

May 27, 2026

To,

National Stock Exchange of India Limited

Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
Maharashtra, India

NSE Code: KALPATARU

BSE Limited

Listing Operation Department,
20th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001
Maharashtra, India

BSE Code: 544423

Dear Sir/ Madam,

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

Reference: Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI Listing Regulations”)

Pursuant to Regulation 24A of the SEBI Listing Regulations read with SEBI Master circular with no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, please find enclosed the Annual Secretarial Compliance Report for the financial year ended March 31, 2026 issued by Mr. Yogesh Singhvi, Practicing Company Secretary.

This intimation is also being uploaded on the Company's website at <https://www.kalpataru.com/investor-corner>.

We request you to take the above on record.

Thanking You,
Yours faithfully,

For Kalpataru Limited

Gajendra Mewara
Company Secretary & Compliance Officer

Encl: as above



Secretarial Compliance Report of Kalpataru Limited for the financial year ended March 31, 2026
(Pursuant to Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with the applicable circulars issued by the Securities and Exchange Board of India, BSE Limited and the National Stock Exchange of India Limited)

To

Kalpataru Limited ('listed entity'/'the Company')

CIN: L45200MH1988PLC050144

91, Kalpataru Synergy, Opp. Grand Hyatt,
Santacruz – East, Mumbai – 400 055

I, Yogesh Singhvi, have examined:

- a) all the documents and records to the extent made available to us and explanations and representations provided by 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 was relevant, which has been relied upon to make this certification,

for the financial year ended March 31, 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 (including amendments, modifications from time to time), whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the Review Period)
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the Audit period)



- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. (Not applicable to the Company during the Audit period)

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 below: -

Sr. No.	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/ Fine /Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Results of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Company had submitted voting results of resolutions approved by postal ballot conducted by the Company on 30th August, 2025 in XBRL format with a delay of one day.	National Stock Exchange of India Limited and BSE Limited	Fine of INR 10,000/- + GST each by National Stock Exchange of India Limited and BSE Limited	The submission of voting results of postal ballot in XBRL format was delayed by one day	INR 10,000/- + GST each by National Stock Exchange of India Limited and BSE Limited	The voting results of resolutions approved by postal ballot conducted by the Company on 30th August, 2025 which was supposed to be submitted in XBRL format was submitted with a delay of one day	The Company had submitted voting results of resolutions approved by postal ballot conducted by the Company on 30th August, 2025 within the period stipulated under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Company had duly paid the said fine/ penalty levied by National Stock Exchange India Limited and BSE Limited on September 26, 2025.



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
	reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI		
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 Directors of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	
5.	<u>Details related to Subsidiaries of listed entities:</u> <ul style="list-style-type: none">• Identification of material subsidiary companies• 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 SEBI LODR Regulations, 2015	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	Yes	



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
	year/ during the financial year as prescribed in SEBI Regulations		
8.	<u>Related Party Transactions:</u> <ul style="list-style-type: none">The listed entity has obtained prior approval of Audit Committee for all Related party transactionsIn 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	Yes	
9.	<u>Disclosure of events or information:</u> <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	
10.	<u>Prohibition of Insider Trading:</u> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> <p>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</p>	No	The voting results of the resolutions approved by the Company through postal ballot conducted on August 30, 2025 was submitted in pdf mode on September 2, 2025, within prescribed timeline. Further, it was also required to submit the Voting Results in XBRL format. However, the same was filed on September 3, 2025 i.e. with a delay of one day, pursuant to which National Stock Exchange of India Limited and BSE Limited



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
			have levied a fine/ penalty of ₹10,000/- plus applicable GST each on the Company. The said fine/penalty was duly paid by the Company on September 26, 2025.
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 SEBI LODR Regulations, 2015 by listed entities	N.A.	There was no resignation of statutory auditors from the Company or its material subsidiary
13.	<u>No Additional Non-compliances, if any:</u> No additional non-compliance observed for any of the SEBI regulations/ circular/ guidance note etc. except as reported above	Yes	

*Observations/Remarks by PCS are mandatory if the Compliance status is provided as ' No' or ' NA'

I further report that the listed entity is in compliance/~~not in compliance~~ with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

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 certify 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.



Yogesh Singhvi
Practicing Company Secretary

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.
5. It is the responsibility of the Company's management to maintain records and establish appropriate systems for ensuring compliance with applicable SEBI Regulations, circulars, and guidelines issued from time to time and to ensure the adequacy and operational effectiveness of such systems.
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.

For YOGESH SINGHVI

Practicing Company Secretary

ICSI UIN: I2009MH703100 || PR 2770/2022

Yogesh

Digitally signed by

Yogesh Singhvi

Singhvi

Date: 2026.05.12

YOGESH SINGHVI

18:46:49 +05'30'

Company Secretary

M. No. ACS 16471 || C.P. No. 8770

Mumbai, May 12, 2026

UDIN: A016471H000341169