UDAYSHIVAKUMAR INFRA LIMITED

(Formerly known as UDAYSHIVAKUMAR INFRA PRIVATE LIMITED)

**Registered office: 1924A/196, BanashankariBadavane,
Near Nh-4 Bypass Davangere Karnataka India- 577005**

CIN: L45309KA2019PLC130901
Website: www.uskinfra.com

Email Id: cs@uskinfra.com
Telephone No: +918192297009

Date: 30th May.2025

To, BSE Limited PhirozeJeejeebhoy Towers 25th Floor, Dalal Street, Mumbai- 400001 BSE SCRIP CODE: 543861	To, National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex, Sandra (E), Mumbai – 400051 NSE EQUITY SYMBOL: USK

ISIN: INE0N0Y01013

Dear Sir,

Subject: Submission of Secretarial Compliance Report for the year ended 31st March 2025

Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we are enclosing herewith Secretarial Compliance Report issued by the Practicing Company Secretary for the year ended 31st March 2025.

Please take the above information on record.

Yours faithfully,

For Udayshivakumar Infra Limited

BHARTI RAMCHANDANI Digitally signed by BHARTI RAMCHANDANI Date: 2025.05.30 17:15:41 +05'30'

Bharti Ramchandani
Company Secretary
FCS 11651
Ph: 8884990800

Encl.: As above

ANNUAL SECRETARIAL COMPLIANCE REPORT OF UDAYSHIVAKUMAR INFRA LIMITED FOR THE FINANCIAL YEAR ENDED 31.03.2025

To,
The Board of Directors,
UDAYSHIVAKUMAR INFRA LIMITED,
1924A/196, BANASHANKARI BADAVANE,
NEAR NH-4 BYPASS DAVANGERE KARNATAKA 577005 INDIA

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **UDAYSHIVAKUMAR INFRA LIMITED** (hereinafter referred as 'the listed entity'), having its Registered Office at **1924A/196, BANASHANKARI BADAVANE, NEAR NH-4 BYPASS DAVANGERE KARNATAKA 577005 INDIA**. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, 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 31st March 2025("review period"), complied with the statutory provisions listed hereunder and also that the listed entity has proper board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

We, Roshan Raikar (PSC) have examined:

(a) All the documents and records made available to us and explanation provided by UDAYSHIVAKUMAR INFRA LIMITED ("the listed entity"). The company is listed at BSE Limited and national Stock Exchange of India Limited,

(b) The filings/ submissions made by the listed entity to the stock exchanges,

(c) Website of the listed entity is updated as per the provisions of Listing Regulations,

(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 2025(Review Period) in respect of compliance with the provisions of –

1. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder;

2. 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– Not applicable during the review period;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – Not applicable during the review period;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not applicable during the review period;

(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 (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013– Not applicable during the review period;

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

(i) (other regulations as applicable)

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 ANNEXUE – A to this report,

B. The listed entity has taken the following actions to comply with the observations made in previous reports:

There were no actions which were required from previous report hence the details are not applicable ANNEXUE – B is attached to this report confirming the non – applicability.

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.	**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).as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	**YES**	**NA**
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**	**NA**
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 document(s)/ section of the website	**YES** **YES** **YES**	**NA**
4.	**Disqualification of Director:** 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**	**NA**
5.	**Details related to Subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies	**NA**	**The Company does not have any subsidiary**

Office Address: 198/11, Khanapur Cross Road, Near RPD College Ground, Tilakwadi, Belgaum – 590006.
Email:csroshanraikar@gmail.com | **Mobile:** +91-9343345457

	(b) Disclosure requirement of material as well as other subsidiaries		**company.**
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**	**NA**
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**	**NA**
8.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	**YES** **YES**	'The Company has obtained prior approval of 'Audit Committee for all related party Transactions.
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**	NA
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**	NA
11.	**Actions taken by SEBI or Stock Exchange(s), if any:** No action(s) has been taken against the listed entity/ its promoters/ directors/ 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 except as provided under separate paragraph herein.	**YES**	The details of the notices received and the actions taken are mentioned in ANNEXURE A to this report

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 the LODR Regulations by listed entities.	**NA**	**NA**
13.	**Additional Non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	**NA**	**NA**

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 financial records and books of account of the listed entity.

4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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. It is the responsibility of the Company's management to maintain records and establish appropriate systems for ensuring compliance with applicable SEBI Regulations, circulars, and guidelines issued from time to time and to ensure the adequacy and operational effectiveness of such systems.

6. The audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India (ICSI), involving such examinations and verifications as deemed necessary and adequate for the purpose.

Name of the Practicing Company Secretary:

Roshan R Raikar
FCS No.:10814 CP No. : 12146
UDIN: F010814G000503011
PR No. : 3275/2023
Date: 30/05/2025

ANNEXURE A

ANNUAL SECRETARIAL COMPLIANCE REPORT OF UDAYSHIVAKUMAR INFRA LIMITED FOR THE FINANCIAL YEAR ENDED 31.03.2025

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified belowwith

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	Management Response	Remarks
1.	Regulation 27(2) , Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, The listed entity shall submit on quarterly basis corporate governance report within 21 days from end of each quarter	Regulation 27(2)	Delay of 15 days	BSE	Fine levied	Delay of 15 days in filing of Corporate Governance report for quarter ended 30th September, 2024	Rs. 33,040/-	Company paid the penalty	There was an inadvertent delay in filing of Corporate Governance report for quarter ended 30th September, 2024 On 21st November, 2024 company received notice for paying penalty	The required amount of penalty is paid by the company and therefore there is no further action required
2.	Regulation 27(2) , Securities and Exchange Board of India (Listing Obligations and Disclosure	Regulation 27(2)	Delay of 15 days	NSE	Fine levied	Delay of 15 days in filing of	Rs. 33,040/-	Company paid the penalty	There was an inadvertent delay in filing of	The required amount of

	Requirements) Regulations 2015, The listed entity shall submit on quarterly basis corporate governance report within 21 days from end of each quarter					Corporate Governance report for quarter ended 30th September, 2024			Corporate Governance report for quarter ended 30th September, 2024 On 21st November, 2024 company received notice for paying penalty	penalty is paid by the company and therefore there is no further action required
3.	Regulation 30, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, The listed entity shall submit proceedings of conclusion of its General Meeting	Regulation 30	Delay of 10 days	BSE	No action	Delay of 10 days in filing of proceedings of Annual General Meeting held on 30th September, 2024	NA	Delay in filing of proceedings of Annual General Meeting	There was technical issue while filing of proceeding and later due to inadvertent delay in filing of proceedings of Annual General Meeting of Annual General Meeting held on 30th September, 2024	NA

4.	Regulation 23(9) , Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, The listed entity shall submit on half yearly basis related party report along with publication of financial results	Regulation 23(9)	Delay of 1 day	BSE	Fine levied	Delay of 1 day in filing of half yearly basis related party report for half year ended 31st March, 2024	Rs. 5,900/-	Company paid the penalty	There was an inadvertent delay in filing of related party report for half year ended 31st March, 2024 The company received notice for paying penalty	The required amount of penalty is paid by the company and therefore there is no further action required
5.	Regulation 23(9) , Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, The listed entity shall submit on half yearly basis related party report along with publication of financial results	Regulation 23(9)	Delay of 1 day	NSE	Fine levied	Delay of 1 day in filing of half yearly basis related party report for half year ended 31st March, 2024	Rs. 5,900/-	Company paid the penalty	There was an inadvertent delay in filing of related party report for half year ended 31st March, 2024 The company received notice for paying penalty	The required amount of penalty is paid by the company and therefore there is no further action required
6.	Regulation 23(9) , Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, The listed entity shall	Regulation 23(9)	Delay of 1 day	BSE	No action	Delay of 1 day in filing of half yearly basis related	NA	Delay in filing	There was an inadvertent delay in filing of related party report for half	NA

	submit on half yearly basis related party report along with publication of financial results					party report for half year ended 30th Septembe r, 2024			year ended 30th September, 2024	
7.	Regulation 23(9) , Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 20 15, The listed entity shall submit on half yearly basis related party report along with publication of financial results	Regula tion 23(9)	Delay of 1 day	NSE	No action	Delay of 1 day in filing of half yearly basis related party report for half year ended 30th Septembe r, 2024	NA	Delay in filing	There was an inadvertent delay in filing of related party report for half year ended 30th September, 2024	NA

Name of the Practicing Company Secretary:

Roshan R Raikar
FCS No.:10814 CP No. : 12146
UDIN: F010814G000503011
PR No. : 3275/2023
Date: 30/05/2025

ANNEXURE B

ANNUAL SECRETARIAL COMPLIANCE REPORT OF UDAYSHIVAKUMAR INFRA LIMITED FOR THE FINANCIAL YEAR ENDED 31.03.2025

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

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	Management Response	Remarks
					Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.					

Name of the Practicing Company Secretary:

Roshan R Raikar
FCS No.:10814 CP No. : 12146
UDIN: F010814G000503011
PR No. : 3275/2023
Date: 30/05/2025