Mini Diamonds (India) Ltd.
DW-9020 Bharat Diamond Bourse, Bandra Kurla Complex, Bandra- East, Mumbai – 400051.
Email: accounts@minidiamonds.net Phone: 022 4964 1850, CIN: L36912MH1987PLC042515

Date: May 29, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
Company Code: 523373

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

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the applicable circulars issued by Securities and Exchange Board of India and BSE Limited, from time to time, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. Vishal N. Manseta, Practicing Company Secretary, for the financial year ended March 31, 2026.

Kindly take the same on your record.

Thanking you.

Yours faithfully,
For **Mini Diamonds (India) Limited**

UPENDRA NAROTTAMDAS SHAH
Digitally signed by UPENDRA NAROTTAMDAS SHAH
Date: 2026.05.29 18:52:49 +05'30'

Upendra Narottamdas Shah
Managing Director
DIN: 00748451

Encl.: A/a

VISHAL N. MANSETA (B.Com., ACS)
Practicing Company Secretary
F-29, 1st Floor, The Zone Mall, Chandavarkar Road, Above Indian Overseas Bank, Borivali West, Mumbai - 400092
9987066314 vishal_manseta@rediffmail.com / vishal@vishalmanseta.in www.vishalmanseta.in

Annual Secretarial Compliance Report

of

Mini Diamonds (India) Limited

for the Financial 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]

I, Vishal N Manseta Practicing Company Secretary, have examined:

- all the documents and records made available to me, and the explanations provided by **Mini Diamonds (India) Limited**, having Corporate Identification Number (CIN) **L36912MH1987PLC042515**, whose equity shares are listed on BSE Limited with Scrip Code "523373" ("the Company" / "the listed entity");
- the filings and submissions made by the listed entity to the Stock Exchanges;
- the website of the listed entity; and
- any other document or filing, as may be relevant, which has been relied upon in making this Report.

for the financial year ended on 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 and guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars and guidelines issued thereunder by 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 (Buyback of Securities) Regulations, 2018; *[Not Applicable — no securities were bought back during the Review Period.]*
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; *[Not Applicable — not applicable to the Company during the Review Period.]*
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *[Not Applicable — no debt securities are listed or were issued by the Company during the Review Period.]*

- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *[Not Applicable — no such securities are listed or were issued by the Company during the Review Period.]*

- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  Delay was observed in recording certain UPSI entries, this delay was due to non-maintaining SDD Software in prudent manner, due to which Company was SDD – Non – Compliant. The SDD Certificate was submitted to the BSE and wide e-mail dated December 22, 2025 BSE communicated the date of SDD inspection. The inspection was conducted on given time, and on January 07, 2026 SDD – Non – Compliant tag was cleared.

- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and

- Circulars / guidelines issued thereunder.

Based on the above examination and the confirmations received from the management of the Company, as and where required, I hereby report that, during the Review Period, the compliance status of the listed entity is as set out below:

(a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of the matters specified in Table A below.

Sr. No.	Compliance Requirement (Regulation / Circular / Guideline)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action (Advisory / Clarification / Fine / Show Cause / Warning)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
1.	Filing of XBRL and Details of material events required to be disclosed under Para A of Part B of Schedule III of the SEBI (LODR) Regulations, 2015.	Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.	The announcement for receipt of an order did not include the mandatory annexure as required under the SEBI Circular dated November 11, 2024 and non-filing of XBRL	BSE Limited	Mail received from Exchange for Non-Submission of XBRL Filing of Bagging/Receiving of orders/contracts	Required annexure for the order receipt announcement was not attached and non-filing of XBRL	--	On July 10, 2025, the Company made an announcement regarding the receipt of a work order. However, the mandatory annexure prescribed under SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 was not attached to the said announcement and XBRL of the same was not filed.	We would like to inform you that following reply was submitted to BSE Limited ("BSE") vide email: *"Since the transaction entered into by the Company is not material in nature when compared with the threshold limits, the Company has not filed XBRL for the same. Also, the Company has filed the said transaction under the head "General announcement" i.e. business updates and not under awarding/ bagging/ receiving/ amendment or termination of awarded/bagged orders/contracts not in the normal course of*	--

Sr. No.	Compliance Requirement (Regulation / Circular / Guideline)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action (Advisory / Clarification / Fine / Show Cause / Warning)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
									business." No further communication was received from BSE in this regard.	

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

Sr. No.	Observations / Remarks of PCS in Previous Report	Year Ended (Previous Report)	Compliance Requirement (Regulation / Circular)	Details of Violation / Deviation and Actions Taken / Penalty Imposed	Remedial Actions Taken by the Listed Entity	Comments of the PCS on Actions Taken by the Listed Entity
1	The listed entity is required to disclose material events to the Stock Exchange within the stipulated timeline.	31.03.2025	Regulation 30 of SEBI (LODR) Regulations, 2015	The disclosure relating to the incorporation of a Wholly Owned Subsidiary was made beyond the stipulated timeline of 24 hours from the occurrence of the event.	The delay in disclosure was attributed to delayed receipt of communication regarding the incorporation. The management submitted the disclosure to the Exchange as soon as the information was received. It was an inadvertent lapse.	I note that the required disclosure was eventually made, albeit with a delay, and the management has attributed the delay to a communication lag.
2	The entire shareholding of the promoter(s) and promoter group shall be maintained in dematerialised form on a continuous basis.	31.03.2025	Regulation 31(2) of SEBI (LODR) Regulations, 2015	A portion of the shareholding of the promoter group was held in physical form, in non-compliance with the requirement for 100%	The Company took necessary steps and requested the concerned promoter group members holding shares in physical form to convert their holdings into dematerialised	I have verified the shareholding pattern filed with the Stock Exchange and confirm that the entire promoter and promoter group shareholding is now held in dematerialised form. The

Sr. No.	Observations / Remarks of PCS in Previous Report	Year Ended (Previous Report)	Compliance Requirement (Regulation / Circular)	Details of Violation / Deviation and Actions Taken / Penalty Imposed	Remedial Actions Taken by the Listed Entity	Comments of the PCS on Actions Taken by the Listed Entity
				dematerialisation of promoter and promoter group shareholding.	form. The Company has confirmed that the entire promoter and promoter group shareholding is now in dematerialised form.	Company has achieved compliance with the requirement of 100% dematerialisation of promoter and promoter group shareholding, and I consider this observation as complied with.
3	Within ten days of any capital restructuring resulting in a change exceeding two percent of the total paid-up share capital, the listed entity shall submit to the Stock Exchange a revised statement of shareholding pattern.	31.03.2025	Regulation 31(1) of SEBI (LODR) Regulations, 2015	The revised shareholding pattern, consequent to a capital restructuring, was filed with the Stock Exchange beyond the prescribed ten-day timeline.	BSE Limited issued listing approval vide its letter dated October 11, 2024, upon which the Company filed the revised shareholding pattern on the same date. The Company contends that the filing was made upon receipt of the listing approval letter rather than from the date of the capital restructuring.	I note that while the filing was made on the date of receipt of the listing approval letter, Regulation 31(1) mandates filing within ten days of the capital restructuring event itself, and not from the date of exchange approval.
4	No person who is or has been a director of a company that has not filed its financial statements or annual returns for a continuous period of three financial years shall be eligible for appointment as a director in any other company.	31.03.2025	Section 164(2) of the Companies Act, 2013	Mr. Dilip Shah, a director of the Company, was disqualified under Section 164(2)(a) of the Companies Act, 2013, by the Office of the Registrar of Companies, Maharashtra, Mumbai, vide Notice No. ROC/CUR/164(2)(a)/2017/1 dated September 7, 2017, for non-filing of financial statements and/or annual returns by Executive Gems Private Limited (in which he was also a Director). The disqualification was for the period November 1, 2016 to October 31, 2021. Despite the disqualification, Mr. Dilip Shah continued as a Director of the Company. He has since resigned from the Company with effect from December 27, 2024.	Mr. Dilip Shah resigned as a Director of the Company with effect from December 27, 2024. Consequently, the non-compliance with Section 164(2) of the Companies Act, 2013 has been remedied.	I note that while the non-compliance arose due to the continuation of a disqualified director, the matter stands resolved following the resignation of Mr. Dilip Shah resigned with effect from December 27, 2024.
5	The Company is not in compliance with the requirements relating to	31.03.2025	Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	During the review period, there were instances where Unpublished Price Sensitive Information (UPSI) was not	The Company confirms that utmost care was taken to prevent the leakage of UPSI and that designated persons	The compliance Officer has confirmed that the non-compliance has been made good.

Sr. No.	Observations / Remarks of PCS in Previous Report	Year Ended (Previous Report)	Compliance Requirement (Regulation / Circular)	Details of Violation / Deviation and Actions Taken / Penalty Imposed	Remedial Actions Taken by the Listed Entity	Comments of the PCS on Actions Taken by the Listed Entity
	maintenance of the Structured Digital Database (SDD).			recorded in the Company's Structured Digital Database (SDD). Additionally, in several cases, entries were made with delays, and the flow of UPSI sharing was not recorded in the prescribed manner.	were duly informed to refrain from trading in the securities of the Company on the basis of UPSI. The management has confirmed that necessary entries in the SDD shall be made diligently going forward.	
6	The appointment of an Executive Director, including the payment of remuneration, shall be made for a maximum term of five years. Shareholder approval for remuneration shall be obtained for a period not exceeding three years.	31.03.2025	Sections 196, 197 and Schedule V of the Companies Act, 2013	Mr. Ronish Shah was appointed as Executive Director at the Annual General Meeting held on September 30, 2019. His term as an Executive (Whole-Time) Director, which can be for a maximum period of five years, along with the requisite shareholder approval for payment of remuneration (which is valid for a maximum period of three years), required renewal. However, shareholder approval for his re-appointment and for payment of remuneration for the 4th and 5th year of his current tenure was not obtained, while the Company continued to pay remuneration to him during the review period.	The Company confirmed that the necessary approvals were to be sought at the ensuing Annual General Meeting.	I have verified that the requisite shareholder approval for the re-appointment of Mr. Ronish Shah as Executive Director and for payment of remuneration for the applicable period was obtained at the Annual General Meeting of the Company held on September 30, 2025. I consider this observation as complied with.

(c) Additional affirmations by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR):

Sr. 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 of India (ICSI).	Yes	-
2	**Adoption and Timely Updation of Policies:** **(a)** All applicable policies under SEBI Regulations have been adopted with the approval of the Board of Directors of the listed entity. **(b)** All the policies are in conformity with SEBI Regulations and have been reviewed and updated on time, as per the regulations, circulars and guidelines issued by SEBI.	 Yes Yes	-
3	**Maintenance and Disclosures on Website:** **(a)** The listed entity is maintaining a functional website. **(b)** Documents and information are disseminated in a timely manner under a separate section on the website. **(c)** Web-links provided in the annual Corporate Governance Report under Regulation 27(2) are accurate and specific, redirecting to the relevant document(s) or section of the website.	 Yes Yes Yes	-
4	**Disqualification of Director(s):** None of the Director(s) of the listed entity is / are disqualified under Section 164 of the Companies Act, 2013, as confirmed by the listed entity.	Yes	-
5	**Details Related to Subsidiaries of the Listed Entity:** **(a)** Identification of material subsidiary companies. **(b)** Disclosure requirements in respect of material as well as other subsidiaries.	 Yes NA	-
6	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposing of records as per its Policy on 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 Committees at the start of, or during, the financial year as prescribed in SEBI Regulations.	Yes	-
8	**Related Party Transactions:** **(a)** The listed entity has obtained prior approval of the Audit Committee for all related party transactions. **(b)** In cases where prior approval was not obtained, the listed entity shall provide detailed reasons along with confirmation of whether the transactions were subsequently approved, ratified or rejected by the Audit Committee.	 Yes NA	-

Sr. No.	Particulars	Compliance Status (Yes / No / NA)	Observations / Remarks by PCS
9	**Disclosure of Events or Information:** The listed entity has provided all required disclosures under Regulation 30 read with Schedule III of the 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) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Delay was observed in recording certain UPSI entries, this delay was due to non-maintaining SDD Software in prudent manner, due to which Company was SDD – Non – Compliant. The SDD Certificate was submitted to the BSE and vide e-mail dated December 22, 2025 BSE communicated the date of SDD inspection. The inspection was conducted on given time, and on January 07, 2026 SDD – Non – Compliant tag was cleared.
11	**Actions Taken by SEBI or Stock Exchange(s), if any:** No action has been taken against the listed entity, its promoters, directors or subsidiaries, either by SEBI or by the Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars / guidelines issued thereunder. The actions taken against the listed entity / its promoters / directors / subsidiaries either by SEBI or by the Stock Exchanges are specified in the last column, wherever applicable.	Yes	-
12	**Resignation of Statutory Auditors from the Listed Entity or its Material Subsidiaries:** In case of resignation of a 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 paragraphs 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	-
13	**Additional non-compliances, if any:** No additional non-compliances have been observed for any SEBI Regulation, Circular or Guidance Note, except as reported above.	NA	-

Assumptions and Limitations of Scope and Review:

- Compliance with applicable laws and ensuring the authenticity of documents and information furnished are the responsibilities of the management of the listed entity.
- My responsibility is to certify, based on my examination of relevant documents and information. This Report is neither an audit nor an expression of opinion.
- I have not verified the correctness and appropriateness of the financial records and books of accounts of the listed entity.
- 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 Vishal N. Manseta
Practicing Company Secretary

Vishal Navinchandra Manseta
Digitally signed by Vishal Navinchandra Manseta
Date: 2026.05.29 17:17:58 +05'30'

PLACE : Mumbai
DATE : May 29, 2026
UDIN : F014075H000537774

Vishal N. Manseta
C.P. No.: 8981
Membership No.: F14075
PRC No.: 1584/2021