

29th May, 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code - 506655

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Scrip Symbol - SUDARSCHEM

Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the financial year ended 31st March, 2026

In terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with SEBI Master circular No. HO/49/14/14(7)2025- CFD-POD2/I/3762/2026 dated 30th January, 2026, we are submitting herewith the Annual Secretarial Compliance Report duly issued by Mr. Rajesh Karunakaran, Practicing Company Secretary, Pune (FCS 7441, C. P. No. 6581), for the financial year ended 31st March, 2026.

The same is also being uploaded on the website of the company at www.sudarshan.com

Kindly take the same on record.

Thanking You,
Yours faithfully,
For SUDARSHAN CHEMICAL INDUSTRIES LIMITED

MANDAR VELANKAR
GENERAL COUNSEL AND COMPANY SECRETARY

Encl. as above.

RAJESH KARUNAKARAN COMPANY SECRETARY

C.P. NO. 6581, F.C.S NO. 7441

204 Pragati Towers, Opp. Shivajinagar Metro Station, Shivajinagar, Pune – 411 005 M- 9890320874
E-mail- karunakaran2004@yahoo.com Website- www.csrk.co.in.

Secretarial compliance report of Sudarshan Chemical Industries Limited for financial year ended 31st March 2026

I, Rajesh Karunakaran, Practicing Company Secretary, Rajesh Karunakaran and Co. Company Secretaries, Pune have examined:

- (a) all the documents and records made available to us and explanation provided by Sudarshan Chemical Industries Limited (“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,

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
(Not applicable for the year under review);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Registrars to an issue and share transfer Agents) Regulations, 2025
- (j) other regulations as applicable.

and circulars/ guidelines issued thereunder;

and based on the above examination, I 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** of this Report:-

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	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
Not Applicable (as no adverse remarks / observations in the previous year)						

(c) I 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	-



2.	<u>Adoption and timely Updation of the Policies:</u> <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.	<u>Maintenance and disclosures on Website:</u> <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.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	-
5.	<u>Details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	-
6.	<u>Preservation of Documents:</u> 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 the LODR Regulations.	Yes	-
7.	<u>Performance Evaluation:</u> 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.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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.	(a) Yes (b) NA	- No such instance during the Review Period



9.	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder.	Yes	-
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No 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 (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	No	No actions were taken by SEBI or Stock Exchanges except as mentioned in Annexure A of this Report.
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u> 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	No such instance during the Review Period
13.	<u>No additional non-compliances observed:</u> No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	NA	No such instance during the Review Period

I further report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of Regulation 46(2)(za) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



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. My responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I 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 RAJESH KARUNAKARAN & CO.,
COMPANY SECRETARIES**



**RAJESH KARUNAKARAN
COMPANY SECRETARY
FCS No. 7441/CP No. 6581
UDIN- F007441H000528291**

**Peer Review Certificate no. 1260/2021 dated 28th June, 2021
Pune, 29th May 2026**



Annexure A

Sr. No.	Compliance Requirement (Regulation s/ circulars/ guidelines 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	Regulations 33(3)(d), 50, 52 and 54 of SEBI Listing Regulations – Financial Results	Regulation 33 of SEBI Listing Regulations	Delay in submission of Audited Financial Results for quarter and financial year ended 31 st March 2025.	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)	Fine imposed by BSE and NSE	Delay in submission of Audited Financial Results for quarter and financial year ended 31 st March 2025.	BSE - Rs. 3,58,720- (Basic Fine - Rs. 2,94,150/- plus GST - Rs. 64,570/-) NSE - Rs. 1,53,400/- (Basic Fine - Rs. 1,25,788/- plus GST -Rs. 27,612/-)	There was a delay in submission of Audited Financial Results for quarter and financial year ended 31 st March 2025. The aforesaid results were submitted on 25 th July, 2025. The Company had paid fines levied by BSE and NSE within the Prescribed timeline.	In accordance with the SEBI Listing Regulations, 2015 read with circulars issued by SEBI in this regard, an application was made on 27 th May, 2025, to BSE and NSE for seeking extension of timeline for submission of Audited Financial Results for the quarter and financial year ended 31 st March, 2025. Further, on 30 th May, 2025, the Company had intimated BSE and NSE regarding the delay in submission of Audited Financial Results for the quarter and financial year ended 31 st March, 2025, on account of complexities involved in preparation and consolidation of said financial results, post-acquisition of Global Pigment Business Operations of Heubach Group in Germany (Brief reasons were detailed in the said intimation letter). The Company had paid fines levied by BSE and NSE within the Prescribed timeline. The aforesaid results were submitted on 25 th July, 2025.	



2	Regulations 33(3)(d), of SEBI Listing Regulations – Financial Results	Regulation 33 of SEBI Listing Regulations	Delay in submission of Unaudited Financial Results for quarter ended 30 th June, 2025.	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)	Fine imposed by BSE and NSE. The shareholding of Promoter and Promoter Group was frozen.	Delay in submission of Unaudited Financial Results for quarter ended 30 th June, 2025.	<p>BSE - Rs. 2,18,100- (Basic Fine - Rs. 1,78,842/- plus GST - Rs. 39,258/-)</p> <p>NSE - Rs. 2,18,620/- (Basic Fine - Rs. 1,79,268/- plus GST Rs. 39,352/-)</p>	<p>There was a delay in submission of Unaudited Financial Results for quarter ended 30th June, 2025.</p> <p>The shareholding of Promoter and Promoter Group was frozen due to said delay which was subsequently unfrozen upon submission of the financial results on 23rd September, 2025 and payment of fines levied by BSE and NSE within the Prescribed timeline.</p>	<p>In accordance with the SEBI Listing Regulations, 2015 read with circulars issued by SEBI in this regard, an application was made on 12th August, 2025, to BSE and NSE for seeking extension of timeline for submission of Unaudited Financial Results for the quarter ended 30th June, 2025.</p> <p>Further, on 13th August, 2025, the Company had intimated BSE and NSE regarding the delay in submission of Unaudited Financial Results for the quarter ended 30th June, 2025 on account of complexities involved in preparation and consolidation of said financial results, post-acquisition of Global Pigment Business Operations of Heubach Group in Germany (Brief reasons were detailed in the said intimation letter)</p> <p>The Company had paid fines levied by BSE and NSE within the Prescribed timeline.</p> <p>The aforesaid results were submitted on 23rd September, 2025.</p> <p>The shareholding of Promoter and Promoter Group was frozen due to said delay which was subsequently unfrozen upon submission of the financial results on 23rd September, 2025 and payment of fines levied by BSE and NSE within the Prescribed timeline.</p>	
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3	Regulation 18(1) of SEBI Listing Regulations – Composition of Audit Committee	Regulation 18(1) of SEBI Listing Regulations	Composition of Audit Committee was not in line with Regulation 18(1)	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)	Fine imposed by BSE and NSE	Composition of Audit Committee was not in line with Regulation 18(1)	BSE - Rs. 14,160- (Basic Fine - Rs. 12,000/- plus GST - Rs. 2,160/-) NSE - Rs. 14,160 /- (Basic Fine - Rs. 12,000/- plus GST - Rs. 2,160/-)	As per Regulation 18(1) of the SEBI Listing Regulations, 2015, out of the total members, 2/3 rd of the Audit Committee members were not Independent Directors. The Company had paid fines levied by BSE and NSE within the Prescribed timeline.	Upon receipt of communication from the Stock Exchange, the Audit Committee was re-constituted effective 19 th February, 2026. The Company had paid fines levied by BSE and NSE within the Prescribed timeline.	
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**For RAJESH KARUNAKARAN & CO.,
COMPANY SECRETARIES**



**RAJESH KARUNAKARAN
COMPANY SECRETARY
FCS No. 7441/CP No. 6581
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