



FCL:SEC:SE:26:22

19th May, 2026

Corporate Relations Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort Mumbai – 400 001	The Manager Listing Department National Stock Exchange of India Ltd 'Exchange Plaza', C-1, Block G, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code: 500144	Scrip Code: FINCABLES

Subject: Secretarial Compliance Report for the year Financial Year ended 31st March 2026.

Ref: Regulation 24A (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 24A (2) of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed herewith a copy of the Secretarial Compliance Report for the year Financial Year ended 31st March, 2026 as received from M/s. Jog Limaye & Associates, Practicing Company Secretaries, Pune.

You are requested to take the above on your records.

**Thanking you,
For FINOLEX CABLES LIMITED**

**Siddhesh Mandke
Company Secretary
& General Manager (Legal)**

Encl: As above



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Secretarial Compliance Report of Finolex Cables Limited for the financial year ended 31st March 2026

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Finolex Cables Limited** (hereinafter referred as 'the listed entity'), having its Registered office at **26-27, Mumbai Pune Road, Pimpri, Pune City, Maharashtra, India, 411018**. The 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.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on **31st March 2026** complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We, M/s. Jog Limaye & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by Finolex Cables Limited ("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 financial year ended 31st March 2026 ("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 thereunder; 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:-



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- (a) Securities and Exchange Board of India (LODR) Regulations, 2015.
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(not applicable during reporting period)**
- (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 reporting period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(not applicable during reporting period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(not applicable during reporting period)**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Other regulations as applicable.

and circulars/ guidelines issued thereunder; 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)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	a. Company's Code of Conduct regarding trading of shares during Trading window closure period under the SEBI (Prohibition of Insider Trading) Regulations, 2015. b. Reg. 9 of SEBI (Prohibition of Insider Trading) Regulations,	Certain designated persons have traded during the trading window closure period and executed Contra trades.	The Company received a communication from the Securities Exchange Board of India (SEBI) during the current audit period, highlighting that certain designated persons had executed trades during the trading window closure period and Contra trades in the

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<p>2015 for Code of conduct during Trading Window Closure period</p> <p>Nature of Violation: Trading when the trading window is closed (e.g., end of a quarter until 48 hours after financial results) and execution of Contra trades</p>		<p>previous financial years i.e. 2023-24 and FY 2024-25. This was observed to be in non-compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations as well as the Company's Code of Conduct for Prevention of Insider Trading. Upon receipt of the communication, the Company sought written explanations from the concerned individuals. After due consideration of the responses, the Company issued formal warning letters, advising the individuals to exercise greater caution and ensure strict adherence to the applicable regulatory requirements and the Company's internal code in future.</p>
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b) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

Sr. No.	Com-pliance Require-ment (Regu-lations/ circulars/ guide- lines including specific clause)	Regu-lation / Circul arNo.	Deviati ons	Action Taken by	Type of Acti on	Det ails of Viol a-tion	Fine Amou nt	Ob- serva-tions/ Re- marks of the Prac-ticing Com-pany	Man- age-ment Re- sponse	Re- marks
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	reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI		
3.	Maintenance and disclosures on Website: <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 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	
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	N.A.	
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	Yes	

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	and Archival policy prescribed under SEBI LODR Regulations, 2015.		
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	-
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	-
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	It is observed that, based on the review carried out through the Company's internal monitoring system, certain designated persons were identified to have executed trades during the trading window closure and

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			<p>executed Contra Trades during the FY 2023-24; 2024-25 and FY 2025-26 indicating a potential non-compliance with the applicable insider trading regulations and the Company's Code of Conduct. The Company has, on a Suo-moto basis, taken cognizance of the matter and initiated appropriate action by issuing warning letters to the concerned individuals, advising strict adherence to the prescribed norms. The matter was also placed before the Audit Committee and the Board of Directors for their noting and guidance. The Management has emphasized the importance of compliance and has undertaken steps to reinforce internal controls and monitoring mechanisms to prevent recurrence of such instances. It is further noted that no communication or notice in this regard has been received from the Stock Exchange during the audit period.</p>
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 (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	

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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.	N.A.	No such event took place during the year under review
14.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	-

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

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. – **Not Applicable during the review period.**

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.

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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.

Place: Pune

Date: 16th May 2026

For Jog Limaye & Associates
Company Secretaries



Amruta Tushar Patil
Partner

Membership No.- A25028

CP No.- 27101

UDIN: A025028H000379745

PR No. 6465/2025

FRN: P2016MH058300