PEARL GLOBAL

Exceeding Expectations...Always

PGIL/SE/2026-27/19

Date: May 26, 2026

THE GENERAL MANAGER,
DEPARTMENT OF CORPORATE SERVICES - CRD
BSE LIMITED
1ST FLOOR, NEW TRADING RING
ROTUNDA BUILDING, P. J. TOWERS
DALAL STREET, FORT,
MUMBAI – 400 001

THE GENERAL MANAGER,
LISTING DEPARTMENT
NATIONAL STOCK EXCHANGE OF INDIA LTD.
"EXCHANGE PLAZA", PLOT NO. C- 1,
G- BLOCK, BANDRA - KURLA COMPLEX,
BANDRA (E),
MUMBAI - 400 051

Reg: Scrip Code: BSE-532808; NSE - PGIL

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2026

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report of the Company, issued by M/s. RSM & Co., Company Secretaries (FRN: P1997DE017000), for the financial year ended March 31, 2026.

You are requested to kindly take the same on your records.

Thanking you,

Yours truly,
for **Pearl Global Industries Limited**

SHILPA SARAF Digitally signed by SHILPA SARAF Date: 2026.05.26 17:25:39 +05'30'

(Shilpa Saraf)
Company Secretary and Compliance Officer
ICSI M. No.: ACS-23564

Pearl Global Industries Limited
Regd. & Corp. Office: Pearl Tower, Plot No. 51, Sector-32, Gurugram – 122001, Haryana (India)
Tel: +91-124-4651000 l E: info@pearlglobal.com
CIN: L74899HR1989PLC140150
www.pearlglobal.com

RSM & Co.
Company Secretaries

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Jhandewalan Extension, New Delhi-55
Tel : 011-23623813, 43709121
E-mail : contact@csrsm.com
rsmco121@gmail.com
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ANNUAL SECRETARIAL COMPLIANCE REPORT OF PEARL GLOBAL INDUSTRIES LIMITED FOR THE YEAR ENDED MARCH 31, 2026

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors,
Pearl Global Industries Limited,
Pearl Tower, Plot No. 51, Sector-32, Gurgaon,
Haryana 122001

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Pearl Global Industries Limited (hereinafter referred as 'the listed entity')**, having its Registered Office at Pearl Tower, Plot No. 51, Sector-32, Gurgaon, Haryana. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluation of the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, paper, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on March 31 2026 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter;

We, RSM & Co. Company Secretaries, have examined:-

(a) all the documents and records made available to us and explanation provided by Pearl Global Industries Limited ("the listed entity"),
(b) the filings/submissions made by the listed entity to the BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"),
(c) website of the listed entity **www.pearlglobal.com**
(d) any other documents/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on March 31, 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");

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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 ("SEBI Listing Regulations") and amendments from time to time, to the extent applicable;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not Applicable to the Company during the Review Period);**

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, to the extent applicable;

(d) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, **(Not Applicable to the Company during the Review Period)**;

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, to the extent applicable;

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not Applicable to the Company during the Review Period)**;

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, to the extent applicable;

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations,2018, to the extent applicable;

(i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025, regarding the Companies Act and dealing with client to the extent securities issued;

and Circulars/guidelines issued thereunder;

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

I. (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, <u>except</u> 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 (Advisory/Clarification/Fine/ Show Cause Notice/ Warning, etc)	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
NIL										

(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 year report	Observations made in the Secretarial compliance report for the year ended 31.03.2025	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	The Composition of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee were not in terms of Regulation 18,19 and 20 of SEBI Listing Regulations.	The Composition of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee were not in terms of Regulation 18,19 and 20 of SEBI Listing Regulations.	In terms of Regulation 18(1) of SEBI Listing Regulations, the Audit Committee shall have minimum three Directors as members with at least 2/3rd members as Independent Directors.	Non-Compliance with the constitution of Audit Committee.	The Composition of Committees were not in compliance with Regulation 18,19 and 20 of SEBI Listing Regulations, due to completion of tenure of Mr. Anil Nayar and Mr. Rajendra Kumar Aneja as Independent Directors on March 31 ,2024, who were the members of the Committees. These Committees were reconstituted by the Board on April 08, 2024 in compliance with aforesaid regulations.	The Company has reconstituted the Committees on April 08, 2024, in compliance with aforesaid Regulations.
2			In terms of Regulation 19(1)/19(2) of SEBI Listing Regulations, the Nomination and Remuneration Committee shall have minimum three Directors as members and Chairperson of the Committee shall be Independent Director.	Non-Compliance with the constitution of Nomination and Remuneration Committee.		
3			In terms of Regulation 20(2)/(2A) of SEBI Listing Regulations, the Stakeholders Relationship Committee shall have	Non-Compliance with the constitution of Stakeholder Relationship Committee.		

			minimum three Directors as members with at least one Independent Director.			

II. We, hereby report that, during the Review Period the Compliance status of the listed entity with following requirements is as given hereunder.

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 of India (ICSI)	Yes	Nil
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 • All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	Nil
3.	Maintenance and disclosures on Website: • 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 re-directs to the relevant documents(s)/section of the website	Yes	Nil
4.	Disqualification of Directors: None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
5.	Details related to Subsidiaries of listed entities have been examined w.r.t: (a) Identification of material subsidiary companies (b) Disclosure requirements of material as well as other subsidiaries	Yes	Nil
6.	Preservation of Documents:	Yes	Nil

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	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.		
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	Nil
8.	Related Party Transactions: (a) The listed entity has obtained prior approval/ratification of Audit Committee for all Related party transactions	Yes	Nil
	(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	NA	No such instance observed.
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	Nil
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	Nil
11.	Actions taken by SEBI or Stock Exchanges(s), if any: No action(s) 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	There was no action taken.
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 LODR Regulations by the listed entities.	NA	No such event during the review period in the listed entity and its material subsidiaries.
13.	Additional non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No such non-compliances

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We, further report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the Listing Regulations.

Assumptions & Limitation of scope and Review

1. Compliance of the applicable laws 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 Record 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.

For RSM & Co.
Company Secretaries

RSM & CO. COMPANY SECRETARIES New Delhi CS

CS Ravi Sharma
Partner
FCS: 4468 | COP No.:3666
UDIN: F004468H000339286
Peer Review Number: 7415/2025

Date: 14.05.2026
Place: Delhi