Vibrant Global Capital Ltd.

29th May, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001,
Maharashtra, India

Ref: Vibrant Global Capital Limited *(Script Code: 538732, Script Id: VGCL)*

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

Respected Madam/ Sir,

In terms of Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Annual Secretarial Compliance Report for the financial year ended March 31, 2025.

Kindly take the same on your record.

Thanking You,

For **Vibrant Global Capital Limited**

JALPESH RAMESHBHAI DARJI
Digitally signed by JALPESH RAMESHBHAI DARJI
Date: 2025.05.29 16:10:23 +05'30'

Jalpesh Darji
Company Secretary & Compliance Officer
ICSI Membership No.: A35545

Registered Office:
Unit No 202, Tower-A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, India.
Tel: +91 224173 1000 | Fax: +91 22 4173 1010
Email: support@vibrantglobalgroup.com | www.vibrantglobalgroup.com
CIN: L65900MH1995PLC093924

CS SURBHI PACHISIA, ACS,B Com LLB	P. SURBHI &ASSOCIATES
	COMPANY SECRETARIES
	Business Plaza, Ground Floor, 6 Farmland
	Central Bazar Road, Near Lokmat Square,
	NAGPUR-440010. Phone: 2437195, 2438181
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SECRETARIAL COMPLIANCE REPORT

OF

VIBRANT GLOBAL CAPITAL LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2025

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Vibrant Global Capital Limited
Unit No. 202, Tower A, Peninsula Business Park,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400 013, Maharashtra, India

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Vibrant Global Capital Limited (CIN: L65900MH1995PLC093924)** (hereinafter referred as 'the listed entity'), having its Registered Office at Unit No. 202, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai – 400013, Maharashtra, India. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts & statutory compliances and to provide my observations thereon for the FY 2024-25.

I have examined:

(a) all the documents and records made available to us and explanation provided by **VIBRANT GLOBAL CAPITAL 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 certification,

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 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

P. SURBHI AND ASSOCIATES * COMPANY SECRETARY *

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(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 and as amended from time to time;
(b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and as amended from time to time;
(c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and as amended from time to time;
(d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and as amended from time to time; **(Not Applicable to the Company during the Audit Period)**
(e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
(f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and as amended from time to time; **(Not Applicable to the Company during the Audit Period)**
(g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and as amended from time to time; **(Not Applicable to the Company during the Audit Period)**
(h) Securities and Exchange Board of India (Issue and Listing of Non—Convertible and Redeemable Preference Shares) Regulations,2013; **(Not Applicable to the Company during the Audit Period)**
(i) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018 **(To the extent applicable)**;
(j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not Applicable to the Company during the Audit Period)**

and based on the above examination, I/We hereby report that, during the Review Period:

I. (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:

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Sr No.	Compliance Requirement (Regulations / circulars/guidelines including specific clause)	Regulation/Circular	Deviations	Action taken by	Type of action	Details of violation	Fine Amount	Observations/ Remarks of The Practicing Company Secretary	Management response	Remarks
NIL										

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

Sr No.	Compliance Requirement (Regulations / circulars/guidelines including specific clause)	Regulation/ Circular	Deviations	Action taken by	Type of action	Details of violation	Fine Amount	Observations/ Remarks of The Practicing Company Secretary	Management response	Remarks
NIL										

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019: **(Not required to the Company during the Audit Period as no Auditor have been resigned)**

II. I hereby report that, during the review period the compliance status of the listed entity is appended as below:



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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 India (ICSI)	Yes	None
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 has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI	Yes	None
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	None
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None
5	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	None

P. SURBHI AND ASSOCIATES * COMPANY SECRETARY * C.P. No. 27412

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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	None
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 as prescribed in SEBI Regulations	Yes	None
8	Related Party Transactions: (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 approved/ratified/rejected by the Audit committee	Yes NA	None There were no such transactions during 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 there under.	Yes	None
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	None

P SURBHI AND ASSOCIATES
COMPANY SECRETARY

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11	Actions taken by SEBI or Stock Exchange(s), if any: 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 there under except as provided under separate paragraph herein.	Yes	No actions were taken by SEBI or BSE limited during the review period.
12	Additional non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	NA	There were no such transactions during review period.
13	No Additional non-compliance related: No additional non-compliance observed for any of the SEBI regulation/ circular/ guidance note etc. except, as reported above.	NA	There were no such transactions during review period.
14	Compliance for disclosure of Employee Benefits scheme documents – Reg. 46(2) (za) of SEBI (LODR) (w.r.t. para 11 of SEBI circular dated 31.12.2024)	NA	No such scheme in force.

We further report that there was no event of appointment/re-appointment/resignation of statutory auditor of the Company during the review period. The reporting of clause 6(A) and 6(B) of the SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable on the Company during the Review Period.

Pursuant to BSE Circular No. 20230125-9 dated 25th January, 2023, we further report that the Company is in compliance with the SDD Compliance as per the requirements of Reg 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.

P. SURBHI AND ASSOCIATES * COMPANY SECRETARY * C.P. No. 22412

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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.

For **P. Surbhi & Associates**
Practicing Company Secretaries

P. SURBHI AND ASSOCIATES C.P. No. 27412 COMPANY SECRETARY

Surbhi Pachisia
Proprietor
Practicing Company Secretary

CoP: 27412
Membership No.: A31291
UDIN: A031291G000484326

Date: 29th May, 2025
Place: Nagpur