



GROARC INDUSTRIES INDIA LIMITED
(FORMERLY KNOWN AS TELESYS INFO-INFRA (I) LIMITED)

GSTIN : 33AABCT1582G2ZJ
CIN : L70200TN1992PLC023621
MAIL : telesys1992@yahoo.com , telesysltd@gmail.com
LANDLINE: 044 -4951 0300
CELL : 98400 44669
ADD: 1/L BLACKERS ROAD, 2F GAIETY PALACE
2ND FLOOR, CHINTADRIPET, CHENNAI -600 002

Date: 29th May, 2026

To,
Listing/Compliance Department,
BSE Limited,
17th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

SCRIP CODE : 532315

Subject: Annual Secretarial Compliance Report

Ref: Regulation 24 A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

Please find enclosed herewith the Annual Secretarial Compliance Report for the Financial Year ended March 31, 2026 issued by M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretary.

Kindly take the same on record.

**For GROARC INDUSTRIES INDIA LIMITED,
(Formerly known as Telesys Info-Infra (I) Limited)**

**GANESAN
CHANDRAN**

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CHANDRAN
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**Chandran Ganesan
Whole time Director
(DIN : 08166461)**





RAMESH CHANDRA MISHRA & ASSOCIATES
Company Secretary in Practice & Corporate Legal Advisor

To,
The Board of Directors,
GROARC INDUSTRIES INDIA LIMITED,
No. - 1/L Blackers Road, 2F Gaiety Palace,
2nd Floor Chintadripet, Chennai,
Tamil Nadu, India, 600002

Dear Sir,

Sub.: Annual Secretarial Compliance Report for the Financial Year 2025-26

I have been engaged by Groarc Industries India Limited (hereinafter referred to as the Company) bearing CIN: L70200TN1992PLC023621 whose Equity Shares are listed on BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued thereunder from time to time and issue a report thereon.

My audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

For Ramesh Chandra Mishra & Associates,

RAMESH
CHANDRA
MISHRA

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RAMESH CHANDRA
MISHRA
Date: 2026.05.29
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Ramesh Chandra Mishra
Practicing Company Secretary
Membership No.: FCS 5477
COP No.: 3987

UDIN No.: F005477H000536581
Peer Review Certificate No: 7697/2026
Valid up to 31.03.2031



Date: 29th May, 2026
Place: Mumbai



Secretarial Compliance Report of Groarc Industries India Limited for the financial year ended 31st March 2026

I have examined:

- (a) all the documents and records made available to us and explanation provided by Groarc Industries India Limited.,
- (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 certification.

For the **Financial year ended 31st March, 2026** 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; **(Not applicable to the Listed Entity during the review period);**
- e. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable to the Listed Entity during the review period);**
- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Listed Entity during the period under review);**
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018 and circulars/issued thereunder; and
- j. Other regulations as applicable 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: **NA**



Sr. no	Compliance Requirement (Regulation /circulars/guidelines including specific clause)	Regulation /Circular No.	Deviations	Actions Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the PCS	Management response	Remarks
NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

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

Sr.no	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	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
NA	NA	NA	NA	NA	NA	NA

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

S. 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 India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
2.	Adoption and timely updation of the Policies: 1. All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. 2. All the policies are in conformity with SEBI Regulations and has been reviewed & timely	Yes	-



	updated as per the regulations/circulars/guidelines issued by SEBI		
3.	Maintenance and disclosures on Website: 1. The Listed entity is maintaining a functional website. 2. Timely dissemination of the documents/information under a separate section on the website. 3. 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.	No	Company is not updating its website and is not maintained as per requirements of Regulation 46 of SEBI (LODR) Regulations, 2015
4.	Disqualification of Director: None of the Director (s) of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	-
5.	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries.	NA	Company do not have any Subsidiary
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	-
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 as prescribed in SEBI Regulations.	Yes	-
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.	Yes	-



	(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.	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	-
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	-
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 actions were taken by SEBI or Stock Exchanges during the review period.
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	There was no event of resignation of statutory auditors in the Company or its material subsidiary.
13.	Additional Non-compliances. if any: No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	No	Generally Complied except Website Disclosures under Regulation 46 of SEBI (LODR) Regulations, 2015

*Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or '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 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 Ramesh Chandra Mishra & Associates,

RAMESH
CHANDRA
MISHRA

Digitally signed by
RAMESH CHANDRA
MISHRA
Date: 2026.05.29
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Ramesh Chandra Mishra
Practicing Company Secretary
Membership No.: FCS 5477
COP No.: 3987

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