



# Flair Writing Industries Limited

(An ISO 9001:2015; ISO 14001 : 2015 & SA 8000 : 2014 Certified Company)

CIN NO.: L51100MH2016PLC284727

Flair House, Plot No. A/64, Cross Road – A, Marol Ind. Area,  
MIDC, Andheri (East), Mumbai – 400093, Maharashtra, India

+91 22 2868 3876 / 06, 4203 0405, 2967 6004/5/6

Ref: FWIL/SEC/2025-26/16

Date: May 30, 2025

<b>BSE Limited</b> Listing Department P.J. Towers, 1st Floor, Dalal Street, Fort, Mumbai - 400 001 <b>Scrip Code: 544030</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai- 400051 <b>Symbol: FLAIR</b>
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Dear Sir/ Madam,

## **Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2025**

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and read with SEBI Circular No. CIR/CFD/CMDI1/27/2019 dated February 08, 2019, please find enclosed 'Annual Secretarial Compliance Report' of the Company for the financial year ended March 31, 2025 issued by KPUB & Co., Company Secretaries, Mumbai.

This intimation will also be uploaded on the Company's website at <https://www.flairworld.in/investor-relation.aspx>

Kindly take the same on record.

Yours faithfully,  
For **Flair Writing Industries Limited**

**Mr. Vishal Kishor Chanda**  
Company Secretary and Compliance Officer

Encl: As above

MUMBAI

DAMAN

DAMAN

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DEHRADUN

VALSAD

Unit I, Trinity Ind. Park, Survey No.14,15,16,  
National Highway 8, Naigaon (E),  
Palghar 401 208, Maharashtra, India

Unit II, Survey No. 709/12 & 18,  
Somnath Road, Dabhel,  
Daman 396 210, India

Unit III, Survey No. 377/1,  
Plot No.19 & 21, Zari Causeway Road,  
Kachigam, Daman 396 210. India

Unit IV, Survey No. 370/2 A,  
Vapi Road, Kachigam,  
Daman 396 210. India

Khasra No. 1049/2, 1050/1,  
Twin Industrial Estate, Central Hope Town,  
Selaqui, Dehradun 248 011, Uttarakhand, India

Survey No.253, Village Shankar Talao,  
National Highway 8,  
Valsad 396 375, Gujarat, India

**Secretarial Compliance Report of Flair Writing Industries Limited for the financial year ended 31<sup>st</sup> March 2025**  
**[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

We, KPUB & CO. Company Secretaries have examined:

- (a) all the documents and records made available to us, and explanation provided by Flair Writing 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) all other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial 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 (Buyback of Securities) Regulations, 2018; #
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;#
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;#
- (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; and

circulars/ guidelines issued thereunder including the provisions of SEBI Circular CIR/CFD/CMD 1/114/2019 dated October 18, 2019, in terms of Para 6(A) and 6(8) of the said circular.

# The Regulations or Guidelines, as the case may be not applicable to the listed entity for the review period. 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 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.	<p>The listed entity shall submit to the stock exchanges disclosures of related party transactions in the format as specified by the Securities Exchange Board of India (SEBI) from time to time and publish the same on its website.</p> <p>The listed entity shall make such disclosures every six months on the date of publication of its standalone and consolidated financial results with effect from April 1, 2023.</p>	Securities Exchange Board of India (Listing Obligation and disclosure Regulations, 2015 – Sub-Regulation (9) of Regulation 23 of (Listing Obligations and Disclosure Requirements) & Pursuant to third proviso of sub-Regulation	Disclosure of related party transaction of the Company for the six months period ended March 31, 2024, was filed after 2 days from the date of publication	BSE Limited (BSE) and National Stock Exchange Limited (NSE)	Fine	Listed Entity required to submit disclosure of related party transaction for the six months ended period 31st March 2024 on 27th May 2024 and it was submitted on 29th May 2024.	BSE Limited and National Stock Exchange Limited Levied fines of Rs.10000/- (excluding GST@18%) each.	None	The Board Members took the cognizance of the fine levied by the Exchanges and stated that more diligence will be exercised while undertaking compliances	None

		(9) of Regulation 23 of (Listing Obligations and Disclosure Requirements) Regulations, 2015	on of its stand alone and consolidated financial results on Stock Exchanges							
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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	Observations made in the Secretarial Compliance report for the year ended	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). 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.	<u>Secretarial Standard</u>	Yes	None

	The compliances of the listed entity are in accordance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.		
2.	<u>Adoption and timely update of the Policies:</u> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of listed entity</li> <li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars /guidelines issued by SEBI</li> </ul>	Yes	None
3.	<u>Maintenance and disclosures on Website:</u> <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 redirects to the relevant document(s)/ section of the website</li> </ul>	Yes	None
4.	<u>Disqualification of Director:</u>  None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	Yes	None

5.	<u>details related to Subsidiaries of listed entities.:</u>  (a) Identification of material subsidiary companies	NA	The listed entity did not have any material subsidiaries during the financial year 2024-25 (reporting period). However, during the financial year 2025-26 the Board of directors of the listed entity have identified Flair Writing Equipments Private Limited as its material subsidiary pursuant to regulation 16(1)(C) of the SEBI (LODR) Regulation, 2015 in its Board meeting held on May 22, 2025.
	(b) Disclosure Requirements of material as well as other subsidiaries.	Yes	None
6.	<u>Preservation of Documents:</u>  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 Listing Regulations.	Yes	None
7.	<u>Performance Evaluation:</u>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in Listing 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;	Yes	None

	(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.		
9.	<u>Disclosure of events or information:</u>  The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of Listing Regulations within the time limits prescribed thereunder.	Yes	None
10.	<u>Prohibition of Insider Trading:</u>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u>  No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except BSE Limited (Stock Exchange) informed implication of freezing of promoters holding for non-compliances.	No	The fines were levied by the NSE and BSE against the listed entity under Sub-Regulation (9) of Regulation 23 and pursuant to third proviso of sub-Regulation (9) of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listed entity have paid the fines and disclosures were made to Stock Exchanges accordingly.
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u>  <u>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial</u>	NA	There were no instances of resignation of statutory auditors from listed entity and the listed entity did not have any material subsidiaries during financial year 2024-25

	<u>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.</u>		(reporting period).
13.	<u>Additional Non-compliances, if any:</u>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above.	Yes	None

**Assumption and 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 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 (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.

For **KPUB & CO.,**

**Company Secretaries**

Firm Registration No: P2015MH069000

Peer Review Certificate No.: 1864/2022

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BHIKHAMCHAND  
PUROHIT

Digitally signed by KESHAV  
BHIKHAMCHAND PUROHIT  
Date: 2025.05.29 11:50:59  
+05'30'

**Keshav Purohit**

**Partner**

ACS No: 39702; C P No.: 20471

Mumbai | 29<sup>th</sup> May 2025

**ICSI UDIN: A039702G000487721**