



## **E2E Networks Limited**

CIN- L72900DL2009PLC341980

1st Floor, A-24/9, Mohan Cooperative Industrial Estate

Mathura Road, New Delhi-110044, Phone No. +91-11-4084-4964

Email : [cs@e2enetworks.com](mailto:cs@e2enetworks.com), website <https://www.e2enetworks.com/>

**Date:** May 29, 2025

To,  
Listing Department  
The National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai, Maharashtra-400051

**Ref:** NSE Symbol- E2E

**Sub: Annual Secretarial Compliance Report for the financial year ended 31 March 2025**

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Master circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the financial year ended 31 March 2025 duly issued by M/s. MAKs & Co.

The aforesaid report is available on the Company's website at <https://www.e2enetworks.com>.

This is for your information and records.

Thanking You

Yours faithfully,

For E2E Networks Limited

Ronit  
Company Secretary & Compliance Officer  
Membership No. A59215

**MAKS & CO.**

Company Secretaries

FRN: P2018UP067700

O: Unit No. 7A/7B, 20<sup>th</sup> Floor - Silver Wing, Wave One,  
Sector – 18, Noida – 201 301 (U.P.)E: [services@forecoreprofessionals.com](mailto:services@forecoreprofessionals.com)

D: +120 510 9179

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**ANNUAL SECRETARIAL COMPLIANCE REPORT****E2E NETWORKS LIMITED***(For the Financial Year ended March 31, 2025)**[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024]*

To

**The Board of Directors,****E2E Networks Limited**

Awfis, First Floor, A-24/9,

Mohan Cooperative Industrial Estate,

New Delhi-110044, India

[CIN: L72900DL2009PLC341980]

We, M/s MAKS & Co., Company Secretaries (FRN: P2018UP067700) have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by E2E Networks Limited (hereinafter referred as “the listed entity” / “the Company”), having its registered office at Awfis, First Floor, A-24/9, Mohan Cooperative Industrial Estate, New Delhi – 110 044, India. 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, if any, 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 March 31, 2025 (“Review Period”) complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We have examined:

- (a) all the documents and records made available to us and explanation provided by the Company;
- (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 March 31, 2025 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:

- (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 to the Company during the review period]



- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (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; and
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

We have examined the compliance of above regulations, circulars, guidelines issued thereunder as applicable during the Review Period and based on confirmation received from the Management of the Company, wherever required 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:

Sl. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No	Deviations	Action Taken by	Type of Action [Advisory/ Clarification / Fine / Show Cause Notice / Warning, etc.]	Details of Violations	Fine Amount (Rs.)	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
Refer Annexure A										

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sl. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 2023-24	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 (since no observations in previous report)						

**Additional affirmations by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR):**

- (a) We hereby report/additionally affirm that, during the Review Period, the compliance status of the Company is appended as below:



Sr. No.	Particulars	Compliance Status (Yes /No/NA)	Observations / Remarks by PCS
1.	<b>Secretarial Standards:</b>  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.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>● All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes	—
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>● The Listed entity is maintaining a functional website</li> <li>● Timely dissemination of the documents/ information under a separate section on the website</li> <li>● 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</li> </ul>	Yes	—
4.	<b>Disqualification of Director:</b>  None of the Director(s) of the Company is disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	—
5.	<b>To examine details related to subsidiaries of the listed entities w.r.t.:</b> <ul style="list-style-type: none"> <li>● Identification of material subsidiary companies</li> <li>● Disclosure requirement of material as well as other subsidiaries.</li> </ul>	NA	The Company does not have any subsidiary
6.	<b>Preservation of Documents:</b>  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	—



**MAKS & CO.**

Company Secretaries

FRN: P2018UP067700

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7.	<b>Performance Evaluation:</b>  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.	<b>Related Party Transactions:</b>  <ul style="list-style-type: none"> <li>● The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</li> <li>● 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</li> </ul>	Yes  NA	–  All Related Party Transactions were pre-approved by Audit Committee
9.	<b>Disclosure of events or information:</b>  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.	<b>Prohibition of Insider Trading:</b>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	–
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  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	During the review period, no action was taken against the listed entity/its promoters / directors / subsidiaries either by SEBI or by NSE (Stock Exchange where shares of the Company are listed) under SEBI Regulations and circulars / guidelines issued except as per details given in “Annexure – A”
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b>  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	Yes	There was no event of resignation of statutory auditor of the listed entity or its material subsidiaries during the Review Period

**MAKS & CO.**

Company Secretaries

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13.	<b>Additional non-compliances, if any:</b>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above	Yes	–
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- (b) We further, report that the Company is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the SEBI LODR 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 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.
5. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to financial year ended March 31, 2025.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
7. We have followed the review practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our review.

For M/s. MAKS &amp; Co.,

Company Secretaries

[FRN P2018UP067700]

**ANKUSH****AGARWAL****Ankush Agarwal****Partner**

Membership No: F9719

Certificate of Practice No: 14486

Peer Review Certificate No.: 2064/2022

UDIN: F009719G000483885

Date: 29-05-2025

Place: Noida (U.P.)

Digitally signed by  
ANKUSH AGARWAL  
Date: 2025.05.29  
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(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:

S. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action <i>[Advisory/ Clarification / Fine / Show Cause Notice/ Warning, etc.]</i>	Details of Violation	Fine Amount (Rs.)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	<p>As per Regulation 19(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"):</p> <p>The Chairperson of the Nomination and Remuneration Committee shall be an independent director:</p> <p><i>Provided that the chairperson of the listed entity, whether executive or non-executive, may be appointed as a member of the Nomination and Remuneration Committee and shall not chair such Committee.</i></p>	Regulation 19(2) of the SEBI LODR Regulations	The Chairman of the the Nomination & Remuneration Committee ("NRC") was appointed as Chairman of the Board on December 4, 2024, which was not in compliance with the provisions of Regulation 19(2) of SEBI LODR.	National Stock Exchange of India ('NSE')	Fine	<p>The Board of Directors of the Company in its meeting, held on December 4, 2024, appointed Mr. Gaurav Munjal, Independent Director, as the Chairman of the Board. At the time of above appointment, Mr. Munjal was also the Chairman of NRC.</p> <p>The aforesaid Non-compliance continued till February 3, 2025.</p>	Rs. 56,000/-	<p>The Company was in non-compliance of Regulation 19(2) of SEBI LODR Regulations for a period from December 4, 2024 to February 3, 2025.</p> <p>NSE levied a fine of Rs. 56,000/- vide its Notice dated March 17, 2025 with respect to Non-compliance of regulation 19(2) of SEBI LODR Regulations. The Company deposited the fine amount of Rs. 56,000/- with GST on April 04, 2025.</p> <p>The Company has also filed a waiver application against the fine levied by NSE on March 19, 2025 and</p> <p>The waiver application filed by the Company as above is still pending at NSE for its disposal.</p>	<p>In response to the NSE Letter, the Company submitted a waiver application to the Exchange, clarifying that although the Chairman of the Company was also the Chairman of the Nomination and Remuneration Committee, he did not chair any meeting until the Board reconstituted the Committee and appointed Mr. Naman K. Sarawagi as its Chairman.</p> <p>Meanwhile, the Company has paid the full penalty amount to the Exchange as a precautionary measure.</p> <p>The response from the Exchange on the waiver application is currently awaited. As a precautionary measure. The response from the Exchange on the waiver application is currently awaited.</p>	-

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