

Date: May 29, 2026

To,
The Manager
Corporate Compliance Department
BSE Limited
Rotunda Building P. J. Towers,
Dalal Street, Fort, Mumbai 400001,
Scrip Code – 523269

The Manager- Listing
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, 'G' Block
Bandra Kurla Complex, Bandra (East),
Mumbai 400051
Symbol – ADVANIHOTR

Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the financial year ended 31st March, 2026.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of Annual Secretarial Compliance Report for the financial year ended 31st March, 2026 received from M/s. BNP & Associates, Practicing Company Secretaries.

The same will also be made available on the website of the Company i.e. www.carevelabeachresortsgoa.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **Advani Hotels & Resorts (India) Limited**,

Sunder G. Advani
Chairman & Managing Director
DIN: 00001365

Encl: As stated above

**SECRETARIAL COMPLIANCE REPORT OF ADVANI HOTELS AND RESORTS (INDIA) LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026**

To,
The Board of Directors,
Advani Hotels and Resorts (India) Limited
18A & 18B, Jolly Maker Chambers-II
Nariman Point, Mumbai, Maharashtra,
India, 400021.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Advani Hotels and Resorts (India) Limited** having CIN: **L99999MH1987PLC042891** (hereinafter referred as "the listed entity"), having its Registered Office at 18A & 18B, Jolly Maker Chambers-II Nariman Point, Mumbai-400021. 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 and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the Listed Entity has, during the review period covering the financial year ended March 31, 2026, has 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, BNP & Associates, Secretarial Auditors of **Advani Hotels and Resorts (India) Limited** ("the Listed Entity") have examined:

- (a) all the relevant documents and records made available to us both electronically and physically as well as the explanations provided by the Listed Entity for the purpose of our audit,
- (b) the filings/ submissions made by the Listed Entity to the stock exchange(s),
- (c) website of the Listed Entity,
- (d) any other documents/ filings, as may be relevant, which have been relied upon to make this Report.

The foregoing information for the financial year ended March 31, 2026 ("Review Period") in respect of the 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 ("SEBI LODR");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not applicable to the Listed Entity during the Review Period;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- (d) Securities and Exchange Board of India (Buy-back 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;**
- (f) Securities and Exchange Board of India (Issue and Listing of Non - Convertible Securities) Regulations, 2021 - **Not applicable to the Listed Entity during the Review Period;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015*;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 2025;

and the circulars/ guidelines issued thereunder;

*The Listed Entity has maintained a Structured Digital Database (“SDD”) pursuant to the requirement of Regulation 3(5) and 3(6) of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

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
(a)	(b)	(c)	(d)	(e)	(f)
1.	Regulation 30 and 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereinafter SEBI (LODR) Regulations, 2015	SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 as amended from time to time.	Violation of Regulation 30 and 47 of SEBI (LODR) Regulations, 2015	NIL	NIL
2.	Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015	SEBI circular No. SEBI/HO/CFD/PoD 2/CIR/P/0155 dated November 11, 2024 as amended from time to time.	Violation of Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015	The Bombay Stock Exchange Limited (BSE)	BSE sought clarification from the listed entity vide email dated October 03, 2025
3.	Regulation 29 of SEBI (LODR) Regulations, 2015	Regulation 29 of SEBI (LODR) Regulations, 2015	Violation of Regulation 29 of SEBI (LODR) Regulations, 2015	BSE and National Stock Exchange of India Limited (NSE)	Fine was imposed by BSE and NSE

Details of Violation (g)	Fine Amount (h)	Observations/Remarks of the Practicing Listed Entity Secretary (i)	Management response (j)	Remarks (k)
Delay in filing the intimations to Stock Exchanges regarding newspaper publications on various occasions.	NIL	The Listed Entity delayed intimations to BSE and NSE regarding newspaper publications on various occasions.	The listed entity assured that due care would be taken to avoid recurrence of such instances.	NIL
Delay in filing intimation to BSE and NSE regarding proceedings of the Annual General Meeting (AGM) held on September 29, 2025.	NIL	The Listed Entity delayed filing the AGM proceedings with the Stock Exchanges by one day. The Listed Entity informed BSE that the delay was caused inadvertently and was unintentional.	The listed entity assured that due care would be taken to avoid recurrence of such instances in future.	NIL
Prior intimation of the Board Meeting held on 2 nd December, 2025 was not filed.	BSE and NSE imposed a fine of Rs. 11,800/- each for the said delay	The Listed Entity has not filed the prior intimation of the Board Meeting under Regulation 29 of the SEBI LODR Regulations, 2015.	The Listed Entity has paid the fine imposed by BSE and NSE.	NIL

(b) The Listed Entity has taken the following action to comply with the observations made in previous reports:

Sr. No. (a)	Observations /Remarks of the Practicing Listed Entity Secretary in the previous reports (PCS) (b)	Observations made in the Secretarial compliance report for the year ended (c)	Compliance Requirements (d)	Details of violation/deviations and actions taken / penalty imposed, if any (e)	Remedial actions if any taken by the Listed Entity (f)	Comments of the PCS on the actions taken by the Listed Entity (g)
None						



- I. 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 (SS) issued by the Institute of Listed Entity Secretaries India (ICSI).	Yes	The Listed Entity has generally complied with the requirements of Secretarial Standard 1 and Secretarial Standard 2 respectively in respect of meetings of the Board and its Committees and General meetings of Members as notified by the Central Govt under Section 118(10) of the Act.
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 due approval of Board of Directors of the Listed Entity.All the policies are in conformity with SEBI Regulations and has been reviewed and timely updated as per the regulations/circulars/ guidelines issued by SEBI	Yes	Complied
3.	<u>Maintenance and disclosure on Website:</u> <ul style="list-style-type: none">The Listed Entity is maintaining a functioning website.Timely dissemination of the documents/information under a separate section on the websiteWeb-links provide 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	The Annual Return for the FY 2024-25 has not been uploaded on the website of the Company, as required under Section 92(3) of the Companies Act, 2013 and Regulation 46(2)(f) of SEBI (LODR) Regulations, 2015. The Company has assured that the same shall be uploaded in due course upon filing of the Annual Return with the Registrar of Companies under the Companies Compliance Facilitation Scheme, 2026 (CCFS-2026) launched by Ministry of Corporate Affairs.
4.	<u>Disqualification of Directors:</u> None of the Director(s) of the Listed Entity are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the Listed Entity.	Yes	Complied
5.	<u>Details related to Subsidiaries of the Listed Entity have been examined w.r.t.</u> (a) Identification of material subsidiary companies (b) Disclosure Requirements of material as well as other subsidiaries	NA	The Listed Entity does not have any Subsidiary Listed Entity.

6.	<p><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</p>	Yes	Complied
7.	<p><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</p>	Yes	Complied
8.	<p><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.</p>	Yes	Complied
9.	<p><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 within the time limits prescribed thereunder.</p>	Yes	Generally Complied
10.	<p><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</p>	Yes	Complied
11.	<p><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 (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.</p>	NA	BSE and NSE have imposed a fine of Rs. 11,800/- each on the Listed Entity under Regulation 29 of the SEBI (LODR) Regulations, 2015 for non-filing of prior intimation of the Board Meeting.
12.	<p><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 subsidiaries have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on</p>	NA	There were no such instances during the Review Period.

	compliance with the provisions of the SEBI LODR by Listed entities		
13.	<u>Additional non-compliances, if any:</u> Any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. except as reported above	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. Our responsibility is to certify 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 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 BNP & Associates
Listed Entity Secretaries
[Firm Regn. No. P2014MH037400]
[PR No. 7353/2025]



A handwritten signature in blue ink, appearing to read "Avinash Bagul", written over a horizontal line.

Avinash Bagul
Partner

FCS: F5578

CP No. 19862

UDIN: F005578H000445600

Date: May 22, 2026

Place: Mumbai