



Date: May 29, 2026

Listing Department National Stock Exchange of India Ltd Exchange Plaza, 5 th Floor, Plot No.C/1 G Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051 NSE Symbol: AVROIND	Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400001 BSE Scrip Code: 543512
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Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report of Avro India Limited for the financial year ended March 31, 2026 under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2026, issued by M/s Chaturvedi & Company, Practicing Company Secretary.

This is for your information and dissemination purpose.

Thanking You,

Yours Faithfully

For **AVRO INDIA LIMITED**

Sumit Bansal
(Company Secretary)
Membership No: A42433

Encl: As above

AVRO INDIA LIMITED

Registered Office: A-7/36-39, South of G.T Road Industrial Area, Electrosteel Casting Compound, Ghaziabad-201009, Uttar Pradesh

Email: support@avrofurniture.com | Website: www.avrofurniture.com | Helpline No: 9910039125

CIN: L25200UP1996PLC101013

मज़बूत कुर्सी मतलब ऐवरो कुर्सी



M/s Chaturvedi & Company
Company Secretaries
Office : C 0004 ,Ajnara Homes 121,
Sector 121, Noida UP 201301 Mobile 9999990597
Email : chaturvediandcompanycs@gmail.com

Secretarial Compliance Report of M/s AVRO INDIA LIMITED for the financial year ended 31st March, 2026

(Pursuant to section 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
AVRO India Limited
A-7/36-39, South of G.T. Road Industrial Area,
Electrosteel Casting Compound,
Ghaziabad-201009, U P

Sir

We have examined:

- (a) all the documents and records made available to us and explanation provided by *AVRO India Limited* ("the listed entity"),
- (b) all 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 Report

for the financial year ended March 31, 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 there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 during the period under review

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(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the period under review**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the period under review**

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

(h) Securities and Exchange Board of India (Depository & Participants') Regulations, 2018;

(i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993

(j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable during the period under review**

and circulars/ guidelines issued there under;

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:

Sr. No.	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Prior approval of shareholders as per Reg. 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Company has not obtained prior approval of shareholders for material RPT, however, the same was ratified	Nil	Nil	Prior approval of shareholders was not obtained for RPT w.r.t personal guarantees given to IDFC First Bank Ltd, however, the said transaction was ratified by	-	The Company has not obtained prior approval of shareholders for RPT w.r.t Personal Guarantee given by Sushil Kumar Aggarwal, Sahil Aggarwal, Nikhil Aggarwal, Anita Aggarwal, Sushil Kumar Aggarwal HUF, Sahil Aggarwal HUF, Nikhil Aggarwal	The Company has obtained prior approval from Audit committee and Board of Directors. The shareholders of the Company have	

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			by the shareholders on March 30,2026			shareholders on 30.06.2026.		HUF for Rs. 21,08,00,000 to IDFC First Bank Ltd. However, the said RPT was ratified by the shareholders on March 30, 2026.	ratified the said RPT. No harm caused to any stakeholder s of Company.
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(b) The listed entity has taken the following actions to comply with 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 March 31, 2024	Compliance Requirement (Regulations/circular /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 PCS on the actions taken by the listed entity
	Not Applicable					

(c) 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.	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	YES	-
2.	Adoption and timely updation of the Policies: <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	-

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3.	<p>Maintenance and disclosures on Website:</p> <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 redirects to the relevant document(s)/ section of the website. 	YES	-
4.	<p>Disqualification of Director(s):</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	-
5.	<p>Details related to Subsidiaries of listed entities</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	YES	During the financial year 2025-26, an wholly owned subsidiary Company namely M/s Avro Recycling Limited has been incorporated on May 14, 2025.
6.	<p>Preservation of Documents:</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	-
7.	<p>Performance Evaluation:</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	-

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8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(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>	<p>YES</p> <p>YES</p>	<p>For all RPT's, prior approval was obtained except provided as per 8(b)</p> <p>(i) RPT related to advance of Rs. 25,00,000 was ratified by Audit Committee in its meeting held on August 30, 2025.</p> <p>(ii) RPT related to Sale of Plastic scrap for Rs. 11,99,677 was ratified by Audit Committee in its meeting held on September 29, 2025.</p>
9.	<p>Disclosure of events or information:</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 there under.</p>	<p>YES</p>	<p>-</p>
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	<p>YES</p>	<p>-</p>
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</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 (or)</p> <p>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>	<p>YES</p>	<p>No actions were taken by SEBI or Stock Exchange during the period under review.</p>


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12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</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	No such event has occurred during the reporting period. Hence, the same is not applicable.
13.	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	YES	None

Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'

Assumptions and Limitation of Scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of the documents and information furnished are the responsibility of the management of 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 solely for the intended purpose of compliance in terms of Regulation 24(A)(2) of the SEBI (Listing obligation and Discloser Requirement) Regulation, 2015 and neither an assurance to future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

<p>Place: Noida Date: 28.05.2026</p>	<p>For Chaturvedi & Company Company Secretaries</p> <p>  <small>Digitally signed by LALIT CHATURVEDI Date: 2026.05.28 14:06:45 +05'30'</small> </p> <p>Lalit Chaturvedi Mem. No. F5961 C.O.P. No. 13708 UDIN: F005961H000517661</p>
	Peer Reviewed Unit: UIN S2018UP599000