



YUKEN INDIA LIMITED
An ISO 9001:2015 Company
Manufacturers of Oil Hydraulic Equipment
IN COLLABORATION WITH YUKEN KOGYO CO. LTD., JAPAN.
CIN: L29150KA1976PLC003017



Regd. Office:	No. 16-C, Doddanekundi Industrial Area II Phase, Mahadevapura, Bengaluru – 560 048.	Factory:	PB No. 5, Koppathimmanahalli Village, Malur-Hosur Main Road, Malur Taluk, Kolar District – 563 130.
Phone	+91- 9731610341	Phone :	+91 9845191995
Our Ref No:	YIL/Sec/2025	E-mail:	hmn_rao@yukenindia.com
Date:	13/05/2025	Web:	www.yukenindia.com

To,

**The General Manager,
Listing Compliance & Legal Regulatory,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai-400001.**
BSE Scrip Code: 522108

**The General Manager,
Listing Compliance & Legal Regulatory,
National Stock Exchange of India Limited
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400051
NSE Scrip Code: YUKEN**

Dear Sir/Madam,

Sub: Secretarial Compliance Report under Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

With reference to the caption subject, in terms of Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith Secretarial Compliance Report for the financial year ended March 31, 2025.

Please take the same on record.

Thanking you,

Yours Faithfully,

FOR YUKEN INDIA LIMITED

**SUCHITHRA R
COMPANY SECRETARY & COMPLIANCE OFFICER**

ANNUAL SECRETARIAL COMPLIANCE REPORT**YUKEN INDIA LIMITED****FOR THE YEAR ENDED 31st MARCH 2025**

To,

The Members,

Yuken India Limited,

No. 16-C, Doddanekundi Industrial Area,
II Phase, Mahadevapura,
Bengaluru, Karnataka- 560048

We have examined:

- a) All the documents and records made available to us and explanation provided by YUKEN INDIA LIMITED ("the listed entity"), bearing CIN: L29150KA1976PLC003017 and having its registered office at No. 16-C, Doddanekundi Industrial Area, II Phase, Mahadevapura, Bengaluru, Karnataka- 560048, India and books of accounts and papers maintained at P B No. 5, Koppathimmanahalli Village Malur-Hosur Main Road, Malur Taluk, Kolar District 563130.
- 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 31st March, 2025 ("Review Period") 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 there under; and
- b) 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:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Joseph & Chacko LLP
(LLPIN -AAF-8117)

Regd. Office: # # 17 Ground Floor, 35th Main, 5th Cross, KAS Officers colony, BTM Layout II Stage, Madivala, Bangalore South - 560068, Karnataka, India
+91 9900998111 | +91 9606080227 | info@jandc.in

Company Secretaries | Insolvency Professionals | Trademark Agents



- 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 to the Company during Audit period)
 - e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during Audit period)
 - f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during Audit period)
 - g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - h) Securities and Exchange Board of India (Depositories and participant) Regulations, 2018;
 - i) Securities and Exchange Board of India (Registrar 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 Audit Period]
- and circulars/guidelines issued thereunder;

And based on the above examination, I 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 in **Annexure A appended to this report**.
- 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) (PCS)	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific	Details of violation / deviations and actions taken / penalty imposed,	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity

Joseph & Chacko LLP
(LLPIN -AAF-8117)

Regd. Office: # # 17 Ground Floor, 35th Main, 5th Cross, KAS Officers colony, BTM layout II Stage, Madivala, Bangalore South – 560068, Karnataka, India
+91 9900998111 | +91 9606080227 | info@jandc.in

Company Secretaries | Insolvency Professionals | Trademark Agents



	 (the years are to be mentioned)	clause)	if any, on the listed entity		
	NA	NA	NA	NA	NA	NA

c. we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Particulars Compliance status (Yes/No/ NA)	Observations /Remarks by PCS
1.	<p><u>Secretarial Standard</u></p> <p>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)</p>	YES	None
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <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 has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	YES	None
3.	<p><u>Maintenance and disclosures on Website:</u></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 	YES	None

Joseph & Chacko LLP
(LLPIN -AAF-8117)

Regd. Office: # # 17 Ground Floor, 35th Main, 5th Cross, KAS Officers colony, BTM layout II Stage,
Madivala, Bangalore South - 560068, Karnataka, India
+91 9900998111 | +91 9606080227 | info@jandc.in
Company Secretaries | Insolvency Professionals | Trademark Agents



	<ul style="list-style-type: none"> • 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 		
4.	<u>Disqualification of Director:</u> None of the director(s) of the listed entity are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	None
5.	<u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries.	YES	None
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	None
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 Regulations	YES	None
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently	YES	None

Joseph & Chacko LLP
 (LLPIN -AAF-8117)

Regd. Office: # # 17 Ground Floor, 35th Main, 5th Cross, KAS Officers colony, BTM layout II Stage,
 Madivala, Bangalore South - 560068, Karnataka, India
 +91 9900998111 | +91 9606080227 | info@jandc.in

Company Secretaries | Insolvency Professionals | Trademark Agents




	approved/ratified/rejected by the Audit committee	NA	No such instances observed.
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	None
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6)SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> 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.	NA	During the period under review, no actions were taken by SEBI. The Company was penalized by the National Stock Exchange with a fine of INR 2,14,760 for non-compliance with Regulation 21(2) of the SEBI (LODR) Regulations, 2015. The non-compliance arose due to the Company's incorrect assumption that it was exempt from certain reporting obligations after falling outside the top 1000 listed entities. However, under SEBI norms, listed entities must continue to comply with the applicable provisions irrespective of changes in their market capitalization rank.

Joseph & Chacko LLP
 (LLPIN -AAF-8117)

Regd. Office: # # 17 Ground Floor, 35th Main, 5th Cross, KAS Officers colony, BTM layout II Stage,

Madivala, Bangalore South - 560068, Karnataka, India

+91 9900998111 | +91 9606080227 | info@jandc.in

Company Secretaries | Insolvency Professionals | Trademark Agents



			The Company has since acknowledged the ongoing compliance requirement and has taken steps to ensure adherence going forward. The penalty was paid within the stipulated time, and upon submission of a detailed explanation and relevant supporting documents, the penalty amount was subsequently refunded.
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 compliance with the provisions of the LODR Regulations by listed entities.	NA	None
13.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	NA	None

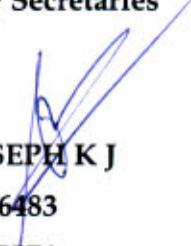
Joseph & Chacko LLP
 (LLPIN -AAF-8117)

Regd. Office: # # 17 Ground Floor, 35th Main, 5th Cross, KAS Officers colony, BTM layout II Stage,
 Madivala, Bangalore South - 560068, Karnataka, India
 +91 9900998111 | +91 9606080227 | info@jandc.in
 Company Secretaries | Insolvency Professionals | Trademark Agents




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.

For Joseph & Chacko LLP**Company Secretaries**
GIGI JOSEPH K J

FCS No.: 6483

CP No.: 5576

UDIN: F006483G000326077

Peer Review Certificate No.: 2410/2022

**Place: Bangalore****Date: 13.05.2025**

**Joseph & Chacko LLP
(LLPIN -AAF-8117)**

Regd. Office: # # 17 Ground Floor, 35th Main, 5th Cross, KAS Officers colony, BTM layout II Stage,

Madivala, Bangalore South – 560068, Karnataka, India

+91 9900998111 | +91 9606080227 | info@jandc.in**Company Secretaries | Insolvency Professionals | Trademark Agents**

Annexure to Annual Secretarial Compliance Report of Yuken India Limited for the Year ended 31st March 2025

Annexure A

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 (PCS)	Management Response	Remarks
1.	Requirement of Risk Management Committee under 21(2) SEBI (LODR) Regulations, 2015	Regulation 21(2) of SEBI (LODR) Regulations, 2015	Non-disclosure of Risk Management Committee details in the Corporate Governance Report.	National Stock Exchange	Fine	The Company had constituted a Risk Management Committee during the financial year 2021-22, as the requirement for such constitution was triggered based on its market capitalisation as on 31st March 2021. In the subsequent years, as the Company's market capitalisation fell below the threshold of the top 1000 listed entities, it discontinued reporting the	INR 2,14,760	The Company had constituted a Risk Management Committee in FY 2021-22, pursuant to Regulation 21 of SEBI (LODR) Regulations, 2015, based on its market capitalisation as on 31st March 2021. In subsequent years, the Company discontinued reporting the committee's details,	The Company has acknowledged the requirement and has ensured future compliance.	The penalty was paid within the stipulated time. Subsequently, upon submission of the company's explanation along with the relevant supporting documents, the penalty amount was refunded.



✓

Annexure to Annual Secretarial Compliance Report of Yuken India Limited for the Year ended 31st March 2025

					details of the Risk Management Committee, based on the assumption that the requirement was no longer applicable. However, as per SEBI's continuing compliance requirements, reporting obligations remain in force once triggered, irrespective of changes in market capitalisation rankings.	assuming the requirement was no longer applicable due to a fall in market capitalisation		
--	--	--	--	--	--	--	--	--

For Joseph & Chacko LLP
Company Secretaries

GIGI JOSEPH K J
FCS No.: 6463
CP No.: 5576
UDIN: F006483G000326077
Peer Review Certificate No.:2410/2022



Date:13.05.2025
Place: Bangalore