

INNOVA CAPTAB LIMITED  
1281/1, Hilltop Industrial Estate,  
Near EPIP, Phase-I, Jharmajri, Baddi, Dist.  
Solan (H.P.)-173205 India.  
Phone: +91-1795-650820



**May 15, 2025**

To,

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001  
**BSE Symbol: INNOVACAP**  
**BSE Scrip Code: 544067**

To,

**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor  
Plot No. C/1, "G" Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051  
**NSE Symbol: INNOVACAP**

Dear Sir/Madam,

**Subject: Annual Secretarial Compliance Report for the year ended March 31, 2025.**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the applicable Circulars issued by Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited, from time to time, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. Jaspreet Singh Dhawan, Proprietor of Jaspreet Dhawan & Associates., Practicing Company Secretaries, for the year ended March 31, 2025.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For **Innova Captab Limited**

**Neeharika Shukla**  
**Company Secretary & Compliance Officer**  
**Membership No.: A42724**

Encl.: A/a



# JASPREET DHAWAN & ASSOCIATES COMPANY SECRETARIES

JASPREET SINGH DHAWAN  
B.COM(HONS), FCS, DARB (ICSI)

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF**  
**INNOVA CAPTAB LIMITED, CIN : L24246MH2005PLC150371**  
***For the financial year ended March 31, 2025***

***[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]***

**I, Jaspreet Singh Dhawan, Proprietor of Jaspreet Dhawan & Associates, Company Secretaries have examined:**

- (a) All the documents and records made available to us and explanation provided by **Innova Captab 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 year ended March 31, 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"), 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 (Buy-back of Securities) Regulations 2018 - **[Not applicable during the Audit Period];**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **[Not applicable during the Audit Period];**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: - **[Not applicable during the Audit Period];**



H.NO. 705, PHASE 10, SECTOR 64,  
MOHALI, PUNJAB-160062.



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- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;
- (j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **[Not applicable during the Audit Period]** ;

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:-

Sr. No.	Compliance Requirement (Regulations /circulars/guidelines including specific clauses)	Regulation/Circular No.	Deviations	Actions Taken by	Type of Action	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 the previous reports:

Sr. No.	Compliance Requirement (Regulations /circulars/guidelines including specific clauses)	Regulation/Circular No.	Deviations	Actions Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
--NIL--										

- (c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<b><u>Secretarial Standards:</u></b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of	Yes	The Company has duly complied with the applicable Secretarial Standards (SS) issued by ICSI.



	Company Secretaries India (ICSI).		
2.	<p><b><u>Adoption and timely updation of the Policies:</u></b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated on time, as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	All applicable policies are duly adopted with the approval of Board of Directors. Also, all policies are in conformity with SEBI Regulations and are timely reviewed & updated accordingly.
3.	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/information under a separate section on the website</li> <li>• 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.</li> </ul>	Yes	<p>The Company has maintained a duly functional website at <a href="https://www.innovacaptab.com/">https://www.innovacaptab.com/</a>.</p> <p>whereby timely dissemination of requisite information is made.</p>
4.	<p><b><u>Disqualification of Director:</u></b></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	None of the Director is disqualified under Section 164 of the Companies Act, 2013
5.	<p><b><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	Yes	<p>(a) As per the provisions of Regulation 16 (1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company has identified two material subsidiaries :-</p> <p>1.Univentis Medicare Limited, CIN: U24232MH2015PLC402722 (wholly owned Subsidiary of the Listed entity)</p>

*[Signature]*

CP No. 8389  
15. 6372

SECRETARIES



			<p>2. Sharon Bio-Medicine Limited, CIN: L24110MH1989PLC052251 (A wholly owned Subsidiary of Univentis Medicare Limited)</p> <p>(B) Relevant disclosures pertaining to subsidiaries are made in compliance with Regulations.</p>
6.	<p><b><u>Preservation of Documents:</u></b></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 Archival policy prescribed under the LODR Regulations, 2015.</p>	Yes	The Company preserves, maintains and disposes records in accordance with SEBI Regulations and Policy of Preservation of Documents and Archival policy prescribed under the LODR Regulations.
7.	<p><b><u>Performance Evaluation:</u></b></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	The performance evaluation was conducted during the financial year.
8.	<p><b><u>Related Party Transactions:</u></b></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>	<p>Yes</p> <p>NA</p>	<p>(a) The Company has obtained prior approval of Audit Committee for all Related Party Transactions.</p> <p>(b) No such instance during the review period.</p>
9.	<p><b><u>Disclosure of events or information:</u></b></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder.</p>	Yes	The Company has provided all the required disclosures under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.
10.	<p><b><u>Prohibition of Insider Trading:</u></b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI(Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	The Company has duly complied with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

*[Signature]*

CP No. 2443  
M.No. 9372  
SECRETARIES



11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b>  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) under SEBI Regulations and circulars/ guidelines issued thereunder.	NA	The Company is not in receipt of any such notices from SEBI or Stock exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued there under.
12.	<b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u></b>  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 LODR Regulations by listed entities.	Yes	During the review period there is change in statutory auditor of one of the material subsidiary of the Company i.e. :-  Sharon Bio-Medicine Limited, CIN: U24110MH1989PLC052 251 (A wholly owned Subsidiary of Univentis Medicare Limited).  The material subsidiary has 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.	<b><u>No additional non-compliances observed:</u></b>  No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	NA	No additional non-compliance 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 certify 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 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.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.

**For Jaspreet Dhawan & Associates**



**Jaspreet Singh Dhawan**  
**Practising Company Secretary**

**FCS: 9372, CP: 8545**

**PR No. 1335/2021**

**UDIN: F009372G000314776**

**Place : Mohali**

**Date : May 10,2025**