



KANORIA CHEMICALS & INDUSTRIES LIMITED

Registered Office :
KCI Plaza, 6th Floor
23C, Ashutosh Chowdhury Avenue
Kolkata-700 019
Tel : +91-33-4031-3200
CIN : L24110WB1960PLC024910
E-mail : calall@kanoriachem.com
Website : www.kanoriachem.com

Date: 29th May 2026

To, The Manager, Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Symbol: KANORICHEM	To, The Secretary, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Script Code: 506525
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Dear Sirs,

Re: Annual Secretarial Compliance Report for the year ended 31st March, 2026.

We attach herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2026 issued by MR & Associates, Practicing Company Secretaries.

Thanking you,

Yours sincerely,
For Kanoria Chemicals & Industries Limited

Pratibha Jaiswal
Company Secretary

Encl.: As above



MR & Associates

COMPANY SECRETARIES
(Peer Reviewed Firm)

46, B. B. Ganguly Street, 406, Kolkata - 700 012
Tel No: 033 2237 9517 / 4007 7907
Email : mrosso1996@gmail.com / goenkamohan@gmail.com

SECRETARIAL COMPLIANCE REPORT OF KANORIA CHEMICALS & INDUSTRIES LIMITED

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026

[Pursuant to Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

To,
The Members,
KANORIA CHEMICALS & INDUSTRIES LIMITED
KCI Plaza, 6th Floor,
23C Ashutosh Chowdhury Avenue,
Kolkata- 700019

We, MR & Associates, a firm of Practicing Company Secretaries, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **KANORIA CHEMICALS & INDUSTRIES LIMITED** (hereinafter referred as 'the listed entity'), having its Registered Office at KCI Plaza, 6th Floor, 23C Ashutosh Chowdhury Avenue, Kolkata- 700019. 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 in our opinion, the listed entity has, during the review period covering the Financial Year ended on March 31, 2026, adequately complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We have examined:

- all the documents and records made available to us and explanation provided by **KANORIA CHEMICALS & INDUSTRIES LIMITED** ("The listed entity")
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document / filing, as may be relevant, which has been relied upon to make this certification,

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

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- (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 ("SEBI LODR Regulations 2015");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable as there was no reportable event during the Financial Year under review.**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations 2015");
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; - **Not Applicable as there was no reportable event during the Financial Year under review.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not Applicable as there was no reportable event during the Financial Year under review.**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - **Not Applicable as there was no reportable event during the Financial Year under review.**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations 2015");
- (h) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder, and based on the above examination, we hereby report that, during the Review Period:

- I. (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: **As per Annexure A**
- II. The listed entity has taken the following actions to comply with the observations made in previous reports: **As per Annexure B**
- III. We hereby report that, during the review period the compliance status of the listed entity with the following requirements

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Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks of the Practicing Company Secretary
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>	Yes	-
2.	<p>Adoption and timely updation of the Policies:</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 entities All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	-
3.	<p>Maintenance and disclosures on Website:</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	-
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	We have verified the same on the basis of declaration furnished by the directors as produced before us
5.	<p>Details related to Subsidiaries of listed entities</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	Yes	As per the information provided by the management, the company have one foreign subsidiary /material subsidiary company as on Financial Year ended 31.03.2026 viz., Kanoria Africa Textiles Plc.

6.	<p>Preservation of Documents:</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	We have relied upon the management representation and verified the same on a sample basis.
7.	<p>Performance Evaluation:</p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year</p>	Yes	The review of the performance evaluation was done at the board meeting held on February 12, 2026 as per the minutes furnished by the Company.
8.	<p>Related Party Transactions:</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	As per the information given by the management, the required approval for Related Party Transactions had been obtained.
9.	<p>Disclosure of events or information:</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	All the material information u/r 30 were intimated to the stock exchange within time period as per the information given by the management of the Company.
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	Verification of entries maintained in the Structured Digital Database was carried out on a sample basis and we have relied upon the confirmation received from the Company in this regard.
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</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;</p>	NA	As per the information and documentary evidences made available to us by the management, there were no action(s) taken against the listed entity/ its promoters/ directors/ subsidiaries either by stock exchange or SEBI during the period under review.

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.	NA	There was no such instance of resignation of statutory auditor from the listed entity.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	None

We further, report that the listed entity is not required to comply with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

We further report that during the financial year 2025-26, certain filings submitted to the Stock Exchange(s) were not authenticated through DSC, though duly signed by the authorised signatory and certain disclosures filed with the Stock Exchange(s) were also subsequently revised by the Company upon identification of inadvertent reporting errors. Further, the QR codes provided in certain newspaper advertisements relating to financial results were temporarily inaccessible due to technical issues. The Company has subsequently implemented appropriate corrective measures, including affixing DSC on such filings, and has strengthened its processes to ensure compliance and operational accessibility on a going-forward basis.

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. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management.
4. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion. We have also relied upon the Management Representation about the compliance of regulations, wherever required.

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5. 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.
6. The audit was conducted in accordance with the Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India (ICSI), involving such examinations and verifications as deemed necessary and adequate for the purpose.
7. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report to the matters arising during the audit period from April 1, 2025 to March 31, 2026.

Place: Kolkata
Date : 29.05.2026



For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

Mohan Ram
Goenka

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Mohan Ram Goenka
Date: 2026.05.29
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[CS M R Goenka]
Partner

FCS No: 4515

C P No : 2551

UDIN: F004515H000532451

ANNEXURE A

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 Practicing Company Secretary	Management Response	Remarks
1.	SEBI LODR Regulations, 2015 - Meetings of Risk Management Committee	Regulation 21(3A & 3C)	Gap between two meetings of Risk Management Committee exceeds 210 days	NSE & BSE	NSE Clarification dated May 09, 2025, Warning Letter dated January 06, 2026 together with email dated January 09, 2026	It was observed by NSE & BSE that the gap between the meeting of risk management committee exceeds 210 days.	-	The Company had filed its reply vide Letter dated May 12, 2025 and email dated January 07, 2026, however, the Company had again received an email from BSE on January 09, 2026, against which the warning letter was disseminated to Stock Exchanges on January 12, 2026.	The Company ceased to be a part of the top 1000 listed entities. Further, SEBI vide Amendment in the LODR dated 17 th May, 2024 has amended Regulation 3 of the LODR dealing with applicability of provisions based on market capitalisation, by way of which it has been clarified that applicability of provisions based on market capitalisation shall be determined as per the list published by stock exchanges every year as on 31 st December. Furthermore, in terms of Regulation 3(2A) of LODR effective from 31 st December, 2024, the applicability of such provisions come with a sunset clause basis which once the listed entity is out of the list of companies with top market capitalization for 3 consecutive years, it will not be required to comply with the provisions linked with market capitalization. Therefore, the maximum timeline of 210 days between two meetings of RMC is currently not applicable on the Company.	

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ANNEXURE A

2.	SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI Circular on Extension of automated implementation of trading window closure to Immediate Relatives of Designated Persons, on account of declaration of financial results.	Regulation 9 of SEBI ("PIT Regulations") - and SEBI Circular No. SEBI/HO/ISD/ISD-PoD-2/P/CIR/2025/55 dated April 21, 2025	Restriction of trading by immediate relatives of Designated Person by way of freezing of Pan and inclusion in list of Designated Person.	-	-	Names of immediate relatives were not included in the list of Designated Persons for restriction of trading as required	-	Names of immediate relatives were not included in the list of Designated Persons for restriction of trading as required.	The name of immediate relatives of Designated Persons for implementation of trading restriction/PAN freezing mechanism in terms of Regulation 9 of the SEBI PIT Regulations, 2015 read with SEBI Circular No. SEBI/HO/ISD/ISD-PoD-2/P/CIR/2025/55 dated April 21, 2025 was updated lately. However, no trading was done by any of the immediate relatives of Designated Persons during the closure period of trading window.
3.	Listed entities shall submit Integrated Filing - Financial in XBRL on same date of submission of the financial results (in PDF form)	Regulation 33 of SEBI (LODR) Regulations, 2015 read with SEBI circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31.12.2024 and Exchange's notice no: 20250102-4 dated 02.01.2025 and BSE Notice Con	The Integrated Filing (Financial) in XBRL was not submitted on the same date as submission of the financial results in PDF form.	NSE	Delayed Submission of Related Party Transactions Disclosure as per Reg 23(9) of SEBI (LODR) Regulations, 2015 for half year ended March 31, 2025	The Company submitted the Integrated Filing (Financial) in XBRL with a delay of one day from the date of approval and submission of the financial results for the quarter and year ended March 31, 2025.	-	It was observed that the financial results for the quarter and year ended March 31, 2025, approved on May 21, 2025, were filed in Integrated Filing (Financial) in XBRL on May 22, 2025 with a delay of 1(one) day	In accordance with SEBI Circular dated December 31, 2024, the half yearly disclosure of RPT's is now integrated into the Integrated Filing (Financial), which is to be submitted with a timeline of within 60 days from the end of the financial year. We submitted the Integrated Filing (including the RPT disclosures) on May 22, 2025, which was within the prescribed timeline. However, we acknowledge that the RPT disclosure was made one day after the submission of the financial results, instead of the same date thereby making the filing delayed by one day. We would like to mention that the same was due to inadvertent oversight and occurred



ANNEXURE A

		20250402-15 dated 02.04.2025 and NSE Circular No. NSE/CML/2025/20 dated 02.04.2025							without any intent to delay or non-comply.	
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Note: This Annexure forms an integral part of the Secretarial Compliance Report of Kanoria Chemicals & Industries Limited for the financial year ended March 31, 2026.

Place: Kolkata
Date : 29.05.2026

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024



Mohan Ram Goenka
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[CS M R Goenka]
Partner

FCS No: 4515

C P No : 2551

UDIN: F004515H000532451

ANNEXURE B

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year	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 Integrated Filing (Financial) was made on February 27, 2025 i.e., beyond the specified timeline of 45 days from the end of Quarter with a delay of 12 days.	31.03.2025	Listed Companies are mandatorily required to file Integrated Filing (Finance) within 45 days from the end of the Quarter as per SEBI Circular dated December 31, 2024.	There was a delay of 12 days in the said filing.	The Company has informed that necessary caution and monitoring measures have been implemented to avoid recurrence of such delay in future.	The Company has informed that necessary caution and monitoring measures have been implemented to avoid recurrence of such delay in future, however, the violation though minimized, but reoccurred during FY 2025-26.

Note: This Annexure forms an integral part of the Secretarial Compliance Report of Kanoria Chemicals & industries Limited for the financial year ended March 31, 2026.

Place: Kolkata
Date : 29.05.2026

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024



Mohan Ram Goenka
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[CS M R Goenka]
Partner

FCS No: 4515
C P No : 2551

UDIN: F004515H000532451

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