

Ref. No.: OIL/SE/2026-27/10

May 20, 2026

Listing Department
BSE Limited
Floor 25, P J Towers
Dalal Street
Mumbai- 400 001

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code: 530135

Symbol: OPTIEMUS

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

Dear Sir/Ma'am,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI's Master Circular No. SEBI/HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company viz. Optimus Infracom Limited by M/s. S.K. Batra & Associates, Practicing Company Secretaries, for the financial year ended 31st March, 2026.

Kindly take the same on your records.

Thanking You,

Yours truly,
For Optimus Infracom Limited

Vikas Chandra
Company Secretary & Compliance Officer

Encl.: As Above

OPTIEMUS INFRACOM LIMITED

CIN: L46524DL1993PLC054086

Reg. Office: K-20, 2nd Floor, Lajpat Nagar-II, New Delhi-110024

P.: 011-29840906-907 | E-mail ID: info@optimus.com | Website: www.optimus.com



SECRETARIAL COMPLIANCE REPORT
OF OPTIEMUS INFRACOM LIMITED

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors
Optiemus Infracom Limited
K-20, 2nd Floor Lajpat Nagar-II,
New Delhi-110024

Dear Sir/Ma'am,

We have examined:

- (a) all the documents and records made available to us and explanation provided by Optiemus Infracom Limited ("**listed entity**"),
- (b) 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 certification,

for the financial year ended 31st March, 2026 ("Review Period") in respect of compliance with the provisions of:

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- ii. 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");
- (e) The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -
 - i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;



- ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- iv. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable for the F.Y. 2025-2026)**
- v. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- vi. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable for the F.Y. 2025-2026)**
- vii. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- viii. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period the compliance status of the listed entity is appended below:

- (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
NONE										

- (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 in the previous reports	Observations made in the secretarial compliance report for the financial year ended March 31, 2025	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
-----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	<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).	Yes	NA
2	<u>Adoption and timely updation of the Policies:</u> - All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity. - All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	Yes Yes	NA NA
3	<u>Maintenance and disclosures on Website:</u> - 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 Yes Yes	NA NA NA
4	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	NA
5	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies.	Yes	During the year, the Company has three material subsidiary companies i.e. Optimus Electronics Limited, GDN



			Enterprises Private Limited and Bharat Innovative Glass Technologies Private Limited.
	(b) Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	1. During the year, the Company has Eight Wholly Owned Subsidiaries viz: • Optiemus Infracom (Singapore) Pte Limited, • Optiemus Unmanned Systems Private Limited, • Optiemus Display Technology Private limited, • Optiemus Micro Electronics Private Limited, • Optiemus Vision Technology Private Limited, • *GDN Enterprises Private Limited, • *Optiemus Electronics Limited, and • XO Ventures Private Limited *also a material subsidiary. 2. During the year, the Company has four Subsidiaries viz. • The Factory Private Limited, • FineMS Electronics Private Limited, • Troosol Enterprises Private Limited and • *Bharat Innovative Glass Technologies Private Limited. *also a material subsidiary.
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	NA 
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/during the financial year as prescribed in SEBI	Yes	NA

	Regulations.		
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.	Yes	NA
	(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.	NA	The Company has obtained prior approval of the Audit Committee for all the related party transactions entered into by the Company.
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	NA
10	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	NA
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.	Yes	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 during the year under review.
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	NA	There was no such instance during the period under review.

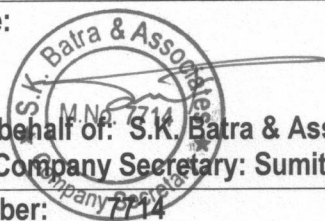


	compliance with the provisions of the LODR Regulations by listed entity.		
13	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for any of the SEBI regulation/ circular/ guidance note etc.	Yes	No non-compliance has been observed for any of the SEBI regulation/circular/ guidance note etc. during the year under review.

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 account 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) 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: 20-05-2026	Signature:  For & on behalf of: S.K. Batra & Associates Name of Company Secretary: Sumit Kumar (Prop.)
Place: New Delhi	FCS Number: 7714 COP Number: 8072 UDIN: F007714H000412734
Peer Review No.: 7712/2026 Firm Registration Number: S2008DE794900	