ROSE MERC LIMITED
तमसो ऽ मा ज्योतिर्गमय

15/B/4, New Sion Chs Swami Vallabhdas Road,
Opp SIES College, Behind Dmart Store,
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM
CIN : L93190MH1985PLC035078

Date: 26th August, 2026

To,
Listing Department,
BSE Limited,
Phiroz Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

BSE Scrip Code: 512115 Scrip ID: ROSEMER

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Fine levied by BSE Limited.

Dear Sir/Maam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Company has received a communication dated August 25, 2026 from BSE Limited ("BSE") in relation to levy of fine for non-compliance with Regulation 19(1)/19(2) of the SEBI (LODR) Regulations, 2015 for the quarter ended June 30, 2026.

As per the communication received from BSE, the non-compliance relates to the constitution of the Nomination and Remuneration Committee under Regulation 19(1)/19(2) of the SEBI (LODR) Regulations, 2015.

The details as required pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with the applicable provisions of the SEBI Master Circular for compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 dated January 30, 2026, consolidating the applicable disclosure requirements and circulars issued by SEBI from time to time (the "SEBI Circular"), are enclosed herewith as **"Annexure A".**

The Company shall also take appropriate steps in respect of the fine communicated by BSE within the prescribed timeline and submit the requisite payment/remittance details to BSE.

The matter shall be placed before the Board of Directors of the Company at its ensuing meeting, in accordance with the requirements communicated by BSE.

This disclosure is being made for the information of the members of the Stock Exchange and other stakeholders.

Kindly take the above information on record.

Thanking you,
For ROSE MERC LIMITED

Vaishali Parkar Kumar
Digitally signed by Vaishali Parkar Kumar
Date: 2026.08.26 16:15:23 +05'30'

Vaishali Parkar Kumar
Managing Director
DIN: 09159108

Encl. as above.

"Annexure A"

Disclosure under Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations, 2015, read with the SEBI Circulars

Sr. No.	Particulars	Information / Remarks
1	**Name of the Authority**	BSE Limited ("BSE")
2	**Nature and details of the action(s) taken or order(s) passed.**	BSE Limited ("BSE"), vide its email dated August 25, 2026, has imposed a fine of Rs. 2,14,760/- (basic fine plus GST) on the Company for non-compliance with the requirements pertaining to the constitution of the Nomination and Remuneration Committee under Regulations 19(1) and 19(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 2026.
3	**Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority**	The Company received communication from BSE Limited on August 25, 2026, intimating levy of fine for non-compliance with the requirements pertaining to the constitution of the Nomination and Remuneration Committee under Regulations 19(1) and 19(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the quarter ended June 30, 2026.
4	**Details of the contravention(s)/ violation(s) committed or alleged to be committed**	A fine of Rs. 2,14,760/- (including GST) has been levied by BSE Limited for non-compliance with the requirements relating to the constitution of the Nomination and Remuneration Committee under Regulations 19(1) and 19(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 2026.
5	**Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible**	The aforesaid fine of Rs. 2,14,760/- (including GST) is not expected to have any material impact on the financial, operational or other activities of the Company. The Company shall make payment of the fine within the timeline prescribed by BSE Limited and shall take necessary steps to ensure compliance with the applicable provisions of the SEBI Listing Regulations.

Gmail

CS rosemerc <cs@rosemerc.in>

512115-Fines as per SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023 and last updated on January 30,2026 (Chapter VII (A)-Penal Action for Non-Compliance)

bse.soplodr <bse.soplodr@bseindia.com> Tue, 25 Aug at 6:58 PM
To: info@rosemerc.in <info@rosemerc.in>, rmltd@sify.com <rmltd@sify.com>, cs@rosemerc.in <cs@rosemerc.in>
Cc: bse.soplodr <bse.soplodr@bseindia.com>

Ref.: SOP-CReview/ QTR-Jun-26

To

The Company Secretary/Compliance Officer

Company Name: Rose Merc Ltd

Scrip Code: 512115

Dear Sir/Madam,

Sub: Fines as per SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023 and last updated on January 30,2026 (Chapter VII (A)-Penal Action for Non-Compliance).

The company is advised to refer to the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023 and last updated on January 30,2026 issued by Securities and Exchange Board of India (SEBI) with respect to penal actions prescribed for non-compliance of certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Standard Operating Procedure for suspension and revocation of trading of specified securities of listed entities.

The Exchange had also issued a guidance note regarding the provisions of the said SEBI circular which is disseminated on the Exchange website at the following link:

https://www.bseindia.com/downloads1/Guidance_Note_for_SEBI_SOP_Circular.pdf

In this regard it is observed that the company is non-compliant/late compliant with the following Regulations for the period mentioned below:

Applicable Regulation of SEBI (LODR) Regulations, 2015	**Fine prescribed**	**Fines levied till the quarter ended**	**Fine payable by the company as on August 25,2026 (inclusive of GST @ 18 %)**		
			Basic Fine	**GST @ 18 %**	**Total Fine payable**
Regulation 17(1) Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director	Rs. 5,000 per day	**June 2026**	0	0	0

Regulation 17(1A) Non-compliance with the requirements pertaining to appointment or continuation of Non-executive director who has attained the age of seventy-five years	Rs. 2,000 per day	**June 2026**	0	0	0
Regulation 17(2) Non-compliance with the requirements pertaining to the number of Board meetings	Rs. 10,000 per instance	**June 2026**	0	0	0
Regulation 17(2A) Non-compliance with the requirements pertaining to quorum of Board meetings.	Rs. 10,000 per instance	**June 2026**	0	0	0
Regulation 18(1) Non-compliance with the constitution of audit committee	Rs. 2,000 per day	**June 2026**	0	0	0
Regulation 19(1)/ 19(2) Non-compliance with the constitution of nomination and remuneration committee	Rs. 2,000 per day	**June 2026**	182000	32760	214760
Regulation 20(2)/(2A) Non-compliance with the constitution of stakeholder relationship committee	Rs. 2,000/- per day	**June 2026**	0	0	0
Regulation 21(2) Non-compliance with the Constitution of risk management committee	Rs. 2,000/- per day	**June 2026**	0	0	0
Regulation 27(2) Non-submission of the Corporate governance compliance report within the period provided under this regulation	*Rs. 2,000/- per day	**June 2026** **(-)**	0	0	0
		Total	**182000**	**32760**	**214760**

(*) As per the provisions of the circular the fines will continue to be computed further till the time of rectification of the non-compliance to the satisfaction of the Exchange or till the scrip of the listed entity is suspended from trading for non-compliance with aforesaid provisions.

The Company is therefore advised to note that as per the provisions of this circular:

- The company is required to ensure compliance with above regulation and ensure to pay the aforesaid fines including GST **within 15 days** from the date of this letter/email, **failing which Exchange shall, pursuant to the provisions of the aforesaid circular, initiate action related to freezing of the entire shareholding of the promoter in this entity as well as all other securities held in the demat account of the promoter.**

- Further in the event of this being the second consecutive quarter of non-compliance for the Regulation 17(1), 18(1), 27(2) would result in the company being transferred to Z group and liable for suspension of trading of its equity shares.

- The company is also advised to ensure that the subject matter of non-compliance which has been identified and indicated by the Exchange and any subsequent action taken by the Exchange in this regard shall be placed before the Board of Directors of the company in its next meeting. Comments made by the board shall be duly informed to the Exchange for dissemination.

For the Companies to whom Regulation 15 (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable, a certificate from the Company Secretary/Compliance Officer of the company, certifying that Paid up equity capital was not exceeding Rs.10 Crores and Net worth was not exceeding Rs.25 Crores as on the last day of the previous three consecutive financial year is required to be submitted to the Exchange. Companies are required to mention the exact paid up equity capital and net worth figures in this certificate.

Provided that where the provisions of the regulations specified in the regulation becomes applicable to a listed entity at a later date, such listed entity shall comply with the requirements of those regulations within six months from the date on which the provisions became applicable to the listed entity.

Provided further that once the above regulations become applicable to a listed entity, they shall continue to remain applicable till such time the equity share capital or the net-worth of such entity reduces and remains below the specified threshold for a period of three consecutive financial years.

(For XBRL related queries company may contact on helpline no: 9316749660 or send emails to query.lodr@bseindia.com). The Excel utility of Integrated Governance Report can be downloaded from the Listing Centre portal.

Yours faithfully

Reena Raphel	**Shraddha Bagwe**
Manager	**Deputy Manager**
Listing Compliance	**Listing Compliance**

In case of any further queries please email the following ids:

Particulars	Email Id	Contact Number
Query on compliance of Reg 17 to 21,27	Shraddha.Bagwe@bseindia.com Sagar.Darra@bseindia.com cgcompliances@bseindia.com	022-22728148/5833/8087
Query on remittance	bse.soplodr@bseindia.com	022-22728194

Company is requested to remit the fine amount to the following designated **VIRTUAL BANK ACCOUNT** of the Exchange:

Company Name	Rose Merc Ltd		
Account Name	**Bank Name & Branch**	**Virtual Bank Account No.***	**IFSC Code**
BSE Limited	ICICI Bank Ltd.- CMS Branch	BSER02672	ICIC0000104

Note: This bank account is specifically dedicated to SOP fine and Waiver fees only, Therefore, company is advised not to deposit/credit any amount payable other than SOP fines/penalties/waiver.

The company is required to submit fine remittance details in the following format given at Annexure I to Email id: bse.soplodr@bseindia.com

Annexure-I (On letterhead of the company)

Sub: Details of Payment of fines for Non-Compliance with Regulations of SEBI (LODR) Regulations, 2015.

Remittance details:

Scrip Code	Regulation & Quarter	Bank UTR number	Date of Payment	Amount paid	TDS deducted, if any	Net Amount paid