

May 29, 2026

To,  
**Listing Department**  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051

To,  
**Dept. of Corp. Services**  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

**Symbol: ZENTEC**

**Scrip Code: 533339**

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2026**

Pursuant to Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2026, issued by M/s P S Rao & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company.

This is for your kind information and records.

Thanking you

Yours faithfully,

**For Zen Technologies Limited**

**Sourav Dhar**  
**Company Secretary & Compliance Officer**

Encl: As above



## ANNUAL SECRETARIAL COMPLIANCE REPORT

We **P. S. Rao & Associates** have examined:

- All the documents and records made available to us and explanation provided by **Zen Technologies 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 report,

for the financial year ended **31<sup>st</sup> March, 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");

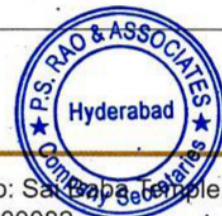
The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- SEBI (Buyback of Securities) Regulations, 2018; - *Not Applicable to the listed entity for the audit period.*
- SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - *Not Applicable to the listed entity for the audit period.*
- SEBI (Prohibition of Insider Trading) Regulations, 2015;
- The Depositories Act, 1996
- SEBI (Depositories and Participants) Regulations, 2018.

and based on the above examination, we hereby report that, during the Review Period:

- 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.  | 1  |
| Compliance Requirement (Regulations/circulars/ guidelines including specific clause) | Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 |
| Regulation/ Circular No.   | 9(1)   |



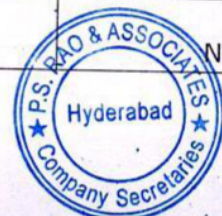
|   |   |
|---|---|
| Deviations  | Mr. J. Srinivasa Rao having, a designated person of the Company has undertaken Contra-trade of the Securities of the Company from August 8, 2024 to August 30, 2024 in violation of Reg. 9(1) of SEBI (PIT) Regulations. SEBI has issued warning letter to the designated person and earlier company secretary in this regard.                      |
| Action Taken By   | The Company   |
| Type of Action  | The Company has levied a penalty of Rs. 5,000/- and has deposited along with the disgorged profit to SEBI IPEF on February 02, 2026   |
| Details of Violation                                      | Mr. J. Srinivasa Rao having, a designated person of the Company has undertaken Contra-trade of the Securities of the Company from August 8, 2024 to August 30, 2024 in violation of Reg. 9(1) of SEBI (PIT) Regulations.  |
| Fine Amount   | NIL   |
| Observations/ Remarks of the Practicing Company Secretary | Mr. J. Srinivasa Rao, designated person of the Company has undertaken Contra-trade of the Securities of the Company from August 8, 2024 to August 30, 2024 in violation of Reg. 9(1) of SEBI (PIT) Regulations. The Company has levied a penalty of Rs.5,000/- and has deposited along with the disgorged profit to SEBI IPEF on February 02, 2026. |
| Management Response                                       | Audit Committee has levied a penalty of Rs.5,000/- and the present Compliance Officer has been asked to monitor the trading data of Designated Persons on weekly basis and bring to the notice of Audit Committee in case of any violations.  |
| Remarks   | The Company should have weekly monitoring on all transactions of designated persons and a familiarization program on PIT Regulations and Code of Conduct should be conducted periodically for designated persons and connected persons to mitigate the non-compliance.  |

(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 (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 |
|---------|---|---|---|--|--|---|
|         |   |   |   |  |  | NIL   |

I. We hereby report that, during the review period the compliance status of the listed entity is appended as below:

| Sr. No. | Particulars  | Compliance status (Yes/No/ NA) | Observations/ Remarks by PCS |
|---------|--|--------------------------------|------------------------------|
| 1.      | <b>Secretarial Standards:</b><br>The compliances of the listed entity are in | YES                            | NIL                          |



*P.S. Rao*

|    |   |     |     |
|----|---|-----|-----|
|    | accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).   |     |     |
| 2. | <p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/ circulars/ guidelines issued by SEBI.</li> </ul>   | YES | NIL |
| 3. | <p><b>Maintenance and disclosures on Website:</b></p> <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 re-directs to the relevant document(s)/ section of the website.</li> </ul> | YES | NIL |
| 4. | <p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>  | YES | NIL |
| 5. | <p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Disclosure requirement of material as well as other subsidiaries.</p>  | YES | NIL |
| 6. | <p><b>Preservation of Documents:</b></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 SEBI LODR Regulations, 2015.</p>   | YES | NIL |
| 7. | <p><b>Performance Evaluation:</b></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>  | YES | NIL |



|     |   |     |     |
|-----|---|-----|-----|
| 8.  | <p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.</p>  | YES | NIL |
| 9.  | <p><b>Disclosure of events or information:</b></p> <p>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.</p>  | YES | NIL |
| 10. | <p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>  | YES | NIL |
| 11. | <p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>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 except as provided under separate paragraph herein.</p>   | YES | NIL |
| 12. | <p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></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  | NIL |
| 13. | <p><b>Additional non-compliances, if any:</b></p> <p>No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.</p>  | YES | NIL |



We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

**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.

**DATE: MAY 28, 2026**  
**PLACE: HYDERABAD**

**For P.S.RAO & ASSOCIATES  
COMPANY SECRETARIES**



*P.S.Rao*

**CS P.S.RAO**

**FCS NO: 10322**

**CP NO. 3829**

**UDIN: F010322H000513330**

**PEER REVIEW CER. NO. 6678/2025**