



*Annual Secretarial Compliance Report of
M/s. Neueon Corporation Limited
(formerly M/s. Neueon Towers Limited)
for the year ended 31.03.2026*

*[Pursuant to Regulation 24A(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
read with circular dated February 8, 2019, issued by SEBI and amendments thereof]*

We, M/s. RPR & Associates, Company Secretaries, Hyderabad, have examined:

- (a) all the documents and records made available to us and explanation provided by **M/s. Neueon Corporation Limited** (formerly M/s. Neueon Towers Limited) ("**the listed entity**"), (CIN: L40109TG2006PLC049743) having its registered office at Survey No. 321, Turkala Khanapur Village, Hathnoora Mandal-502296, Sangareddy District, Telangana and corporate and admin office at Unit No. 204, Ashoka Capitol, Road No. 2, Banjara Hills, Hyderabad – 500034, Telangana;
- (b) the filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity; and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification/report,

for the year ended **31st March, 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;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **No Buyback of securities during the review period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not Applicable during the review period.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable during the review period.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Securities) Regulations, 2021; - **Not Applicable during the review period.**
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **Not Applicable during the review period.**
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments from time to time;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2018 regarding the Companies Act and dealing with client;
- (k) Securities and Exchange Board of India (Depositories and Participants) Regulations 2018;

and circulars/ guidelines issued thereunder and the additional affirmations as per the circulars issued by the stock exchanges on 16th March 2023 and subsequent amendments thereon;

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 as specified in Annex A:

We further report that the Hon'ble NCLT has approved the Resolution Plan submitted by a consortium led by PRECA Solutions India Private Limited (hereinafter referred to as "Resolution Applicant") vide its Order dated October 23, 2024 ("Approval Order"). The Resolution Applicant has then formed an SPV namely "PRECA Structures Private Limited (presently known as Neueon Consol Private Limited" for implementation of the approved resolution plan.

As per the direction issued by the Hon'ble NCLT, Hyderabad bench under clause 4.2.1, 4.2.5, 4.2.6, 8.3 (a) & 9.9 of the approved resolution plan, the Board of Directors in its meeting held on 09th December 2024 approved for the face value of the existing issued, subscribed and paid-up Equity Share capital of the Company stands reduced from Rs. 56,54,45,250/- to Rs. 5,65,44,552/- (by way of reducing the Face Value from Rs.10/- each to Re. 1/- each).

SHP before Capital Reduction:**EQUITY SHARES OF Rs. 10/- EACH**

Sl No.	Category	Equity Shares of Rs. 10/- each	Equity Share Capital	Percentage
1	Erstwhile Promoter(s)	2,05,29,443	20,52,94,430	36.31%
2	Public	3,60,15,109	36,01,51,090	63.69%
Total		5,65,44,552	56,54,45,520	100%

SHP after Capital Reduction of Face Value from Rs. 10 to Re.1/-**EQUITY SHARES OF Re. 1/- EACH**

Sl No.	Category	Equity Shares of Rs. 1/- each	Equity Share Capital	Percentage
1	Promoter(s)	-	-	-
2	Public (including erstwhile promoters in public)	5,65,44,552	5,65,44,552	100%
Total		5,65,44,552	5,65,44,552	100%

The Company has received approval from BSE Limited vide notice no. 20251219-21 dated 19th Dec 2025 and National Stock Exchange of India Limited vide circular ref. no: 2492/2025 dated 19th Dec 2025 for recommencement of trading bearing distinctive numbers from 1 to 5,65,44,552 from w.e.f. Tuesday, i.e., December 23, 2025 with BSE and NSE symbol "NEUEON".

The Board of Directors in its meeting held on November 07, 2025 has allotted 50,89,00,968 equity shares of Re. 1 each to M/s. Preca Structures Private Limited (presently known as Neueon Consol Private Limited) (Resolution Applicants & New Promoter) in pursuant to applicable regulations of the SEBI (LODR) Regulations, 2015 and in the process of implementation of the provisions of the Resolution Plan of the Company approved by the Hon'ble NCLT, Hyderabad bench vide its Order

dated October 23, 2024 in IA (Plan) No. 17 of 2024 in CP (IB) No. 679/7/HDB/2018. Post allotment of 50,89,00,968 equity shares of Re. 1 each, SHP of the company is:

EQUITY SHARES OF Re. 1/- EACH

S. No.	Category	New No. of Equity Shares of Re. 1/- each as per the approved Resolution Plan (post reduction in capital and allotment to resolution applicant/nominee)	New Paid-up Equity Share Capital as per the approved Resolution Plan (post reduction in capital and allotment to resolution applicant/nominee) (in Rs.)	Percentage
1	New Promoter	50,89,00,968	50,89,00,968	90%
2	Public	5,65,44,552	5,65,44,552	10%
Total		56,54,45,520	56,54,45,520	100%

The Company has received Trading approval from BSE Limited vide Notice No. 20260407-15 dated 07th April 2026 and from National Stock Exchange of India Limited vide letter bearing No. NSE/LIST/ 54259 dated 07th April 2026 for trading of 50,89,00,968 Equity Shares of Re. 1/- each issued under preferential basis bearing distinctive numbers from 5,65,44,553 to 56,54,45,520 from 08th April 2026.

The Company has filed application on 26th March 2025 for reclassification of erstwhile promoters to public category under Regulation 31A(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as per process of implementation of the provisions of the Resolution Plan of the Company approved by the Hon'ble NCLT, Hyderabad bench vide its Order dated October 23, 2024 in IA (Plan) No. 17 of 2024 in CP (IB) No. 679/7/HDB/2018. The company is yet to receive approval from both the exchanges.

Further, w.e.f. 09th Sep 2025, Company has changed its corporate office from #24, Nagarjuna Hills, Punjagutta, Hyderabad-500082, Telangana to Unit No. 204, Ashoka Capitol, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana and w.e.f. 18th Sep 2025, Company has changed its name from Neueon Towers Limited to Neueon Corporation Limited.

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports as **specified in Annex B**;

We hereby further 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.	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: <ul style="list-style-type: none"> • 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	-
3.	Maintenance and disclosures on Website: <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	-
4.	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	-
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes	No material subsidiaries during the review period
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 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) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	-
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	-
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	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: 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 thereunder.	As mentioned in Annex A	

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 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.	Yes	During the review period, M/s. RPSV & Co., Chartered Accountants resigned as Statutory Auditors on July 10, 2025 and M/s. ASKM & Co, Chartered Accountants were appointed as Statutory Auditors in the 18 th AGM of the listed entity held on August 19, 2025 for a period of five years.
13.	Additional non-compliances, if any: No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	-

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 read with the SEBI Circular for implementation of recommendations of the Expert Committee for facilitating ease of doing business for listed entities dated December 31, 2024. - *Not applicable during the review period.*

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 (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 RPR & Associates
Company Secretaries

Place: Hyderabad
Date: 26.05.2026

UDIN: F005783H000483810

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783; C P No. 5360
Peer Review Certificate No. 1425/2021

ANNEX-A

Sl. No.	Compliance Requirement (Regulations /circulars/ guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken By	Type of Action	Details of Violation	Fine Amount (Rs)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory /Clarification/ Fine/Show Cause Notice/ Warning, etc.					
1	Constitution of Board of Directors for quarter ended March 2025.	Reg. 17*	Proper constitution of Board of Directors	BSE & NSE	Fine	Proper constitution of Board of Directors	BSE Fine INR 5,31,000/- (including GST) NSE Fine INR 5,31,000/- (including GST)	The new management of the company has paid SOP fine in both the exchanges and complied.	The Company will ensure compliance with SEBI Regulations.	NA
2	Constitution of Board of Directors for quarter ended June 2025.	Reg. 17*	Proper constitution of Board of Directors	BSE & NSE	Fine	Proper constitution of Board of Directors	BSE Fine INR 4,07,100/- (including GST) NSE Fine INR 4,07,100/- (including GST)	The new management of the company has paid SOP fine in both the exchanges and complied.	The Company will ensure compliance with SEBI Regulations.	NA
3	Disclosure of Related Party Transactions for half-year ended Sep 2025.	Reg. 23(9)*	Pertain to disclose related party transactions in the format as specified and within the prescribed timeline.	BSE	Fine	Pertain to disclose related party transactions in the format as specified and within the prescribed timeline.	BSE Fine INR 53,100/- (including GST)	Due to technical error, company is not able to disclose related party transactions within the time frame. However, company took necessary step for filing with BSE and paid SOP fine and complied.	The Company will ensure compliance with SEBI Regulations.	NA
4	Prior intimation for board meeting business item for board meeting held on 07 th Nov 2025.	Reg. 29*	Pertain to furnishing prior intimation for board meeting business item	BSE & NSE	Fine	Prior intimation for board meeting	BSE Fine INR 11,800/- (including GST) NSE Fine INR 11,800/- (including GST)	The Board has granted in principle approval to raise approximately INR 1,000 crores through debt and/or equity to support the Company's growth and expansion plans, as may be determined by the Board at a later date, subject to receipt of all statutory approvals. This	The Company will ensure compliance with SEBI Regulations.	NA

								approval does not pertain to any specific fund-raising activity at this stage. However, the Company has paid the SOP fine to avoid delays and to save time and effort.		
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*Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Note: During the year under review, Stock Exchanges (BSE & NSE) has sought certain clarifications / representations / to rectify the discrepancies under various regulations of SEBI (LODR) Regulations, 2015 and other SEBI Regulations and accordingly the Company has clarified / rectified the discrepancies / provided representations to the Stock Exchanges.

ANNEX-B

Sl. No.	Observations / Remarks of the PCS in the previous reports	Observations made in secretarial compliance report for the year ended	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	The company has filed Statement of Modified Opinion dated 09.01.2025 for both standalone and consolidated financial statement.	2024-25	Clarification for audited Financial Statement for period 2023-24	The company has not submitted the Statement of Modified Opinion or in case of unmodified opinion(s), a declaration to that effect to the Stock Exchange.	The company has filed Statement of Modified Opinion dated 09.01.2025 for both standalone and consolidated financial statement and case has been closed.	-
2	The company has given clarification to queries raised by exchanges.	2024-25	Clarification on Financial results for period Q1 2024-25	1. Financial results not submitted within 30 minutes from end of board meeting. 2. Financial results submitted is not as per format prescribed by SEBI 3. Machine Readable Form / Legible copy of Financial Results not submitted	The company has given clarification to queries raised by exchanges and case has been closed.	-
3	The Company has filed Half yearly return for related party disclosure for period Sep 2024 with both exchanges and received waiver of fines.	2024-25	Half-yearly Related party disclosure	Delay in submission of Half yearly return for related party disclosure for period Sep 2024	The delay is due to company is under CIRP and thereafter new management took over the company. The Company has filed	-

Sl. No.	Observations / Remarks of the PCS in the previous reports	Observations made in secretarial compliance report for the year ended	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
					Half yearly return for related party disclosure for period Sep 2024, received waiver in SOP fines and case has been closed.	
4	The Company has filed shareholding pattern and Statement of Grievance Redressal Mechanism for period Sep 2024 and received waiver of fines.	2024-25	Submission of quarterly shareholding pattern and Statement of Grievance Redressal Mechanism for period Sep 2024.	Delay in submission of shareholding pattern and Statement of Grievance Redressal Mechanism for period Sep 2024	The delay is due to company is under CIRP and thereafter new management took over the company. The Company has filed shareholding pattern and Statement of Grievance Redressal Mechanism for period Sep 2024, received waiver in SOP fines and case has been closed.	-
5	The company has responded to query raised by exchange.	2024-25	Outcomes of Board Meeting held on 02nd Dec 2024.	Delay in reporting of outcomes of BM in NEAPS	Due to technical error, company is not able to upload results within timelines.	-
6	The company has responded to query raised by exchange.	2024-25	Seeking clarifications on quarterly submission of shareholding pattern for March 31, 2021, March 31, 2020 and December 31, 2019	Seeking Clarification Change in number of Promoters, Promoter Pledge Holding and sub-category.	The Company has clarified to NSE for the said discrepancies and case has been closed.	-
7	The Company has paid the said fine amounts and complied.	2024-25	Appointment of Company Secretary as a compliance officer	Delay in appointment of Company Secretary as a compliance officer	The company has paid SOP fine to both the exchanges and case has been closed.	-
8	The company has responded to query raised by exchange.	2024-25	Corporate Governance Report for the Quarter ended December 31, 2024	Appointment of minimum directors, audit committee, nomination and remuneration committee, Stakeholder Relationship committee, audit committee	The Company has clarified to NSE for the said discrepancies and case has been closed.	-

Sl. No.	Observations / Remarks of the PCS in the previous reports	Observations made in secretarial compliance report for the year ended	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
				meetings, and number of members in committee		
9	The company has responded to query raised by exchange.	2024-25	Corporate Governance Report for the Quarter ended June 2024	Non conduct of Audit Committee meeting and Board Meeting.	The Company has clarified to NSE for the said discrepancies and case has been closed.	-
10	The company has filed revised XBRL Financial Q3 results (2024-25)	2024-25	Clarification for Q3 XBRL Financial results (2024-25)	Revision of XBRL Q3 Financial results (2024-25)	The company has filed revised XBRL Financial Q3 results (2024-25) and case has been closed.	-
11	The company has filed application for erstwhile promotor reclassification to BSE and NSE and filed revised quarterly return SHP.	2024-25	Revision of quarterly shareholding pattern for quarter Dec 2024	To categorize erstwhile promotors in promotor category till promotor reclassification is approved by exchanges.	The company has filed application for erstwhile promotor reclassification to BSE and NSE and revised quarterly return SHP.	-
12	The company has filed application for erstwhile promotor reclassification to BSE and NSE and filed revised quarterly return SHP.	2024-25	Revision of quarterly shareholding pattern for quarter Sep 2024	To categorize erstwhile promotors in promotor category till promotor reclassification is approved by exchanges.	The company has filed application for erstwhile promotor reclassification to BSE and NSE and revised quarterly return SHP.	-
13	The company has filed application for erstwhile promotor reclassification to BSE and NSE and filed revised quarterly return SHP.	2024-25	Revision of quarterly shareholding pattern for quarter June 2024	To categorize erstwhile promotors in promotor category till promotor reclassification is approved by exchanges.	The company has filed application for erstwhile promotor reclassification to BSE and NSE and revised quarterly return SHP.	-
14	The company has filed application for erstwhile promotor reclassification to BSE and NSE and filed revised quarterly return SHP.	2024-25	Revision of quarterly shareholding pattern for quarter March 2024	To categorize erstwhile promotors in promotor category till promotor reclassification is approved by exchanges.	The company has filed application for erstwhile promotor reclassification to BSE and NSE and revised quarterly return SHP.	-
15	The company has filed waiver of SOP fines with	2024-25	Appointment of Board of Directors,	Delay in appointment of	The Company has complied, paid the	-

Sl. No.	Observations / Remarks of the PCS in the previous reports	Observations made in secretarial compliance report for the year ended	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
	BSE for regulation no. 17, 18, 19 & 20. Company is yet to receive withdrawal of SOP fines.		Constitution of Audit committee, Nomination and Remuneration committee, Stakeholder Relationship committee,	Board of Directors, Constitution of three statutory committees	SOP fines and case has been closed.	
16	The company has responded to discrepancy raised by NSE and provided top 75% receivables for FY 2022-23 & FY 2023-24.	2024-25	Clarification for audited financial statement for FY 2023-24	The company has not created provision for bad and doubtful debts.	The company has responded to discrepancies raised by NSE and provided top 75% receivables for FY 2022-23 & FY 2023-24.	-
17	New Board of Directors has filed SDD Compliance Certificate for quarter December 2024 and March 2025.	2024-25	SDD non-compliance	Non-submission	The Board of Directors has filed SDD Compliance Certificate for quarter December 2024 and March 2025. Case has been closed.	-
18	The new Board of Directors has filed statements, applied for waiver of SOP fines and received withdrawal of SOP fines.	2024-25	Statement of Grievance Redressal Mechanism for period March 2024	Non-submission of Statement of Investor Complaints in XBRL Mode for the Quarter ended June 30, 2024	Company has filed Investor Complaints in XBRL Mode and received waiver on SOP fines.	-
19	Resolution Applicant of the company has paid all ALF dues with interest.	2024-25	Payment of ALF dues for FY 2024-25	Delay in payment of ALF dues.	Company has paid all ALF dues with interest with exchanges.	-