

Secretarial Compliance Report of Flair Writing Industries Limited for the financial year ended 31st March 2026
[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, 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 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 ((Depositories and Participant) Regulations, 2018; 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.	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. The listed entity shall make such disclosures every six months on the	A per the 23(9) of Listing Regulations & third proviso of 23(9) of Listing Regulations.	Disclosure of related party transaction of the Company for the half year ended September 30, 2025, was filed next day from the date of	BSE Limited (BSE)	Fine	Listed Entity required to submit disclosure of related party transaction for the six months ended period 30 th September 2025 on 6 th	BSE Limited Levied fine of Rs.5000/- (excluding GST@18%)	None	The delay was procedural and unintentional. The filings was duly complied with 'National Stock Exchange of India' within the prescribed time however due to some technical errors, the disclosure could not be uploaded	None

date of publication of its standalone and consolidated financial results with effect from April 1, 2023.		publication of its standalone and consolidated financial results on Stock Exchange			November 2025 and it was submitted on 7 th November 2025.			on BSE Ltd. The same was re-submitted and duly complied on next day i.e. 7 th November 2025.	
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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
1	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/submission of its standalone and consolidated financial	31.03.2025	A per the 23(9) of Listing Regulations & third proviso of 23(9) of Listing Regulations. The listed entity shall submit to the stock exchanges disclosures of related party transactions every six months on the	Listed Entity required to submit disclosure of related party transaction for the six months ended period 31st March 2024 on 27 th May 2024 and it was submitted on 29th May 2024. BSE Limited and	The listed entity made disclosure required as per the 23(9) of Listing Regulations & third proviso of 23(9) of Listing Regulations Further Board Members took the cognizance of the fine levied by the	None

results on Stock Exchanges		date of publication of its standalone and consolidated financial results.	National Stock Exchange Limited Levied fines of Rs.10000/- (excluding GST@18%) each.	Exchanges and stated that more diligence will be exercised while undertaking compliances	
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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 Standards</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.	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 board of directors of listed entity • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars /guidelines issued by SEBI 	Yes	None

3.	<p><u>Maintenance and disclosures on Website:</u></p> <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 redirects to the relevant document(s)/ section of the website 	Yes	None
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity</p>	Yes	None
5.	<p><u>details related to Subsidiaries of listed entities.:</u></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure Requirements of material as well as other subsidiaries.</p>	Yes	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.
		Yes	None

6.	<p><u>Preservation of Documents:</u></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 Listing Regulations.</p>	Yes	None
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in Listing Regulations.</p>	Yes	None
8.	<p><u>Related Party Transactions:</u></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>	Yes	None
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of Listing Regulations within the time limits prescribed thereunder.</p>	Yes	None

10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	None
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>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.</p>	No	The fine was levied by the BSE against the listed entity under 23(9) of Listing Regulations & third proviso of 23(9) of Listing Regulations and Listed entity have paid the fine and disclosures were made to Stock Exchanges accordingly.
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 LODR Regulations by listed entities.</p>	NA	None
13.	<p><u>Additional Non-compliances, if any:</u></p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above.</p>	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

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BHIKHAMCHAND PUROHIT
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Keshav Purohit

Partner

ACS No: 39702; C P No.: 20471

Mumbai | May 21, 2026

ICSI UDIN: A039702H000421041