



SANDU PHARMACEUTICALS LIMITED

CIN:L24233GA1985PLC001587

Regd. Office: Plot Nos. 25, 26, 29 & 30, Pilerne Industrial Estate, Marra, Saligao, Bardez, Goa 403511.
Tel: +91 832 2407474 / 6715000, E-mail: sandupharma@sandu.in, Website: www.sandu.in

Ref No: SPL/Corp.Sec/2025-26/28

Dated:18.05.2026

To,
Department of Corporate Services
Bombay Stock Exchange Limited,
Phirojshah Jeejobhoy tower,
Dalal Street,
Mumbai-400001.

Sub: Annual Secretarial Compliance Report for the Year ended 31st March 2026.

ScripCode:524703

Respected Sir

With Reference to the SEBI Circular No CIR/CFD/CMDI/27/2019 dated 08th Feb 2019 please find enclosed herewith Annual Secretarial Compliance Report for the year ended 31st March 2026 issued by CS Swapnil J Dixit, Practising Company Secretary.

You are requested to kindly take note of the same.

Thanking you

Yours Faithfully,
FOR SANDU PHARMACEUTICALS LIMITED

Pratika Mhambray
Company Secretary & Compliance Officer
A:36512



AN ISO 9001:2015 CERTIFIED ORGANISATION
Corporate Office: P. B. No. 17201, Sandu Nagar, D. K. Sandu Marg, Chembur, Mumbai – 400 071.
Tel.: +91 22 2528 4402 / 3306, E-mail: info@sandu.in



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF SANDU PHARMACEUTICALS LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026
Issued under UDIN: A034739H000361582**

To,
Sandu Pharmaceuticals Limited,
Pilerne industrial Estate, Marra,
Bardez, Goa – 403511.

We have examined:

- (a) all the documents and records made available to us and explanations provided by Sandu Pharmaceuticals Limited ('the listed entity');
- (b) 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;

For the financial year ended 31st March, 2026 ('review period'), in respect of compliance with the provisions of:

- (a) Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued there under; and
- (b) 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;

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Income Tax PAN: AJBPD9672M

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- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - ***Not Applicable during the review period;***
- (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 as there was no reportable event during the review period;***
- (e) Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 - ***Not Applicable as there was no reportable event during the review period;***
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - ***Not Applicable as there was no reportable event 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 Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 -; ***Not Applicable as there was no reportable event during the review period;***
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009 – to the extent applicable and circulars/ guidelines issued there under.

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 thereunder except in respect of matters specified below:

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Swapnil J. Dixit & Associates

A Peer Reviewed firm of Company Secretaries

Off: S7/B, 1st Floor, Venkatesh-Prasad Building, Bordem – Bicholim – Goa 403504

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
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(b) The listed entity has taken the following *the* actions to comply with the observations made in previous reports –

Sr. No.	Observations / Remarks of Practicing Company Secretary (PCS) in previous reports	Observations made in Annual Secretarial Compliance Report for the year ended (The year are to be mentioned)	Action Taken by Listed Entity	Comments of the Practising Company Secretary on the actions taken by the listed entity.
01	There was a delay in Submission of the financial results for year within the period prescribed under Regulation 33. Fine of INR 30000/- + 18% GST was levied on the Listed Entity.	Annual Secretarial Compliance Report for the year ended 31/03/2025 dated 28/05/202.	Company has made good default by making payment of fine, imposed by SEBI.	Company has made good default by making payment of fine, imposed by SEBI

(k) We hereby report that, during the review period, the compliance status of the listed entity is as given hereunder:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
01.	Secretarial Standard 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.	Yes	The Company has generally. complied with Secretarial Standards with respect to Meetings of the Board of Directors (SS~1) and General Meetings (SS~2) issued by the Institute of Company secretaries of India.

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02.	Adoption and timely updation of the Policies: <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 has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	Yes	
03.	Maintenance and disclosures on Website: <ul style="list-style-type: none">• The Listed entity is maintaining a functional website. www.sandu.in• 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 redirects to the relevant document(s)/ section of the website.	Yes	
04.	Disqualification of Director: None of the Directors of the Company is/are disqualified under Section 164 of Companies Act, 2013, as confirmed by the listed entity	NA	None of the Directors of the Company is/are disqualified under Section 164 of Companies Act, 2013, as confirmed by the listed entity
05.	a) Details related to Subsidiaries of listed entities have been examined w.r.t.: Identification of material subsidiary companies. b) Requirements with respect to disclosure of material as well as other subsidiaries.	NA	Company does not have any “Material Subsidiary”.
06.	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	
07.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations.	Yes	

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08.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions, b) The Listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.	Yes NA	The listed entity has obtained prior approval of Audit Committee for all Related party transactions, wherever applicable .
09.	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	
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	
11.	Actions taken by SEBI or Stock Exchange(s), if any:	Yes	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.
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(is) 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 was no resignation of statutory auditors during the review period
13.	Additional Non-compliances, if any:	No	No additional non-compliance observed

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(l) Compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. Not Applicable;

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 Swapnil J Dixit & Associates,
Company Secretaries
ICSI Unique Code No: S2017GO544800

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CS Swapnil Jayant Dixit
Proprietor

M. No. A 34739 # C. P. No. 12942

ICSI Peer Review Cert. No.: 1499/2021

Issued under UDIN: **A034739H000361582**

Place: Bicholim - Goa

Date: 15th Day of May, 2026

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