



SIGMA ADVANCED SYSTEMS LIMITED

CIN: L24100TN1999PLC042730

Survey No 1/1, Plot No 24/A, Hardware Park, Srisailam Road

Kancha Imarat, Raviryala Village, Maheswaram Mandal

Hyderabad, 501510 Telangana, India

Tel: +91 40 69652222

Website: www.sigmaadvsys.com, Email: investors@sigmaadvsys.com

Date: May 28, 2026

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Scrip Code: 532408	National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex, Mumbai 400051 Symbol: SIGMAADV
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Dear Sir/Madam,

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

In terms of Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report issued by M. Damodaran & Associates, LLP, Practicing Company Secretaries, for the financial year ended on March 31, 2026.

We request you to take the same on record.

Thanking you,

For Sigma Advanced Systems Limited
(Formerly Megasoft Limited)

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Krishna Chaitanya Sadhu
Company Secretary & Compliance Officer

Registered Office



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SECRETARIAL COMPLIANCE REPORT OF SIGMA ADVANCED SYSTEMS LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

(Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026)

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **SIGMA ADVANCED SYSTEMS LIMITED** (Formerly known as *Megasoft Limited*) (hereinafter referred as "the listed entity"), having its Registered Office at No. 43/1 (# 129 to # 140), Prestige Palladium, 8th Floor, Greams Road, Nungambakkam, Chennai – 600 006, Tamil Nadu, 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 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, 2026** complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We, M Damodaran & Associates LLP Practicing Company Secretaries, Chennai have examined:

- a) all the documents and records made available to us and explanation provided by 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,





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for the year ended **March 31, 2026** ("Review Period") in respect of compliance with the provisions of:

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- ii. 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 prescribed under the SEBI Act whose provisions and the circulars/guidelines issued thereunder, (wherever applicable), have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR')
- 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 (Prohibition of Insider Trading) Regulations, 2015.
- e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client.
- f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- g) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- *Not applicable during the review period.*





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- h) Securities and Exchange Board of India (Buyback of Securities) Regulation, 2018 – *Not applicable during the review period.*
- i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 – *Not applicable during the review period.*

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 in **Annexure – A**.
- b. The listed entity was not required to take any actions as there were no observations made by the Secretarial Auditor in previous year report.
- c. The listed entity has taken sufficient steps to address the concerns raised/ observations made by the Secretarial Auditor in the reports pertaining to the periods prior to the previous years.
- d. We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standards:</u> 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	-





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2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity • 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	-
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • 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.	<p><u>Disqualification of Director:</u></p> <p>None of the Director(s) of the listed entity are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	-





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5.	<p><u>Details related to Subsidiaries of the listed entity have been examined w.r.t.:</u></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	<p>Not Applicable</p> <p>Yes</p>	<p>The Listed entity does not have any material subsidiary.</p> <p>-</p>
6.	<p><u>Preservation of Documents:</u></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>	<p>Yes</p>	<p>-</p>
7.	<p><u>Performance Evaluation:</u></p> <p>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.</p>	<p>Yes</p>	<p>-</p>



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12.	<p><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></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 SEBI Master Circular No. HO/49/14/14(7)2025-CFD POD2/I/3762/2026 dated January 30, 2026 on compliance with the provisions of the LODR Regulations by listed entities.</p>	Not Applicable	No resignation of statutory auditor during the review period
13.	<p><u>Disclosure of Employee Benefit Scheme Documents:</u></p> <p>The listed entity has complied with the requirements for disclosure of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the SEBI LODR as mentioned in Clause 11 of Section VI-L of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.</p>	Not Applicable	The listed entity does not have any Employee Benefit Schemes
14.	<p><u>No additional non-compliances observed:</u></p> <p>No additional non-compliance observed under any of the SEBI regulations/circulars/guidance notes etc. except as reported above.</p>	Yes	-



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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.

Place: Chennai
Date: May 28, 2026

For **M DAMODARAN & ASSOCIATES LLP**

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M. DAMODARAN
Managing Partner
Membership No.: FCS 5837
COP. No.: 5081
FRN: L2019TN006000
PR 3847/2023
ICSI UDIN: F005837H000518789




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;

Sr. 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 Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	As per Regulation 17(1)(c) of SEBI LODR, the board of directors of the top 2000 listed entities shall comprise of not less than six directors.	Regulation 17(1)(c) of SEBI LODR	The Board of Directors of the listed entity, during the quarter ended 30.09.2025, comprises of 5 Directors as against the minimum requirement of 6 Directors as per Regulation 17(1)(c) of SEBI LODR.	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)	Fine	The Board of Directors of the listed entity, during the quarter ended 30.09.2025, comprises of 5 Directors as against the minimum requirement of 6 Directors as per Regulation 17(1)(c) of SEBI LODR.	BSE – INR 5,42,800/- (including GST) NSE – INR 5,42,800/- (including GST)	The Board of Directors of the listed entity, during the quarter ended 30.09.2025, comprises of 5 Directors as against the minimum requirement of 6 Directors as per Regulation 17(1)(c) of SEBI LODR. BSE & NSE vide its e-mail communication dated November 28, 2025 had levied a fine of INR 4,60,000 (Base Fine) + GST @ 18% - INR 82,800, Total INR 5,42,800/- each separately for violation of Regulation 17(1)(c) of SEBI LODR. Such fine amount has been paid by the listed entity to both the stock exchanges on December 08, 2025.	Subsequently, the listed entity had appointed one Additional Director w.e.f. December 22, 2025 and complied with the requirement of provisions u/r 17 (1) (c) of SEBI LODR.	Nil

2.	As per Regulation 17(1)(c) of SEBI LODR, the board of directors of the top 2000 listed entities shall comprise of not less than six directors.	Regulation 17(1)(c) of SEBI LODR	The Board of Directors of the listed entity, during the quarter ended 31.12.2025 from 01.10.2025 to 21.12.2025, comprises of 5 Directors as against the minimum requirement of 6 Directors as per Regulation 17(1)(c) of SEBI LODR.	BSE & NSE	Fine	The Board of Directors of the listed entity, during the quarter ended 31.12.2025 from 01.10.2025 to 21.12.2025, comprises of 5 Directors as against the minimum requirement of 6 Directors as per Regulation 17(1)(c) of SEBI LODR.	BSE – INR 4,83,800/- (including GST) NSE – INR 4,83,800/- (including GST)	The Board of Directors of the listed entity, during the quarter ended 31.12.2025 from 01.10.2025 to 21.12.2025, comprises of 5 Directors as against the minimum requirement of 6 Directors as per Regulation 17(1)(c) of SEBI LODR. BSE & NSE vide its e-mail communication dated February 27, 2026 had levied a fine of INR 4,10,000 (Base Fine) + GST @ 18% - INR 73,800, Total INR 4,83,800 /- each separately for violation of Regulation 17(1)(c) of SEBI LODR. Such fine amount has been paid by the listed entity to both the stock exchanges on March 02, 2026.	Subsequently, the listed entity had appointed one Additional Director w.e.f. December 22, 2025 and complied with the requirement of provisions u/r 17 (1) (c) of SEBI LODR.	Nil
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