

SURAJ INDUSTRIES LTD

Registered Office -Plot No. 2 Phase-3, Sansarpur Terrace, Distt. Kangra, H.P.-173212

CIN: L26943HP1992PLC016791

Email id- secretarial@surajindustries.org; Website- www.surajindustries.org

Telephone No: 01970-256414

May 29, 2026

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code: 526211

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2026 pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2026, issued by CS Shivani Agarwal (CP No. 18282), Peer Reviewed Practicing Company Secretary.

Kindly take the same on record and display the same on the website of your exchange.

Thanking You,
Yours Truly,
Suraj Industries Ltd

SNEHLATA
SHARMA

Digitally signed by SNEHLATA SHARMA
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Snehlata Sharma
Company Secretary & Compliance Officer

SHIVANI AGARWAL **COMPANY SECRETARY**

E-mail: shivani.131988@gmail.com

Phone: 7678258664

SECRETARIAL COMPLIANCE REPORT OF SURAJ INDUSTRIES LTD FOR THE YEAR ENDED 31 MARCH 2026

(Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We have examined:

- a) all the documents and records made available to us and explanation provided by **SURAJ INDUSTRIES LTD** ("the listed entity") (CIN- L26943DL1992PLC457936) (hereinafter referred to as the "Company") having its Registered Office at, F-32/3, Second Floor, Okhla Industrial Area Phase-II, Okhla Industrial Estate, South Delhi, New Delhi, India- 110020.
- b) the filings/submissions made by the Company to the stock exchanges,
- c) website of the Company,
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification

for the year ended 31 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 as amended till date (herein after referred as "SEBI LODR");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009

31/36, OLD RAJINDER NAGAR, NEW DELHI-110060



Regulations, 2018 as amended till date (herein after referred as "SEBI ICDR")

- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during the Audit Period**)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not applicable to the Company during the Audit Period**);
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; as amended till date; (**Not applicable to the Company during the Audit Period**)
- (g) The Securities and Exchange Board of India (**Prohibition of Insider Trading**) Regulations, 2015 as amended till date; and
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018,
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with Client;
- (j) Other regulations as applicable.

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

- (a) The Company has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder except in respect of matters specified in **Annexure A**.
- (b) The Company has taken the following actions to comply with the observations made in previous reports: **Annexure B**.

We hereby report that, during the review period the compliance status of the listed entity with the following requirements:



S.No.	Particulars	Compliance Status (Yes / No/ NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standard</u> The compliances of listed entities 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	None
2.	<u>Adoption and timely updation of the Policies:</u>		
	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	None
	All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	YES	None
3.	<u>Maintenance and disclosures on Website:</u>		
	• The Listed entity is maintaining a functional website	YES	None
	• Timely dissemination of the documents/ information under a separate section on the website	YES	None
	• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	YES	None

4.	Disqualification of Director None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013	YES	None
5.	Details related to Subsidiaries of listed entities		
	• Identification of material subsidiary companies	Yes	The Company has a material subsidiary Company namely M/s Carya Chemicals and Fertilizers Private Limited.
	• Requirement with respect to disclosure of material as well as other subsidiaries	Yes	None
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	None
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/during the financial year as prescribed in SEBI Regulations	YES	None
8.	Related Party Transactions:		
	• The Listed entity has obtained prior approval of Audit Committee for all Related party transaction	YES	None

	In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transaction were subsequently approved/ ratified/ rejected by the Audit Committee	NA	All Related party transactions were entered after obtaining prior approval of the audit committee.
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	None
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	None
11.	Actions taken by SEBI or Stock Exchange(s), if any 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	NO	During the period under review, BSE Limited levied a fine of ₹10,000/- (Rupees Ten Thousand Only) plus applicable GST on the Company on November 14, 2025 in relation to an alleged non-compliance with Regulations 29(2) and 29(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") in respect of the prior intimation pertaining to the meeting of the Rights Issue Committee of the Board held on October 7, 2025. The Company filed an application with BSE Limited on November 26, 2025, seeking waiver of the aforesaid fine and requesting an opportunity of being heard. The said application is pending as on date.

			However, ,on December 17,2025, pursuant to the decision of the Board of Directors, the Company remitted the fine amount of ₹11,800/- (Rupees Eleven Thousand Eight Hundred Only), inclusive of GST, under protest. The details are given in Annexure 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.	Nil	The statutory auditors have not resigned during the review period.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	No non-compliance was observed.

- a) We hereby confirm that the company has not issued any Employees Benefit Scheme and therefore the disclosure as required under regulation 46(2)(za) of the SEBI LODR read with SEBI circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024 is not applicable on the company.

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 Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the LODR Regulations and is neither an assurance as to the future viability of the

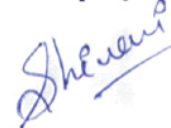


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listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Date :29.05.2026
Place : New Delhi
UDIN :A036232H000530440

For Shivani Agarwal
Company Secretary



SHIVANI AGARWAL
Practicing Company Secretary
CP No. 18282
Peer Review No. 2504/2022

Annexure-A

Sr. No.	1
Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Prior Intimation of the Board / Committee Meeting at least two working days in advance.
Regulation/ Circular No.	Regulation 29 of SEBI LODR Regulations, 2015
Deviations	The intimation with respect to the meeting of the Rights Issue Committee of the Board of Directors held on October 07, 2025 was given on October 6, 2025.
Action Taken by	Stock Exchange(BSE)
Type of Action i.e. Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc	Fine
Details of Violation	Delay of one day in furnishing prior intimation about the meeting of the Rights Issue Committee of the Board of Directors held on October 07, 2025.
Fine Amount (in Rs.)	Rs.11800/-
Observations/ Remarks of the Practicing Company Secretary	BSE Limited has levied a fine of ₹10,000/- (Rupees Ten Thousand Only) plus applicable GST on the Company for delayed submission of prior intimation for the meeting of the Rights Issue Committee of the Board of Directors held on October 07, 2025.
Management Response	During the period under review, BSE Limited levied a fine of ₹10,000/- (Rupees Ten Thousand Only) plus applicable GST on the Company on November 14, 2025 in relation to an alleged non-compliance with Regulations 29(2) and 29(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") in respect of the prior intimation pertaining to the meeting of the Rights Issue Committee of the Board held on October 7, 2025. In this regard, the Company submitted its detailed response to BSE Limited on November 15, 2025, clarifying that the intimation dated October 6, 2025, was issued as part of a continuous and connected sequence of disclosures made in furtherance of earlier intimations dated September 17, 2025, regarding the meeting of



	the Rights Issue Committee scheduled on September 22, 2025, to consider the issue price, entitlement ratio and other modalities of the Rights Issue, along with the subsequent intimation dated September 22, 2025, informing that the said meeting had been deferred due to non-receipt of in-principle approval for the Rights Issue. The Company further clarified that the intimation dated October 6, 2025, was issued in continuation of the aforesaid disclosures and did not constitute a fresh or independent meeting requiring a separate prior notice period under the applicable provisions of the SEBI LODR Regulations. The Company also submitted that immediately upon receipt of the in-principle approval for the Rights Issue from BSE Limited on October 6, 2025, it had, on the same day, duly submitted the intimation for the meeting of the Rights Issue Committee scheduled to be held on October 7, 2025. Further, the Company stated that the aforesaid action was undertaken in conformity with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2025/31 dated March 11, 2025, which, inter alia, stipulates that the second Board Meeting in relation to a Rights Issue shall be convened on the next working day following receipt of the in-principle approval for considering and approving the issue price, entitlement ratio and other related modalities. In view of the foregoing facts and considering that the Company believes there was no procedural or substantive non-compliance, the Company filed an application with BSE Limited on November 26, 2025, seeking waiver of the aforesaid fine and requesting an opportunity of being heard. The said application is presently under consideration and the Company is awaiting further communication from BSE Limited. Further, on December 17, 2025, pursuant to the decision of the Board of Director, the Company remitted the fine amount of ₹11,800/- (Rupees Eleven Thousand Eight Hundred Only), inclusive of GST, under protest and without admission of liability, solely to avoid any further action that may be initiated by BSE Limited. The Board of Directors has categorically denied the alleged non-compliance.
Remarks	The Company filed an application with BSE Limited on November 26, 2025, seeking waiver of the aforesaid fine and requesting an opportunity of being heard. The said application is presently under consideration and the Company is awaiting further communication from BSE Limited. Further, on December 17, 2025, pursuant to the decision of the



	Board of Directors, the Company remitted the fine amount of ₹11,800/- (Rupees Eleven Thousand Eight Hundred Only), inclusive of GST, under protest.
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Annexure-B

Sr. No.	1
Observations/ Remarks of the Practicing Company Secretary in the previous reports	Nil
Observations made in the 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	

