

**May 27, 2026**

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

National Stock Exchange of India Limited  
Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051  
**Company Symbol: NEOGEN**

**Subject:** 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 (“**Listing Regulations**”).

Dear Sirs,

In terms of Regulation 24A of the Listing Regulations, read with Annexure 15 of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 for compliance with the provisions of the Listing Regulations by Listed Entities, we enclose herewith the Annual Secretarial Compliance Report duly issued by DVD & Associates, Company Secretaries for the financial year ended March 31, 2026.

Kindly take the same on your records.

**Thanking you,  
For Neogen Chemicals Limited**

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**Unnati Kanani**  
**Company Secretary & Compliance Officer**  
**Membership No. A35131**

**Encl.:** As above



**DVD & ASSOCIATES**

Company Secretaries

+ 91 - 9823239397

devendracs@gmail.com

Pune | Mumbai | Kolhapur | Yavatmal | Dubai

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF NEOGEN CHEMICALS LIMITED FOR  
THE FINANCIAL YEAR ENDED MARCH 31, 2026.**

To

**The Board of Directors**

**Neogen Chemicals Limited**

1002, Dev Corpora, Cadbury Junction,  
Eastern Express Highway, Pokhran road no. 2,  
Khopat, Thane West- 400601

We have conducted the review of the compliance of the applicable statutory provisions and adherence to good corporate practices by Neogen Chemicals Limited, the company is listed at BSE Limited and National Stock Exchange of India Limited (hereinafter referred as "**the listed entity**"), having its registered office at 1002, Dev Corpora, Cadbury Junction, Eastern Express Highway, Pokhran Road no. 2, Khopat, Thane (W) 400 601, India. The secretarial review was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion 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 ("**review period**"), complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, **DVD & Associates** ("**PCS**"), have examined:

- (a) all the documents and records made available to us and explanation 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 may be relevant, which has been relied upon to make this certification;

**Pune Office:** 3rd Floor, Samarth Building, Plot 14, Pinak Colony, Near Bank of India, Karve Nagar, Pune



for the Review Period in respect of compliance with the provisions of:

- I. the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued there under;
- II. the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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 during the review period]**;
- (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 to the extent applicable.

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

- a. The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under which are applicable to the Listed Entity, except in respect of matters specified in **Annexure A**:
- b. The listed entity was not required to take any action to comply with the observations made in previous reports as there were no observations in the previous year report. There is an update in respect of the observation in respect of report for the Financial year 2023 – 24 which is mentioned in **Annexure B**.



- c. We hereby report the compliance status of the listed entity with the following requirements during the review period:

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	NA
2	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes	NA
3	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/ information under a separate section on the website</li> <li>• 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</li> </ul>	Yes	NA
4	<u>Disqualification of Director:</u> None of the Director of the listed entity are disqualified under Section 164 of Companies Act, 2013	Yes	NA
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	a) Yes b) Yes	NA NA
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	Yes	NA



	prescribed under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.		
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	NA
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) Not Applicable	NA  NA
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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, within the time limits prescribed thereunder.	Yes	NA
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	NA
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	The action taken and steps taken by Company are attached in Annexure A.
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 Securities and Exchange Board of India (Listing Obligations and Disclosure	NA	The Statutory Auditors did not resign during the review period.



	Requirements) Regulations, 2015 by listed entities.		
13	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	NA	No non-compliance was observed.

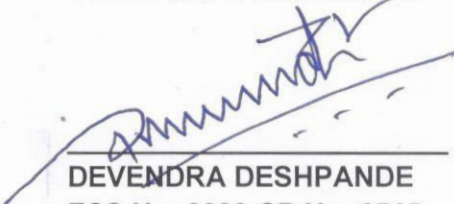
We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further the Listed Entity has received certain communications from Stock Exchange(s) on the submissions made by the listed entity and the listed entity has replied to these communications satisfactorily.

**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 account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Securities and Exchange Board of India (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 DVD & ASSOCIATES  
COMPANY SECRETARIES**

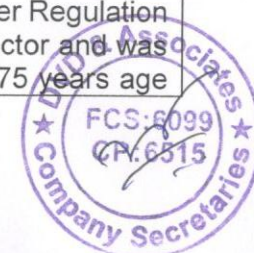
  
DEVENDRA DESHPANDE  
FCS No. 6099 CP No. 6515  
PR NO: 7711/2026  
UDIN: F006099H000502342



Place: Pune  
Date: 27.05.2026

**ANNEXURE- A TO THE ANNUAL SECRETARIAL COMPLIANCE REPORT OF NEOGEN CHEMICALS LIMITED FOR THE YEAR ENDED  
31<sup>ST</sup> MARCH, 2026**


Particulars	Details
Sr. No.	1
<i>Compliance Requirement (Regulations/circulars/guidelines including specific clause)</i>	Regulation 17 (1A) The Listed Entity was required to obtain a shareholders approval vide Special resolution for continuation of Prof. Ranjan Kumar Malik (DIN: 08221989) as a Non-Executive Independent Director of the Listed Entity post attaining the age of 75 years
Regulation/ Circular No.	Regulation 17 (1A)
Deviations	Non- compliance/ delayed compliance with the requirements of Regulation 17(1A) of Listing Regulations as observed by the exchanges
Action Taken by	Notice issued by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE")
Type of Action	Penalty Charged for Three quarters 31-Dec-2024, 31-March 2025 and 30 - June 2025 in respect of Corporate Governance Reports submitted by the Listed Entity.
Details of Violation	Notice of observation of non- compliance with the requirements of Regulation 17(1A) Listing Regulations issued by the exchanges, with observation that the Company has not specifically mentioned regulation 17(1A) in the special resolution and explanatory statement passed for re-appointment of one of the Non- Executive and Independent Director who was about to attain an age of 75 years.
Fine Amount	BSE: Rs. 4,50,000/- + GST: Rs. 81000/- amounting to Rs. 5,31,000/- NSE: Rs. 4,50,000/- + GST: Rs. 81000/- amounting to Rs. 5,31,000/-  The Listed Entity has made the payment of the fines imposed.
Observations/ (Regulations/ Remarks of the Practicing Company Secretary	The Listed Entity had already complied with the requirements of SEBI Listing Regulations as the Members of the Company in its 34 <sup>th</sup> Annual General Meeting held on September 5, 2023 (34 <sup>th</sup> AGM) had by way of passing a special resolution already approved re-appointment of Prof. Ranjan Kumar Malik for a second term of 5 years commencing from October 6, 2023 to October 5, 2028 prior to him attaining an age of 75 years, pursuant to Regulation 17(1A) and other applicable provisions of the Listing Regulations, read with provisions of Section 149, 150, 152, 161 read with schedule IV, and other applicable provisions of the Act, relevant rules under the Companies (Appointment and Qualification of Directors) Rules, 2014.
Management Response	The Management had submitted to exchanges that the resolution passed on 5th September 2023 was a special resolution and was " pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act"), Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulation') [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force]" and also brief details of Prof. Ranjan Kumar Malik as stipulated under Regulation 36 (3) of Listing Regulations and SS-2 issued by the ICSI was provided which mentioned age of Director and was part of the notice and explanatory statement to the notice of AGM " therefore this approval was for 75 years age



**ANNEXURE- A TO THE ANNUAL SECRETARIAL COMPLIANCE REPORT OF NEOGEN CHEMICALS LIMITED FOR THE YEAR ENDED  
31<sup>ST</sup> MARCH, 2026**

	completion as well and hence the Listing Entity had already complied with the requirements of Regulation 17(1A) of the Listing Regulations.
Remarks	The Listed Entity has again taken approval of shareholders through postal ballot for Continuation of directorship of Prof. Ranjan Kumar Malik (DIN: 08221989) as a Non-Executive Independent Director of the Listed Entity post attaining the age of 75 years specifically mentioning therein Regulation 17(1A) of the Listing Regulations and had also applied for waiver to both the exchanges on 10-09-2025. The said waiver application was then rejected by both the exchanges and the Listed Entity has made the payment of fine amount to BSE and NSE within the prescribed timeline.

**FOR DVD & ASSOCIATES  
COMPANY SECRETARIES**

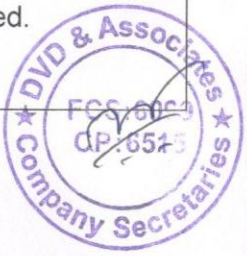
  
DEVENDRA DESHPANDE  
FCS No. 6099 CP No. 6515  
PR NO: 7711/2026  
UDIN: F006099H000502342



Place: Pune  
Date: 27.05.2026

**ANNEXURE- B TO THE ANNUAL SECRETARIAL COMPLIANCE REPORT OF NEOGEN CHEMICALS LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2026**


Sr. No	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended 31.03.2024	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 disclosure was submitted with a delay of 18 minutes and 22 minutes at BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), respectively,	31.03.2024	Disclosures of related party transactions for the half year ended on 30 <sup>th</sup> September 2023 is required to be submitted on the date of Board meeting. Regulation 23 (9)	There was a delay of 18 minutes and 22 minutes at BSE Limited and National Stock Exchange of India Limited, respectively, in submission of the Related Party Transaction disclosures for the half year ended on 30 <sup>th</sup> September 2023.  Further a penalty of 5000 + GST each was levied by BSE Limited and National Stock Exchange of India Limited	Due to technical issues faced by the Listing entity during the earlier submissions prior to RPT disclosure done on November 8, 2023, the uploading of the Related Party Transactions under Regulation 23(9) had overrun to the next day i.e. delayed by just 18 minutes in submission at BSE Limited and 22 minutes at National Stock Exchange of India Limited. The Listed Entity has reverted to both the exchanges with the reason for delay and pleaded for waiver of penalty amount as the delay did not have any impact on the financial operation or other activities of the Listed Entity.  Further as instructed by exchanges the subject matter of non-compliance which has been identified and indicated by the Exchanges and any subsequent action taken by the Exchange in this regard was placed before the Board of Directors of the Listed Entity in its subsequent meeting held on 09-02-2024 and the comments made by	The Listed Entity had made an application for waiver of Fine to both the exchanges on 16-12-2023 and the exchanges had considered the request for waiver of fines favorably and the approval for waiver of fines was communicated to the Listed entity by NSE on 16-02-2026 from NSE and by BSE on 04-12-2025 and hence the matter now stands closed.



ANNEXURE- B TO THE ANNUAL SECRETARIAL COMPLIANCE REPORT OF NEOGEN CHEMICALS LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH,  
2026

					the board was duly informed to the Exchange for dissemination and is also available on the website of the Listed Entity at <a href="https://neogenchem.com/wp-content/uploads/Outcome09022024.pdf">https://neogenchem.com/wp-content/uploads/Outcome09022024.pdf</a>	
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FOR DVD & ASSOCIATES  
COMPANY SECRETARIES

  
DEVENDRA DESHPANDE  
Proprietor  
FCS No. 6099 CP No. 6515  
PR NO: 7711/2026  
UDIN: F006099H000502342



Place: Pune  
Date: 27.05.2026