



Dated: 24.04.2026

**To,
The Manager,
Department of Corporate Services
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai – 400 001
BSE Scrip code – [544158]
Equity ISIN INE0R6Z01013**

**The General Manager,
Department of Corporate Services
The National Stock Exchange of India Limited
Plot No. C/1, G Block, Bandra Kurla complex,
Bandra, Mumbai – 400 051
NSE Scrip code – [SRM]**

**Subject: Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015 –
Administrative Warning Letter received from SEBI**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Company has received an Administrative Warning Letter dated April 23, 2026 from the Securities and Exchange Board of India (SEBI).

The said letter pertains to non-compliance with Regulation 23(4) read with Regulation 23(1) of the SEBI (LODR) Regulations, 2015, in relation to obtaining prior approval of shareholders for certain material related party transactions entered into by the Company during the financial year 2024–25.

The Company had subsequently obtained approval of the shareholders for the said transactions in the Annual General Meeting held on September 29, 2025. However, SEBI has observed that prior approval was required under the aforesaid regulations.

SEBI has advised the Company to be more vigilant in ensuring compliance with applicable provisions and to avoid recurrence of such instances in future.

The Company takes note of the same and is committed to strengthening its internal compliance mechanisms to ensure strict adherence to regulatory requirements.

The aforesaid letter will also be placed before the Board of Directors in the ensuing Board Meeting.

SRM CONTRACTORS LIMITED

(Formerly known as 'SRM CONTRACTORS PRIVATE LIMITED')

CIN: U45400JK2008PLC002933

Regd. Office: Sector-3, Near BJP Head Office, Trikuta Nagar, Jammu-180012

Telefax: 0191-2472729. Email: srmcontractors@gmail.com;

GSTIN: 01AAMCS4397M1ZT



A copy of the said Administrative Warning Letter is enclosed herewith.

Kindly take the same on record.

Thanking you,
For **SRM Contractors Limited**

Arun Mathur
Company Secretary & Compliance Officer
M.no: 36848

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Deputy General Manager
Corporation Finance Department
Division of Supervision, Enforcement & Complaints - 3
email: vandanaj@sebi.gov.in
Contact no: 022-26449639

By Courier and E-mail

HO/49/13/11(225)2026-CFD-SEC3 I/9945/2026
April 23, 2026

SRM Contractors Limited
Sector 3, Near BJP Head Office,
Trikuta Nagar, Jammu & Kashmir-180020
Tel No: 9906323474

**Kind Attention: Mr. Arun Mathur, Company Secretary & Compliance
Officer**

**Subject: Administrative Warning letter for non-compliance of
SEBI(LODR) Regulations, 2015**

Sir/Madam,

1. It has come to the notice of the Securities and Exchange Board of India (SEBI) that the Company entered into transactions with related parties, namely SRM-Rajinder Projects and SRM-RSB Projects (Joint Ventures), which aggregated to Rs.84.05 crore and Rs.47.40 crore respectively during FY 2024-25. These transactions exceeded the materiality threshold prescribed under Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations").
2. As per Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.
3. Further, in terms of Regulation 23(4) of the LODR Regulations, all material related party transactions require prior approval of the shareholders. However, it is observed that the Company failed to obtain prior shareholders' approval before entering into/continuing the aforesaid material related party transactions.



4. It is noted that though the aforesaid material related party transactions were subsequently ratified by shareholders in the AGM held on September 29, 2025, the requirement under Regulation 23(4) is for prior approval, which was not complied with. Subsequent ratification does not absolve the Company of its obligation to comply with the said requirement.
5. In view of the above, the Company's failure to obtain prior shareholder approval for material related party transactions constitutes a **violation of Regulation 23(4) read with Regulation 23(1)** of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. The above violation has been viewed seriously. You are, therefore, warned to be careful in future and improve your compliance standards to avoid recurrence of such instances in future, failing which appropriate enforcement action would be initiated in accordance with the law.
7. You are advised to disclose this letter to the recognized stock exchange(s) in terms of LODR Regulations, 2015 and also place it before your Board in its next meeting.

Yours faithfully,



Vandana Joglekar



Copy to: NSE (Via email)