



Ref: IIL/SE/2026/2805/05

Dated: May 28, 2026

The Manager

Listing Compliance Department BSE Limited (Through BSE Listing Centre)	Listing Compliance Department National Stock Exchange of India Limited (Through NEAPS)
Scrip Code: 532851	Symbol: INSECTICID

Dear Sir/Madam,

Sub: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2026.

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, please find enclosed the Annual Secretarial Compliance Report for the financial year ended March 31, 2026, issued by M/s. Akash Gupta & Associates, Company Secretaries.

This is for your information and records.

Thanking You,
Yours Truly
For Insecticides (India) Limited

Sandeep Kumar
Company Secretary & CCO

Encl: As Above

AKASH GUPTA & ASSOCIATES

COMPANY SECRETARIES

Secretarial Compliance Report of Insecticides (India) Limited for the financial year ended 31st March 2026

I have examined:

- (a) all the documents and records made available to us and explanation provided by **Insecticides (India) 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 Report.

for the financial 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 (**Not Applicable to the Listed Entity during the review period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:

During the audit period, the Promoter Group proposed an inter-se transfer of shares pursuant to a family arrangement, which attracted the provisions of Regulations 3 and 4 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Accordingly, the acquirers had applied to the Securities and Exchange Board of India ("SEBI") seeking exemption from the obligation to make an open offer. SEBI, vide its order dated December 02, 2025 bearing reference no. WTM/KCV/CFD/15/2025-26, granted the said exemption subject to certain conditions.

Further, the acquirers of the Company, vide letter dated February 10, 2026, confirmed compliance with the applicable provisions of the SEBI (Substantial Acquisition of Shares and



Secretarial Compliance Report of Insecticides (India) Limited for the financial year ended 31st March 2026

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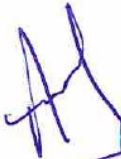

Takeovers) Regulations, 2011, including adherence to the conditions stipulated under the aforesaid exemption order.

Based on the above, it is confirmed that the Company has duly complied with the conditions prescribed by SEBI and the applicable regulatory requirements.

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not Applicable to the Listed Entity during the review period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not Applicable to the Listed Entity during the review period);**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participant) Regulation, 2018
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with the client; and circulars/ guidelines issued thereunder;
- (j) 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 (Regulation s/ circulars/ guide- lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Detail s of Viola tion	Fine Amo unt	Observa tions/ Remarks of the Practicin g Compan y Secretar y	Managem ent Response	Remarks
-	-	-	-	-	-	-	-	-	-	-





(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	Observations made in the Secretarial Compliance Report for the year ended 31 st March, 2026	Compliances Requirements (Regulations/Circulars/guidelines including specific clause)	Details of deviation 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 Company decided the record date for Buy-Back to 11 th September 2024 which was within a period of 30 days from the previous record date i.e. 23 rd August 2024	Violation of Reg 42(4) of SEBI (LODR), 2015	SEBI (Listing Obligation and Disclosure Requirements), 2015.	Penalty of Rs. 10,000 plus GST each levied by the Stock Exchanges	Penalty imposed by BSE and NSE has been duly paid by the company	The Company informed the non-conformity to the investors by way of Public Announcement dated 2 nd September 2024 and paid the penalty of Rs. 10,000 plus GST each levied by the Stock Exchanges in compliance of the requirement

(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.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity 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.</p>	Yes	Not Any
2.	<p>Adoption and timely updation of the Policies:</p> <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 have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	Not Any
3.	<p>Maintenance and disclosures on Website:</p> <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	Not Any
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	Not Any
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	Yes	<p>(a) No material subsidiary companies have been identified</p> <p>(b) Following are the subsidiaries of the company:</p> <p>*IIL Biologicals Limited</p>




			<p>*IIL Overseas DMCC (Dubai) (Dissolved w.e.f. September 19, 2025)</p> <p>*Kaeros Research Limited (Formerly known as Kaeros Research Private Limited)</p>
6.	<p>Preservation of Documents:</p> <p>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.</p>	Yes	Not Any
7.	<p>Performance Evaluation:</p> <p>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.</p>	Yes	Not Any
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(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</p>	Yes NA	The Company has obtained the prior approval of Audit Committee for all Related Party Transactions.
9.	<p>Disclosure of events or information:</p> <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	Not Any

10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Not Any
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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.	Yes	Not Any
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.	NA	There has been no resignation of the Statutory Auditors 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 has happened during the period under the review.

We 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.: N/A

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 SEBI (LODR) 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 Akash Gupta & Associates
Company Secretaries**



**Akash Gupta
Prop.**



**Membership No. F12187
Certificate of Practice No. 11038
UDIN: F012187H000464441
Peer Review No.: 2295/2022**

**Date: 26th May, 2026
Place: New Delhi**