



HMA AGRO INDUSTRIES LTD.

(STAR EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA)

CIN No. : L74110UP2008PLC034977

Date: 30th May, 2025

To, Dept. of Corporate Services-Listing Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001 Scrip Code: 543929	To, Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra, Mumbai – 400 051 Scrip Code: HMAAGRO
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Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulations 2015 for the Financial Year 2024-2025.

Dear Sir/Madam,

With reference to the above and as required, please find enclosed the Annual Secretarial Compliance Report, for the financial year **2024-2025**, issued by **M/s R.C. Sharma and Associates**, Practicing Company Secretary pursuant to regulation 24A of SEBI (LODR) Regulations, 2015.

You are requested to take the above on your record and acknowledge the receipt.

Thanking You

Yours Faithfully,

For **HMA Agro Industries Limited**

Nikhil Sundrani
Company Secretary and Compliance Officer

Encl: as above



R.C. Sharma & Associates

Company Secretaries

Mumba Dhaam, Block No. 30, Shop No. 218,
Opp. Vikas Bhawan, Sanjay Place, Agra-282002
Ph.: 0562-4012680 Mob.: 9319104242
E-mail : rcsharmacs@yahoo.com

To,

HMA Agro Industries Limited

Add: 18A/5/3 Tajview Crossing Fatehabad
Road, Agra, Uttar Pradesh-282001 India

Respected Sir/Mam,

Annual Secretarial Compliance Report for the Financial Year 2024-25

We have been engaged by HMA Agro Industries Limited (herein after referred to as "the Company") bearing CIN: L74110UP2008PLC034977 whose equity shares are listed on National Stock Exchange of India Limited (NSE) (Scrip Code: HMAAGRO), Bombay Stock Exchange Limited (Scrip Code: 543929) to issue the Annual Secretarial Compliance Report in terms of Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with the Securities and Exchange Board of India Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024.

It is the responsibility of the Management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable Securities and Exchange Board of India 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 Securities and Exchange Board of India Regulations and Circulars / Guidelines issued thereunder from time to time and issue a report thereon.

Our examinations and verifications were conducted in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

For R.C. Sharma & Associates
Company Secretaries

Ramesh Chandra Sharma
Proprietor
FCS:5524, COP.No.:7957
ICSI UDIN: F005524G000494001
Peer Review No. 849/2020



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Date: 29th day of May, 2025
Place: Agra



R.C. Sharma & Associates

Company Secretaries

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ANNUAL SECRETARIAL COMPLIANCE REPORT OF HMA AGRO INDUSTRIES LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

(Pursuant to Regulation 24A(2) of the Securities and Exchange Board of India ("SEBI")
(Listing Obligations and Disclosure Requirements) Regulation, 2015)

To,
The Members,
M/s. HMA Agro Industries Limited
18A/5/3 Tajview Crossing Fatehabad
Road, Agra, Uttar Pradesh- 282001 India

I, Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Company Secretaries,
have examined:

- (a) all the documents and records made available to us and explanations provided by M/s. HMA Agro Industries 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 Report/Certification;

for the financial year ended 31st March, 2025 ("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"), the 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:-

RSharma



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

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

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

(d) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 - **Not Applicable as there was no reportable event during the review period;**

(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- **Not Applicable as there was no reportable event during the review period;**

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable as there was no reportable event during the review period;**

(g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and Circulars / Guidelines issued thereunder;

and based on the above examination, I 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:-



Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
	Not Applicable				Advisory/Clarification/ Fine/Show Cause Notice / Warning, etc.					

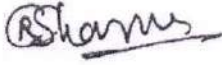
(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports	Observations made in the Secretarial Compliance Report for the year ended..... (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
	Not Applicable					



(c) The compliance status of the listed entity with the requirements, is annexed as "Annexure-A" to the Report.

For R.C. Sharma & Associates
Company Secretaries



Ramesh Chandra Sharma
Proprietor
FCS: 5524, COP. No.:7957
ICSI UDIN: F005524G000494001
Peer Review No. 849/2020

Date: 29th day of May, 2025
Place: Agra



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Annexure –A

I have examined the compliance of applicable regulations, circulars, guidelines issued there under as applicable during the review period and based on confirmation received from management of the company as and wherever required and I hereby report that, during the review period the compliance status of the listed entity with the following requirements is as given hereunder:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS*
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 of India (ICSI), as notified by the Central Government under Section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of the Board of Directors of the listed entity. • 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	None
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> • 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 document(s) / section of the website. 	Yes	None
4.	<u>Disqualification of Director(s):</u> None of the Director(s) of the listed entity are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	Yes	None
5.	<u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> <ul style="list-style-type: none"> a) Identification of material subsidiary companies. b) Requirements with respect to disclosure of 	Yes	None

	material as well as other subsidiaries		
6.	<u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal / archival of records is being carried out as per Policy of Preservation of Documents and Archival policy prescribed under the SEBI (Listing Obligations and Disclosure Requirements) ("LODR") Regulations, 2015.	Yes	None
7.	<u>Performance Evaluation:</u> 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 the SEBI Regulations	Yes	None
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (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.	Yes Not Applicable	None No such cases during the review period.
9.	<u>Disclosure of events or information:</u> 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	None
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulations 3(5) & 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None

11.	<p><u>Actions taken by SEBI or Stock Exchange (s), if any:</u></p> <p>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 the Circulars/ Guidelines issued thereunder. (or)</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	Yes	None
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 of Chapter V of the Master Circular on compliance with the provisions of the SEBI (LODR) Regulations, 2015 by the listed entity.</p>	Not Applicable	No case of resignation of statutory auditor from the listed entity or its material subsidiary during the review period.
13.	<p><u>No Additional Non-compliances observed:</u></p> <p>No additional non-compliances observed for any of the SEBI Regulation / Circular / Guidance note etc. except as reported above.</p>	Yes	None

** 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 Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Circular CIR/CFD/CMDI/114/2019 dated 18th October, 2019 are nil.

we further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. NA

For R.C. Sharma & Associates
Company Secretaries

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Ramesh Chandra Sharma
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Date: 29th day of May, 2025
Place: Agra

Assumptions & Limitation of scope and Review:

- a) Compliance of the applicable laws rules, regulations, standards and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
- b) Our responsibility is to report/certify based upon our examination of relevant documents and information.
- c) We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
- d) 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 R.C. Sharma & Associates
Company Secretaries



Ramesh Chandra Sharma
Proprietor
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