

February 11, 2026

BSE Limited
Department of Corporate Services
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code No: 542665
Debt Segment: 977028

Dear Sir/Madam,

Sub: Security Cover Certificate as on December 31, 2025.

Ref.: Regulation 54 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”).

With reference to the captioned subject and pursuant to 54 of the Listing Regulations, read with SEBI/HO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025, as amended, please find enclosed the Security Cover Certificate in respect of the Non-Convertible Debentures (NCD) issued by the Company under ISIN: INE136S07013 as at December 31, 2025, certified by M/s. Chandabhoy Jassoobhoy, Chartered Accountants, Statutory Auditors of the Company.

The above information is also being uploaded on the Company's website at <https://neogenchem.com/announcements/> > Issue of Securities Tab and at the website of the NSE (www.nseindia.com) and BSE (www.bseindia.com).

Kindly take the above information on your records.

Yours faithfully,
For Neogen Chemicals Limited

Unnati Kanani
Company Secretary & Compliance Officer
Membership No: A35131
Place: Thane
Encl.: As above



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Certificate on maintenance of security cover and compliance with the covenants as per the Offer Documents / Information Memorandum / Debenture Trust Deed / pursuant to Regulation 54 read with Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

To,
The Board of Directors
Neogen Chemicals Limited.

1. Introduction

This certificate is issued in terms of our audit engagement with Neogen Chemicals Limited ("the Company") as statutory auditors and as required by Regulation 54 read with Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (together referred to as "the Regulations") in respect of its 20,000 Non-Convertible Debentures (NCD's) having face value of Rs. 100,000 each aggregating to Rs. 200 crores. The Report is required by the Company for the purpose of its onward submission to Axis Trustee Services Limited "(The Debenture Trustee") to ensure compliance with SEBI Regulations. The annexed Statement of information comprising of Security Cover for Listed Non-Convertible Debentures and Compliance with applicable covenants as on December 31, 2025 (Annexure 'A') has been prepared by the Company on the basis of the unaudited standalone financial results, underlying books of accounts and other relevant records and documents maintained by the Company as at December 31, 2025, in respect of its NCDs stated above, in compliance with the Regulation 54 read with Regulation 56(1)(d) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended) and SEBI vide Master circular no. SEBI/HO/DDHS-PoD-1/P/CIR/2025/117 dated August 13, 2025 (hereinafter together referred to as "the SEBI Regulations and SEBI Master Circular"). The Statement has been initialed by us for identification purposes only.

2. Management's Responsibility

The Management of the Company is responsible for ensuring the compliance with the terms of the issue of listed non-convertible debt securities and guidelines mentioned in the Regulations.



The Management of the Company is also responsible for ensuring maintenance of adequate security cover in respect of all listed non-convertible debt securities. This responsibility also includes:

- a. Preparation and maintenance of proper accounting and other records as per the external and internal requirements;
- b. Design, implementation and maintenance of adequate internal procedures / systems / processes / controls relevant to the creation and maintenance of the aforesaid records;
- c. Providing all relevant and accurate information to SEBI, Debenture Trustee and Stock Exchanges;
- d. Compliance with all the covenants of the offer document / information Memorandum and / or Debenture Trust Deed for all listed Non-Convertible Debt securities outstanding as on December 31, 2025;
- e. The preparation of the accompanying Annexure 'A' from unaudited Ind AS Financial Statements of the Company as at December 31, 2025 and other records maintained by the Company;
- f. Accurate computation of security cover available for debenture holders based on unaudited financial statements of the Company as at December 31, 2025;
- g. Ensuring that the relevant records and Statement provided to us for our examination are complete and accurate.

3. Auditor's Responsibility

Our responsibility is to provide limited assurance in form of conclusion based on the examination of unaudited Ind AS financial statements for the period ended December 31, 2025 and other relevant records maintained by the Company as to whether anything has come to our attention that causes us to believe that the book value of assets as appearing in the Annexure 'A' are incorrectly extracted from unaudited Ind AS Financial Statements for the period ended December 31, 2025 and other records maintained by the Company and whether security cover available for debenture holders has been maintained in accordance with Offer Document / Information Memorandum / Debenture Trust Deed in respect of listed debt securities.

Our responsibility is also to provide limited assurance that *prima facie* the company has complied with all covenants mentioned in the Offer Document / Information Memorandum / Debenture Trust Deed in respect of listed debt securities.

A limited assurance engagement includes performing procedures to address the certifying requirements mentioned above. The procedures performed vary in nature and timing from, and are less extent than for, a reasonable assurance and consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.



4. For the purpose of this certificate, we have planned and performed the following procedures to determine whether anything has come to our attention that causes us to believe that the Company has not complied with the financial covenants of the Debenture Trust Deed and/or with the requirements of the Regulations or that the book values of assets included in Annexure 'A' have not been accurately extracted or the security cover is not maintained :
 - a. Obtained and read the Debenture Trust Deed and Information memorandum in respect of the NCDs and noted the security cover percentage required to be maintained by the Company in respect of such NCDs;
 - b. Obtained list of securities / collateral / properties / assets pledged as a security against the outstanding listed non-convertible debt securities as at December 31, 2025, which comprise only of listed non-convertible debentures ("NCDs");
 - c. Verified the computation of security cover as at December 31, 2025 prepared by the management, as specified in the format given under SEBI circular SEBI/HO/MIRSD/MIRSD CRADT/CIR/P/2022/67 dated 19 May 2022;
 - d. Traced the amounts forming part of the Statement with the underlying unaudited books of account and other relevant records and documents maintained by the company and verified the arithmetical accuracy of the Statement;
 - e. Verified the details of the outstanding amounts of Listed NCDs and assets required to be maintained as a collateral for listed NCDs from the underlying books of accounts and other relevant records and documents maintained by the Company for the period ended December 31, 2025;
 - f. Obtained the workings of assets and liabilities presented in the columns 'C' and 'F' in the Statement and verified the same from the unaudited standalone financial results of the Company and other relevant records and documents maintained by the Company as at December 31, 2025;
 - g. Checked the compliance of the applicable covenants.
5. We conducted our examination in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC)-1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial information, and Other Assurance and Related Service Engagements.



7. Conclusion

Based on the procedures performed by us as referred in Paragraph 4 above and according to the information, explanations and representations provided to us by the management of the Company, nothing has come to our attention that causes us to believe that:

- a. The Book value of assets as included in Annexure 'A' have not been accurately extracted from the unaudited books of accounts as on December 31, 2025;
- b. The security cover available for debenture holders is not maintained as per the cover required in the Offer Document / Information Memorandum / Debenture Trust Deed in respect of listed debt securities; and
- c. The Company has not complied with the All Covenants of the Offer Document / Information Memorandum / Debenture Trust Deed in respect of listed debt securities.

8. Restriction on use

The Report is addressed to the Board of Directors of the Company solely for the purpose of onward submission to the Company's debenture trustee / Stock Exchange pursuant to the requirements of the Regulations. It should not be used by any other person or for any other purpose. This report relates only to the Statement specified above and does not extend to any financial or other information of the Company. We shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

**For Chandabhoy & Jassoobhoy
Chartered Accountants
Firm Registration No. 101647W**



Bhupendra Nagda

Partner

Membership no.: 102580

UDIN: 26102580USOJSX7307



Mumbai: February 11, 2026



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1. The above figures stated in Column C10] are from the details provided by the management as on December 31, 2015
 2. NCDs of Rs. 100 Crore are issued on 21st August, 2015. Above number are after IND-A5 adjustment for effective interest rate on Debt Securities of Rs. 4.76 Crore

1 NCD of Rs. 2,00,000/- for which his certificate is issued and term loan of Rs. 65 Crore raised from another lender are having Subsistent charge over immovable assets at Karikhali and Daltip and all the movable asset of the company, rest other loan are secured by way of charge on all movable and immovable assets of the company.

5 The Company had recently abolished the NCDs on August 12, 2025 and during the issue process we have undertaken the valuation process. As only approx 5 months had lapsed from the earlier valuation, we did not undertake a fresh market valuation as on December 31, 2025, hence we have provided the estimated value of assets as on December 31, 2025 as our best estimate.

6 Others include interest accrued but not due on borrowings. Amount of Rs 2.78 Crre, have been considered for calculating security coverage ratios.

A circular blue ink stamp. The outer ring contains the text "CHANDABHOI & JASS DOBHOY ACCOUNTANTS" at the top and "MUMBAI-400 013" at the bottom. The inner circle contains "FOR 2. PHASED OPENING" at the top, "28/03/2013" in the center, and "LOWER PAREL" at the bottom. There is a handwritten signature "R. J. B." over the date.

The logo is circular with a double-line border. The outer ring contains the text 'NEOGEN CHEMICALS LTD.' in capital letters, with a small star symbol preceding the word 'NEOGEN'. The inner circle contains the word 'THANE' in capital letters, oriented vertically.