

ISL/SS/SE/07/2026-2027  
11<sup>th</sup> May, 2026

The National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001
Symbol: INSPIRISYS	Scrip Code: 532774

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the year ended 31/03/2026.**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are forwarding herewith the Annual Secretarial Compliance Report for the year ended 31/03/2026 issued by the Practicing Company Secretary.

Please arrange to take the same on record.

Thanking You.

Yours faithfully,

**For Inspirisys Solutions Limited**



**S.Sundaramurthy**  
Company Secretary & Compliance Officer



Encl: as above

# **S Dhanapal & Associates LLP**

## **Practising Company Secretaries**

LLPIN ACB - 0368

(Regd. with Limited Liability Under the LLP Act, 2008)

**Designated Partners :**

S. Dhanapal, B.Com., B.A.B.L., F.C.S  
N. Ramanathan, B.Com., F.C.S  
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

### **SECRETARIAL COMPLIANCE REPORT**

**OF**

**INSPIRISYS SOLUTIONS LIMITED**

**FOR THE FINANCIAL YEAR ENDED 31.03.2026**

We, S DHANAPAL & ASSOCIATES LLP, Practicing Company Secretaries, Chennai, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by INSPIRISYS SOLUTIONS LIMITED having CIN L30006TN1995PLC031736 (hereinafter referred as 'the listed entity'), having its Registered Office at 1st Floor, Dowlath Towers, New Door Nos.57,59,61 &63 Taylors Road, Kilpauk, Chennai, Tamil Nadu, India, 600010.

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 31st March, 2026, 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 INSPIRISYS SOLUTIONS LIMITED ("the listed entity");
- (b) the filings/ submissions made by the listed entity to the stock exchanges and as provided to us / available for public viewing on website of the exchanges;
- (c) website of the listed entity namely www.inspirisys.com;
- (d) other document/ filings, such as email communications as relevant, which have been relied upon to make this certification,



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for year ended on March 31, 2026 ("Review Period") in respect of compliance with the applicable 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 there under 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, as and to the extent applicable, 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;
- (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;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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 there under, except in respect of matters specified below:

Sr.No.	Compliance Requirement (Regulations/circulars/guideline including specific case)	Regulation/Circular No.	Violations	Action Taken by	Type of Action <del>Advisory</del> — Clarification / Fine/Show Cause Notice/ Warning, etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practising Company Secretary	Management Response	Remarks
-	-	-	-	-	-	-	-	-	-	-



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

Sr.No.	Compliance Requirement (Regulations/circulars/guide-lines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
					Advisory/Clarification/Fine/ Show Cause Notice/ Warning, etc.					
-	-	-	-	-	-	-	-	-	-	-

I. We hereby report that, during the review period the compliance status of the listed entity with the following requirements is as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS
1.	<p><b>Secretarial Standards:</b></p> <p>Secretarial Standards: 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).</p>	Yes	Nil
2.	<p><b>Adoption and timely updation of the Policies:</b></p> <p>a) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</p> <p>b) 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.</p>	Yes  Yes	Nil  Nil



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3.	<p><b>Maintenance and disclosures on Website:</b></p> <p>a) The Listed entity is maintaining a functional website</p> <p>b) Timely dissemination of the documents/ information under a separate section on the website</p> <p>c) 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.</p>	Yes  Yes  Yes	Nil  Nil  Nil
4.	<p><b>Disqualification of Director:</b></p> <p>None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	Nil
5.	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	NA  Yes	<p>No material subsidiary</p> <p>The liquidation of Inspirisys Solutions Japan KK, a wholly owned subsidiary of the Company, has been duly completed with effect from July 14, 2025.</p>
6.	<p><b>Preservation of Documents:</b></p> <p>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.</p>	Yes	Nil



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7.	<p><b>Performance Evaluation:</b></p> <p>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.</p>	Yes	Nil
8.	<p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of audit committee for all related party transactions;</p> <p>(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.</p>	Yes	Nil
9.	<p><b>Disclosure of events or information:</b></p> <p>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.</p>	Yes	Nil
10.	<p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	Nil
11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>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.</p>	Not Applicable	No action has been taken against the listed entity, its directors or promoters either by SEBI or by Stock Exchanges during the review period.



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12.	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>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.</p>	Not Applicable during the review period	Nil
13.	<p><b>Additional Non- compliances, if any:</b></p> <p>No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.</p>	Not Applicable	There are no additional non compliances observed during the review period.

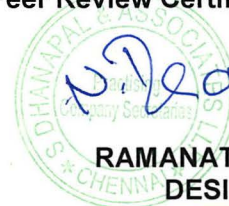
We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations – Not Applicable

### Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws during the review period 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 S DHANAPAL & ASSOCIATES LLP  
(Practising Company Secretaries)  
(Firm Regn. No. L2023TN014200)  
(Peer Review Certificate No.7751/2026)

Date: 08.05.2026  
Place: Chennai



**RAMANATHAN NACHIAPPAN**  
DESIGNATED PARTNER  
FCS 6665

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