Secretarial Compliance report of Yogi Infra Projects Limited
(*f*ormerly known as Yogi Sung-Won (India) Limited) for the year ended March 31, 2025

We, **KNK & Co LLP**, firm of Company Secretaries in Practice, having firm registration number **L2017MH002800,** have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Yogi Infra Projects Limited** (**hereinafter referred to as 'the listed entity'**) having its registered office at Office No. T-92, Commercial Entry – 4, Moongipa Arcade, Shree Ashtavinayak CHSL, Ganesh Chowk, D N Nagar, Link Road, Andheri (West), Mumbai - 400053. 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.

We, have examined:

(a) all the documents and records available to us and explanation provided by the 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 report,

for the year ended March 31, 2025 ("Review period") in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as "SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
(b) the Securities Contracts (Regulation) Act, 1956 (hereinafter referred to as "SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (hereinafter referred to as "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 (hereinafter referred to as SEBI LODR, 2015);
(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **Not applicable to the Company during the review period.**
(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **-Not applicable to the Compay during the review period.**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **-Not applicable to the Company during the review period.**

(f) Securities and Exchange Board of (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **-Not applicable to the Company 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; and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the review period:

I. (a) The listed entity has complied with the provisions of the above Acts, Regulations and circulars/ guidelines issued thereunder.

(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	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/circulars/ Guidelines including Specific clause)	Details of Violation	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity	Remark
1.	The Company submitted the details of Related Party Transactions as required to be filed under Regulation 23(9) of SEBI LODR, Regulations, 2015 with a delay of two days.	March 31, 2024	The listed entity shall make such disclosures of related party transaction, every six months within fifteen days from the date of publication of its standalone and consolidated financial results	The listed entity disclosed the related party transactions within 17(Seventeen) days from the date of publication of its standalone and consolidated financial results resulting to a late submission of 2 (two) days.	The Company submitted the details of Related Party Transactions as required to be filed under Regulation 23(9) of SEBI LODR, Regulations, 2015 with a delay of two days. NO further action was required	No further comments.	-

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(c) 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.	**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 the Policies:** • 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 Yes	
3.	**Maintenance and disclosures on Website:** • 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	
4.	**Disqualification of Director:** None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	

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Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
5.	**Details related to Subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	 Yes Yes	
6.	**Preservation of Documents:** 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	
7.	**Performance Evaluation:** 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.	Yes	
8.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (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.	 Yes NA	 There were no such transactions during the review period
9.	**Disclosure of events or information:** 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	

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Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
10	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11	**Actions taken by SEBI or Stock Exchange(s), if any:** 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.	Yes	There was no action taken against the listed entity its promoters/ Directors/ subsidiaries either by SEBI or by Stock Exchanges.
12	**Resignation of statutory auditors from the listed entity or its material subsidiaries:** 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.	NA	There were no such transactions during the year under review.
13	**Additional Non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

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Assumptions and limitations 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

For KNK & Co. LLP
Company Secretaries
Firm Registration Number: L2017MH002800
PR No.: 1664/2022

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Santosh K Kini
Partner
FCS No.: F11809| C. P. No.: 18045
UDIN: F011809G000513961

Mumbai, May 30, 2025