

Date: **May 19, 2026**

To

BSE Limited,

1st Floor, New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code : 503031

National Stock Exchange of India Limited,

Exchange Plaza, 5th Floor,
Plot No C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.

Scrip Symbol: PENINLAND

Subject: **Submission of Annual Secretarial Compliance Report for the financial year ended 31st March, 2026.**

Dear Sir / Madam,

Pursuant to Regulation 24A of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached Annual Secretarial Compliance Report (ASCR) for the financial year ended 31st March, 2026, issued by Mr. Shivam Sharma, proprietor of M/s. Shivam Sharma & Associates, Practising Company Secretaries.

The said report is available on the Company's website of the Company at www.peninsula.co.in

Kindly take the same on records.

Thanking you,

For Peninsula Land Limited

Pooja Sutradhar

Company Secretary and Compliance Officer

A40807

Encl : as above

PENINSULA LAND LIMITED

1401, 14th Floor, Tower-B,
Peninsula Business Park,
Ganpatrao Kadam Marg,
Lower Parel, Mumbai 400 013,
India.

Phone : +91 22 6622 9300
Email : info@peninsula.co.in
URL : www.peninsula.co.in
CIN : L17120MH1871PLC000005





**SECRETARIAL COMPLIANCE REPORT OF PENINSULA LAND LIMITED FOR THE YEAR ENDED
31ST MARCH, 2026.**

To,
Peninsula Land Limited
Regd. Office: 1401, Tower B, 14th Floor,
Peninsula Business Park, Ganpatrao Kadam Marg,
Lower Parel, Mumbai- 400013.

I Shivam Sharma have examined:

- all the documents and records made available to us and explanation provided by **Peninsula Land Limited** (“the listed entity”),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2026 (“Review Period”) in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 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:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the review period)**



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 below:

Sr. No	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Regulation / Circular No.	Deviation	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remark
1.	Schedule XIX of SEBI-ICDR Reg 2018-Para 2 of the SEBI (Issue of Capital and Disclosure Requirements), 2018 ("ICDR Regulations") and Issuer shall make an application to the Exchange/s for listing in case of further issue of equity shares from the date of allotment within 20 days	Schedule XIX of SEBI-ICDR Reg 2018-Para 2 of the SEBI (Issue of Capital and Disclosure Requirements), 2018 ("ICDR Regulations") and Issuer shall make an application to the Exchange/s for listing in case of further issue of equity shares from the date of allotment within 20 days	Delay to make an application to the Exchange/s for listing in case of further issue of equity shares from the date of allotment	Stock Exchange(s) i.e. BSE Limited and National Stock Exchange of India Limited	Fine	The Company had delayed to Comply with the provisions of Schedule XIX of SEBI-ICDR Reg 2018-Para 2 of the SEBI (Issue of Capital and Disclosure Requirements), 2018 ("ICDR Regulations")	Both BSE & NSE imposed fine on the Company of Rs.8,40,000/- plus 18% GST and Rs.8,60,000/- plus 18% GST respectively.	It was observed that the Company had delayed to comply with the provisions of Schedule XIX, Para 2 of the SEBI (Issue of Capital and Disclosure Requirements), 2018 ("SEBI Regulations"). Consequently, penalties were imposed by the Stock Exchanges for such non-compliance. In this regard, BSE Limited imposed a fine of Rs. 8,40,000/- plus applicable GST @18%, and NSE Limited imposed a fine of Rs. 8,60,000/- plus applicable GST @18% on the Company. The Company has subsequently paid the aforesaid fines imposed by both the Stock Exchanges.	The Company has completed all the required compliance with respect to allotment of Equity Conversion of CCDs on April 16, 2025.	The company submitted a waiver request to the stock exchanges with valid justification. However, NSE and BSE rejected it and levied fines of ₹10,14,800 (including GST of ₹1,54,800) and ₹9,91,200 (including GST of ₹1,51,200), respectively. We have paid these fines and filed an appeal with the Securities Appellate Tribunal (SAT), which was admitted on January 19, 2026. The matter is currently due for hearing.

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

S. No	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	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	The Company delayed to comply with the provisions of Regulation 17(1) of SEBI	March 31, 2025	Regulation 17(1) with respect to compliance with the requirements pertaining to the composition of the	The Company delayed to Comply with the provisions of Regulation 17(1) of SEBI (LODR)	The Company had made payment of the fine within time to avoid any adverse action. Thereafter, Company had made a waiver application for waiver of the	The Company had duly remitted the fines imposed by the Stock Exchanges within the stipulated timeline to avoid any adverse regulatory action. Subsequently, the Company filed a waiver application seeking



ShivamSharma & Associates
Company Secretaries
B.Com, ACS

	(LODR) Regulation, 2015 for quarter ended 30.09.2024.		Board including failure to appoint woman director.	Regulation, 2015 for quarter ended 30.09.2024.	penalty already paid by the Company providing justification that Company is in compliance with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015. Further NSE vide its letter dated June 11, 2025 have accepted Company's waiver application of fine for delay in compliance pertaining to Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on September 30, 2024	waiver/refund of the penalty paid, substantiating that the Company is otherwise compliant with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, NSE Limited, vide its letter dated June 11, 2025, accepted the Company's waiver application in respect of the fine imposed for delayed compliance under Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended September 30, 2024.
2	The Company delayed to comply with the provisions of Regulation 17(1) of SEBI (LODR) Regulation, 2015 for quarter ended and 31.12.2024.	March 31, 2025	Regulation 17(1) with respect to compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director.	The Company delayed to comply with the provisions of Regulation 17(1) of SEBI (LODR) Regulation, 2015 for quarter ended and 31.12.2024.	The Company has submitted a request for waiver of the penalty to the stock exchange. Further NSE vide its letter dated June 11, 2025 have accepted Company's waiver application of fine for delay in compliance pertaining to Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on December 31, 2024.	The Company had duly remitted the fines imposed by the Stock Exchanges within the stipulated timeline to avoid any adverse regulatory action. Subsequently, the Company filed a waiver application seeking waiver/refund of the penalty paid, substantiating that the Company is otherwise compliant with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, NSE Limited, vide its letter dated June 11, 2025, accepted the Company's waiver application in respect of the fine imposed for delayed compliance under Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2024.
3	The Company failed to keep the warrants which were allotted on March 22, 2023 under lock-in.	March 31, 2025	3rd Proviso to Regulation 167 (1) of SEBI (ICDR) Regulations, 2018, which reads as follows: Provided further that in case of convertible securities or warrants which are not listed on stock exchanges, such securities shall be locked in for a period of one year from the date of allotment.	The Company failed to keep the warrants which were allotted on March 22, 2023 under lock-in.	The matter was duly presented before the Board of the Company. The Board reaffirmed its commitment to ensuring that all future allotments of warrants and convertible securities will be conducted in strict accordance with Regulation 167(1) of the SEBI (ICDR) Regulations, 2018, including adherence to the applicable lock-in requirements.	-
4	The Company inadvertently missed to Complied the provisions of Regulation 23(9) of SEBI (LODR) Regulation, 2015 for quarter and year ended 31.03.2024.	March 31, 2025	Regulation 23(9) with respect to submission of disclosure of Related party transaction.	The Company inadvertently missed to Complied the provisions of Regulation 23(9) of SEBI (LODR) Regulation, 2015 for quarter and year ended 31.03.2024.	The Company has submitted a request for waiver of the penalty to the stock exchange, which is currently under process. We are awaiting its resolution and will keep the Board informed of any updates upon receipt of the final decision.	-



- I. I 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 (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	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 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	None
3	<u>Maintenance and disclosures on Website:</u> <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 re-directs to the relevant document(s)/ section of the website.	Yes	None
4	<u>Disqualification of Director:</u> None of the Director of the	Yes	None



	Company is disqualified under Section 164 of Companies Act, 2013.		
5	<u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> <ul style="list-style-type: none">• Identification of material subsidiary companies• Requirements with respect to disclosure of material as well as other subsidiaries.	Yes Yes	None 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 SEBI LODR Regulations, 2015.	Yes	None
7	<u>Performance Evaluation:</u> 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	None
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (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.	No Yes	None None
9	<u>Disclosure of events or information:</u> 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	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 or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	No	Details mentioned above in the Point no. "A".
12	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> 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	None
13	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	NA	None

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. My responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I 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 This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to financial year ended March 31, 2026.

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

7. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

Thanking You
For Shivam Sharma & Associates
Company Secretaries

SHIVAM Digitally signed by
SHIVAM SHARMA
SHARMA Date: 2026.05.19
16:36:20 +05'30'

Shivam Sharma
(Proprietor)
M. No.: A35727, CP. No.: 16558
Peer Review Certificate No.: 1811/2022
UDIN: A035727H000407076
Place: Mumbai
Date: May 19, 2026