



DME Development Limited

(A Wholly Owned Entity of NHAI)

Corp Office : NHAI Building, Plot G -5 &6, Sector – 10, Dwarka, New Delhi – 110075

CIN : U45202DL2020GOI368878

PH : 011-25074100/25074200

Email: dmedl@nhai.org

Website: www.dmedl.in

Dated: May 22, 2026

To

National Stock Exchange of India Ltd. Exchange Plaza, Jeevan Vihar Building, 4th Floor, Road Area, 3, Sansad Marg, Janpath, Connaught Place, Delhi 110001	BSE Limited Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400001
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Sir/Madam

Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2026

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable SEBI Circulars issued from time to time, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2026, issued by M/s. Puneet & Associates, Company Secretaries,

We request you to take the aforesaid on records.

**Thanking you,
For DME Development Limited**

PRACHI Digitally signed by
MITTAL PRACHI MITTAL
Date: 2026.05.22
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**(Prachi Mittal)
Company Secretary & Compliance Officer
ACS: 40236**



SECRETARIAL COMPLIANCE REPORT
OF
DME DEVELOPMENT LIMITED
for the financial year ended March 31, 2026

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **DME Development Limited** (hereinafter referred as '**the listed entity**'), having its Registered Office at G-5 & 6, Sector-10, Dwarka Delhi – 110075. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion 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 in our opinion, the listed entity has, during the review period covering the financial year ended March 31, 2026, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, 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 **DME Development 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, 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:-

- (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 **were not applicable during the review period;**

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by PUNEET
Date:
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E-mail: info@cspuneet.com; Mobile No.: +91-9899429978. Telephone: 011- 47027248.

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- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **were not applicable during the review period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **were not applicable during the review period;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The provisions of the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (j) The provisions of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **were not applicable during the review period;**
- (k) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **not 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:**

S. 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	Management Response	Remarks
1.	Pursuant to Regulation 50(2) of SEBI (LODR) Regulations, 2015 The listed entity shall intimate the stock exchange not later than the date of commencement of dispatch of notices, in case of: (a) any annual general meeting or extraordinary general meeting that is proposed to be held for	50(2)	Delay in furnishing intimation regarding meeting of shareholders or holders of non-convertible	BSE Ltd.	Monetary penalty imposed for delayed intimation.	Delay in submission of prior intimation to the Stock Exchange regarding meeting of shareholders /holders of non-	Rs. 5900 /- vide notice dated 30.01.2026	The Company has subsequently complied with the requirement of Regulation 50(2). The delay appears to be procedural in nature and no adverse impact on investors	The management has taken note of the non-compliance and has strengthened the internal compliance monitor	The Company has submitted a waiver application in relation to the notice issued by the Stock Exchange. The matter has been placed before the relevant authority of the Exchange and is presently under consideration.

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	obtaining shareholder approval for the proposals specified under Regulation 50(1)(c) and (d); and (b) any meeting of the holders of non-convertible securities in relation to the proposal under Regulation 50(1)(e).		securities.			convertible securities as required under Regulation 50(2).		has been observed.	ring mechanism to ensure timely intimations to the Stock Exchange in future.	
2.	Pursuant to Regulation 50(2) of SEBI (LODR) Regulations, 2015 The listed entity shall intimate the stock exchange not later than the date of commencement of dispatch of notices, in case of: (a) any annual general meeting or extraordinary general meeting that is proposed to be held for obtaining shareholder approval for the proposals specified under Regulation 50(1)(c) and (d); and (b) any meeting of the holders of non-convertible securities in relation to the proposal under Regulation 50(1)(e).	50(2)	Delay in furnishing intimation regarding meeting of shareholders or holders of non-convertible securities.	NSE of India Ltd.	Moneymetary penalty imposed for delayed intimation.	Delay in submission of prior intimation to the Stock Exchange regarding meeting of shareholders /holders of non-convertible securities as required under Regulation 50(2).	Rs. 5900 /- vide notice dated 16.02.2026	The Company has subsequently complied with the requirement of Regulation 50(2). The delay appears to be procedural in nature and no adverse impact on investors has been observed.	The management has taken note of the non-compliance and has strengthened the internal compliance monitoring mechanism to ensure timely intimations to the Stock Exchange in future.	The Company had submitted a waiver application in respect of the notice issued by the Stock Exchange. The application was placed before the relevant authority of the Exchange and the request for waiver of fine was considered favourably. Consequently, the penalty was waived by the Exchange vide its letter bearing reference no. NSE/LIST/CD/2026/0013 dated 10.04.2026.

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

S. No.	Observations /Remark of the Practicing Company Secretary in the previous	Observations made in the Secretarial Compliance Report for the year	Compliance Requirement (Regulations/circulars / Guidelines including	Details of violation /deviations and actions taken /penalty	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
NIL						

I. We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
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 have been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI.	Yes	-
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 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	-

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5.	Details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	N.A. 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 and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	-
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) 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 N.A.	-
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.	N.A.	Since the listed entity is a debt listed entity Reg 30 is not applicable.
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
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 except as provided under separate paragraph herein (**).	No	The details of action taken by stock exchanges have been provided in clause (a) above.
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	NA	NA

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	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.		
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.	NA	No such observations

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

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 **PUNEET AND ASSOCIATES**
Company Secretaries

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PUNEET
(Proprietor)

FCS No. 9056; COP. No. – 10597
Peer Review Cert. No. 1525/2021
UDIN: F009056H000395090

Place: New Delhi
Date: 18.05.2026