CS. Chetan Shah
B.B.A., F.C.S.
COMPANY SECRETARY
24, Jalaram Society, Opp. Police H. Q., Junagadh. Mobile :98250 72055

SECRETARIAL COMPLIANCE REPORT
OF
VINYOFLEX LIMITED

For the financial year ended 31st March, 2026

[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 & Regulation 24(A) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
VINYOFLEX LIMITED
CIN: L25200GJ1993PLC019830
REGISTERED OFFICE: 307 SILVER CHAMBER TAGOR ROAD, RAJKOT, GUJARAT, INDIA, 360001

I, Chetan D. Shah, Practicing Company Secretary have examined:

(a) all the documents and records made available to us and explanation provided **VINYOFLEX 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 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 **("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; **-Not applicable during the review period.**

(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 during the review period**

CHETAN D. SHAH * COMPANY SECRETARY * C.P. No. 3930

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(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **-Not applicable during the review period**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;**-Not applicable during the review period**

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

(h) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **Not applicable during the review period.**

(i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2021:- **Not applicable during the review period.**

(j) 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.*	*Deviations*	*Action Taken by*	*Type of Action*	*Details of Violation*	*Fine Amount*	*Observations/ Remarks of the Practicing Company Secretary (PCS)*	*Management Response*	*Remarks*
NIL										

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

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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 Practicing Company Secretary (PCS)*	*Management Response*	*Remarks*
NOT APPLLICABLE										

I. 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 the Practicing Company Secretary
1	**Secretarial Standard:** 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**	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. ● 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** **YES**	NONE NONE
3	**Maintenance and disclosures on Website:**	**YES**	

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	• 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 redirects to the relevant document(s)/section of the website.	**YES** **YES**	NONE
4	**Disqualification of Director(s):** None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	**YES, No Directors are Disqualified**	NONE
5	**Details related to subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	**NA**	The Company does not have any subsidiary companies. Hence, the same is not applicable
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**	NONE
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**	NONE

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8	**Related Party Transactions:** (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** **NA**	NONE No such transactions were occurred which required subsequently approval / ratification /rejection by the audit committee.
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**	NONE
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 action(s) has been 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 (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	**NA**	No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges.
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	**NA**	Not Applicable As No Such Instance of Resignation of Statutory Auditor.

CHETAN D. SHAH * COMPANY SECRETARY * No. 5930

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	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.		
13	**Additional Non-compliances, if any:** No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	**NA**	Not applicable as no additional non-compliances were observed.

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 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 the financial Records 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, Chetan D. Shah
Practicing Company Secretaries

CHETAN D. SHAH * COMPANY SECRETARY * C.P. No. 3930 *

Place: Junagadh
Date: 28.05.2026

Chetan D. Shah
Proprietor
FCS M.No.5131
CP No.3930
UDIN: F005131H000520888
PR Certificate No.4191/2023

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