Peer Review No.:3830/2023

UDIN: F009426H000559745

