

Interworld Digital Limited

CIN: L72900DL1995PLC067808 Regd. Office: 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi – 110001

> Tel. No. : 011-43571044-45 Fax No. : 011-43571047

URL: www.interworlddigital.in

Email: interworlddigital.in@gmail.com

Dated: May 30, 2025

To, The Manager (Listing), Bombay Stock Exchange Limited, 1st Floor, P.J. Towers Dalal Street, Mumbai – 400 001

Subject: Submission of Annual Secretarial Compliance Report for the Year Ended 31st March, 2025

Ref: Scrip Code 532072 (INTERDIGI)

Dear Sir,

Please find enclosed herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2025 in the prescribed format as per the requirements of Regulation 24 A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your kind perusal.

This is for your information and records please.

Thanking You.

Yours Faithfully, For Interworld Digital Limited

Shivangi Digitally signed by Shivangi Agarwal Date: 2025.05.30 12:41:39 +05'30' Shivangi Agarwal

ShivangiAgarwal Company Secretary

Encl: As Above



Company Secretaries Phone: 91-11-43093900

Mobile: 09212467033, 09999415059 E-mail: agrawal.kundan@gmail.com

<u>Secretarial Compliance Report of M/s Interworld Digital Limited for the</u> <u>year ended 31st March, 2025</u>

We, *Kundan Agrawal & Associates*, Company Secretaries, having *FRN: S2009DE113700* and office at E-21, Office No. 301, Jawahar Park, Laxmi Nagar, New Delhi-110092have examined:

- (a) all the documents and records made available to us and explanation provided by "Interworld Digital 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 31stMarch 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
- (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 on the company for the period under review)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits)
 Regulations, 2014; (Not applicable on the company for the period under



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review)

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable on the company for the period under review)
- (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- (h) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013; (Not applicable on the company for the period under review)
- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable on the company for the period under review)
- (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (k) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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:
- Refer Annexure "A" annexed to the Report
- b) The listed entity has taken the following actions to comply with the observations made in previous reports:
- Refer Annexure "B" annexed to the Report

I further report that -

• The Company has complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 including various Circulars issued by SEBI thereunder and Circular(s) issued by BSE Limited dated March 16, 2023 and October 18, 2024.

Further to the matter and as advised in the BSE Notice No. 20230329-21 dated 29th March 2023 as well as BSE Notice No. 20230410-41 dated 10th April 2023, following are the



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S.NO.	onal information which is the part Particulars	Compliance Status	Observations/Rem
		(Yes/No/NA)	arks by PCS*
1	Secretarial Standards: The Compliances of Listed Entity are in accordance with the Auditing Standards issued by ICSI,	Yes	No
2	namely CSAS-1 to CSAS-3 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 Entity 	Yes	No
	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	No
3	Maintenance and disclosures on Website: • The Listed Entity is maintaining a functional website	Yes	No
	 Timely dissemination of the documents/infor mation under a separate section on the website Web-links 	Yes	NA
	provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-	Yes	No No



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	directs to the relevant document(s)/secti on of the website		
4	Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013	Yes	No
5	To examine details related to subsidiaries of Listed Entity: (a) Identification of material subsidiary companies	NA	No
	(b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	No
6	Preservation of Documents: The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal or records as per policy of preservation of Documents and Archival Policy prescribed under SEBI LODR Regulations, 2015	Yes	No
7	Performance Evaluation:		Salamai & Age bush
	The Listed Entity has conducted performance evaluation of the Board,	Yes	No Section 1



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8	Independent Directors and the Committees at the start of every financial year as prescribed in the SEBi Regulations. Related Party		
	Transactions:		
	(a) The Listed Entity has obtained prior approval of Audit Committee for all Related Party Transactions.	Yes	For the Financial Year 2024-25, the listed entity has obtained approval of shareholders 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 subsequentlyApprove d/ratified/rejected by the Audit Committee.	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	No solowal de Area de
10	Prohibition of Insider Trading		
	The Listed Entity is in compliance with Regulation 3(5) and 3(6) SEBI (Prohibition and Insider Trading) Regulations, 2015.	Yes	The Company has complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015



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			including various Circulars issued by SEBI thereunder and Circular(s) issued by BSE Limited dated March 16, 2023 and October 18, 2024.
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)	No Regulation 14 -Non Payment of Annual Listing Fees The Company has defaulted in payment of Annual Listing Feesof BSE and, therefore, BSE has suspended the trading of the scrip of the company due to non-payment of annual listing fees. However, BSE vide its notice no. 20210219-31 dated 19 Feb, 2021 has allowed the trading of shares of the company on Trade-for-Trade basis only on the first trading day of every week till the company makes payment of outstanding ALF to the Exchange.	Due to paucity of funds the Annual Listing Fees to BSE could not be paid. The Company is trying its level best to arrange funds & is expected to pay the fees in very near future.



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11	Additional Non-Compliances, if any: Any additional non-compliance observed for all SEBI regulatory/circular/guidance note etc.	Yes	No	

Compliances related to resignation of Statutory Auditors from Listed Entity and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated $18^{\rm th}$ October, 2019:

S.No.	Compliances with the following conditions whi	Compli ance Status (Yes/N o/NA) ile appointin	Observations/R emarks by PCS* ng/re-appointing an
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report, for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review / audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	No Event has been occurred for resignation of the Auditor and hence, the existing Auditor has duly signed till date the Limited Review Report(LLR) for all the first three quarters of the reporting F.Y.2024-2025.
2.	Other Conditions relating to resignation of Statuto	ry Auditor	
	 i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee: a) In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information/non-cooperation by the management which has 	NA	NA TON SOCIOLIS



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	hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the Quarterly Audit Committee meetings. b) In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information/explanation from the Company, the Auditor has informed the Audit Committee the details of information/explanation sought and not provided by the Management, as applicable. c) The Audit Committee/Board of Directors as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as	NA NA	No Event has been occurred for resignation of the Auditor As there was no event for resignation of
ii.	mentioned above and communicate its views to the management and the auditor. Disclaimer in case of non-receipt of information:		Auditor, no information was required to be received and communicated.
dis acc spe ent	e Auditor has provided an appropriate claimer in its audit report, which is in cordance with the Standards of Auditing as ecified by ICAI/NFRA, in case where the listed city/its material subsidiary has not provided ormation as required by the auditor.	NA	NA
3. Th	e Listed Entity/its material subsidiary has tained information from the Auditor upon signation, in the format as specified in nexure-A in SEBI Circular R/CFR/CMD1/114/2019 dated 18th October,	NA	NA Kanan Salan Baran



Place: New Delhi Date:28/05/2025

Kundan Agrawal & Associates

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For Kundan Agrawal & Associates Company Secretaries

Kalan Sanca

Kundan Agrawal Company Secretary Membership No. 7631

C.P. No. 8325 UDIN: F007631G000464362

Annexure "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: -

Compliance Requirement (Regulations/Circulars/ guidelines including specific clause)	Regulati on/ Circular No	Deviati ons	Action taken by	Type of Action (Advisory/Clarif ication/Fin e/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company)	Management Response	Remarks
Regulation 14 of the SEBI (Listing Obligations and Disclosure Requirements), 2015-Fees and other Charges to be paid to the recognized stock exchange(s)	Regulation 14 of the SEBI (Listing Obligations and Disclosure Requirements), 2015	Non- payment of Annual Listing Fees to the Bombay Stock Exchange Limited (BSE)	Bombay Stock Exchange Limited (BSE)	payment of Annual Listing Fees to BSE and, therefore, BSE has suspended the trading of the scrip of the company on	payment of Annual Listing Fees to BSE as per Regulation 14 of the SEBI (Listing Obligations and Disclosure Requirements),	NA	As per the explanations provided to us by the management of the Company, the company is trying to arrange necessary funds to clear its outstanding listing fees and the company is committed to pay the listing fees in near future.	Due to paucity of funds the Annual Listing Fees to BSE could not be paid. The Company is trying its level best to arrange funds & is expected to pay the fees in very near future.	

Annexure "B"

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

Compliance Requirement	Regulati on/ Circular No	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amou nt	Observations / Remarks of the	Management Response	Remarks
(Regulations/Circulars/				(Advisory/Clarif ication/Fin			Practicing Company)		
guidelines including specific				e/Show Cause Notice/					
clause)				Warning, etc.)					

Regulation 14 of the SEBI (Listing	Regulation 14 of the SEBI (Listing	Non- payment of Annual	Bombay Stock	The trading of the scrip of the	The company has defaulted in	NA	As per the explanations	Due to paucity of funds	
Obligations and Disclosure	Obligations and Disclosure	Listing Fees to the	Exchange	company has been suspended	payment		provided to us by the	the Annual Listing Fees	
Requirements), 2015-Fees and	Requirements), 2015	Bombay Stock Exchange	Limited (BSE)	on Bombay Stock Exchange	of Annual Listing		management of the Company,	to BSE could not be paid.	
other Charges to be paid to the		Limited (BSE)		(BSE) due to non payment of	Fees to BSE as per Regulation 14		the company is trying to arrange	The Company is trying	
recognized stock exchange(s)				annual listing fees. However,	of the SEBI (Listing Obligations		necessary funds to clear its	its level best to arrange	
				BSE pursuant to its notice no.	and Disclosure Requirements),		outstanding listing fees and the	funds & is expected to	
				20210219-31 dated 19 Feb,	2015		company is committed to pay	pay the fees in very near	
				2021 has allowed the trading			the listing fees in near future.	future.	
				of shares of the company on					
				Trade-for-Trade basis only on					
				the first trading day of every					
				week till the company makes					
				payment of outstanding ALF to					
				the Exchange.					

Place: New Delhi Date: 28/05/2025 For Kundan Agrawal & Associates Company Secretaries



Kundan Agrawal Company Secretary Membership No. 7631 C.P. No. 8325 UDIN: