

**Date: 12.06.2025**

To  
Listing Compliance, CRD  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001.

To  
Listing Compliance Department  
Calcutta Stock Exchange Limited  
7, Lyons Range, Dalhousie,  
Kolkata- 700001  
West Bengal

**Dear Sir,**

**Ref: Stock Code - 530039 – LORDS CHEMICALS LIMITED**

**Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended 31<sup>st</sup> March, 2024.**

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As required under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Annual Secretarial Compliance Report issued by Mr. Hemant Sharma (membership No.: 42264, COP No.: 17411), Proprietor of Hemant Sharma & Associates, Practising Company Secretaries, Kolkata for the Financial Year ended 31<sup>st</sup> March, 2024.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For **LORDS CHEMICALS LIMITED**

**AJAY KUMAR JAIN**  
**MANAGING DIRECTOR**  
**DIN: 00499309**

**Address: 1/1A, Mahendra Roy Lane, P S Pace Building, Room#705A,**  
**7th Floor, Kolkata-700 046**

**Encl – As above**

## SECRETARIAL COMPLIANCE REPORT OF LORDS CHEMICALS LIMITED

For the Financial Year ended March 31, 2024

### I/We have examined:

- (a) all the documents and records made available to us and explanation provided by **LORDS CHEMICALS 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 year ended March 31, 2024 ("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 thereunder; and
- (ii) 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 as no such reportable event during the period under review;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011: **Not Applicable as no such reportable event during the period under review;**
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **Not Applicable as no such reportable event during the period under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021: **Not Applicable as no such reportable event during the period under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: **Not Applicable as Company has not issued and/or listed any of the Non-Convertible Securities;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Other regulations as applicable

and circulars/ guidelines issued thereunder;

and based on the above examination, I/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 :

Sl. No.	Compliance Requirement (Regulations/ circulars/ guide- lines 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	Management Response	Remarks
1	Appointment of Qualified Company Secretary as Compliance Officer	Regn 6 of LODR	Non appointment	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance as no Compliance Officer was appointed	Company is under the suspension	Non appointment of Compliance Officer for the Review Period under consideration	Company is under the process of taking the requisite step in this regard	
2	Compliance Certificate from the Share Transfer Agent	Regn 7(3) of LODR	Delayed submission	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Delay in submission of the Compliance Certificate on 04.08.2023	Company is under the suspension	The Compliance Certificate was submitted on 04.08.2023 after the due date of submission as per the LODR i.e. within 30 days from the end of the year (30.04.2023)	Company is under the process of taking the requisite step in this regard	
3	Submission of Quarterly Investor Grievance Report	Regn 13(3) of LODR	Delayed submission for the Quarter Ended 31.03.2023 and 30.06.2023. Non-submission for the Quarter Ended 30.09.2023 and 31.12.2023 in the Review Period	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Delayed submission for the Quarter Ended 31.03.2023 and 30.06.2023. Non-submission for the Quarter Ended 30.09.2023 and 31.12.2023 in the Review Period	Company is under the suspension	Delayed submission for the Quarter Ended 31.03.2023 and 30.06.2023. Non-submission for the Quarter Ended 30.09.2023 and 31.12.2023 in the Review Period	Company is under the process of taking the requisite step in this regard	
4	Payment of Annual Listing Fees	Regn 14 of LODR	Non-payment	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance as no payment of Annual Listing Fees is made for the Review Period under Consideration	Company is under the process of making the outstanding fees	
5	Half Yearly Report on Related Party Transactions	Regn 23(9) of LODR	Non-Compliance observed with respect to both the half years falling within the Review Period	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Report as required under Regn 23(9) of SEBI LODR for both the half years falling within the Review Period	Company is under the process of taking the requisite step in this regard	

6	Submission of Annual Secretarial Compliance Report	Regn 24A of LODR	Non-Compliance	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Report as required under Regn 24A of SEBI LODR	Company is under the process of taking the requisite step in this regard	
7	Submission of Quarterly Corporate Governance Report	Regn 27 of the LODR	Non-Compliance observed with respect to all the quarters falling within the Review Period	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance due to non-submission of the Report as required under Regn 27 of SEBI LODR for all the quarters falling within the Review Period	Company is under the suspension	Non-compliance due to non-submission of the Report as required under Regn 27 of SEBI LODR for all the quarters falling within the Review Period	Company is under the process of taking the requisite step in this regard	
8	Submission of Prior Intimations of the Board Meetings	Regn 29(1) of the LODR	Non-Compliance	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the documents as required under Regn 29(1) of SEBI LODR	Company is under the process of taking the requisite step in this regard	
9	Submission of Outcome of Board Meeting for consideration of Financial Results	Regn 30 read with Schedule III of the LODR	Non-Compliance	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Financial Results as required under Regn 30 read with Schedule III of SEBI LODR	Company is under the process of taking the requisite step in this regard	
10	Submission of Quarterly Shareholding Pattern	Regn 31 of the LODR	Non-Compliance observed with respect to all the quarters falling within the Review Period	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Report as required under Regn 31 of SEBI LODR for all the quarters falling within the Review Period	Company is under the process of taking the requisite step in this regard	
11	Submission of Quarterly Financial Results	Regn 33 of the LODR	Non-Compliance observed with respect to all the quarters falling within the Review Period	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Report as required under Regn 33 of SEBI LODR for all the quarters falling within the Review Period	Company is under the process of taking the requisite step in this regard	
12	Submission of Annual Report	Regn 34 of the LODR	Non-Compliance	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Report as required under Regn 34 of SEBI LODR	Company is under the process of taking the requisite step in this regard	

13	Sending documents and information to Shareholders (Annual Report)	Regn 36 of the LODR	Non-Compliance	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Report as required under Regn 36 of SEBI LODR	Company is under the process of taking the requisite step in this regard	
14	Certificate from the Practicing Company Secretary relating to share transfer or transmission activities	Regn 40 of the LODR	Delayed Compliance	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Delayed Compliance	Company is under the suspension	The Compliance Certificate from PCS was submitted on 04.08.2023 after the due date of submission as per the LODR i.e. within 30 days from the end of the year (30.04.2023)	Company is under the process of taking the requisite step in this regard	
15	Publication of Newspaper Advertisement wrt Quarterly Financial Results	Regn 47 of the LODR	Non-Compliance	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Quarterly Financial Results as required under Regn 33 of SEBI LODR. Therefore, no results was published in the Newspaper as required under Regn 47 of the SEBI LODR	Necessary steps will be taken upon submission of the Quarterly Financial Results with the BSE and the same shall be published as well as disseminated to the BSE within due course in time	
16	Submission of Reconciliation of Share Capital Audit Report	Regn 76 of SEBI (D&P) Regulations, 2018	Delayed Compliance for the Quarter Ended 31.03.2023 and Non-Compliance observed with respect to Quarter Ended 30.06.2023, 30.09.2023 and 31.12.2023 falling within the Review Period.	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Delayed Compliance for the Quarter Ended 31.03.2023. The Report for the Quarter ended 31.03.2023 was submitted on 04.08.2023. Non-compliance observed for the Quarter Ended 30.06.2023, 30.09.2023 and 31.12.2023 as no Report was submitted	Company is under the suspension	Delayed Compliance for the Quarter Ended 31.03.2023. The Report for the Quarter ended 31.03.2023 was submitted on 04.08.2023. Non-compliance observed for the Quarter Ended 30.06.2023, 30.09.2023 and 31.12.2023 as no Report was submitted	Company is under the process of taking the appropriate steps in this regard	

17	Quarterly Submission of SDD Compliance Certificate	Regn 3(5) and 3(6) of SEBI (PIT) Regulations, 2015 read with BSE Circular No. 20221028-15 and 20230329-21 dated 28th October, 2022 and 29th March, 2023 respectively	Non-Compliance observed with respect to all the quarters falling within the Review Period	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance due to non-submission of the Compliance Certificate as required under Regn 3(5) and 3(6) of SEBI PIT Regulations, 2015 for all the quarters falling within the Review Period	Company is under the process of taking the requisite step in this regard	
18	Incomplete Composition of the Board of Directors	Regn 17(1) of the LODR	Tenure of Woman Independent Director expired on 31.01.2024. Hence, the Board did not have Woman Director on its Board from 01.02.2024. Further, the Board does not comprise of 50% of the Independent Directors	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Non-compliance is due to non-appointment in a timely manner after the expiry of the tenure of the Woman Independent Director till the end of the Financial Year i.e. 31.03.2024. Composition of the Board with half of the Board forming Independent Directors was also not met	Company is under the process of taking the requisite step in this regard	Company is under the process of taking appropriate steps in order to comply with the regulatory requirements
19	Incomplete composition of the Nomination and Remuneration Committee	Regn 19 of the LODR	Incomplete Composition	BSE (Trading in Securities of the Company are suspended due to various non-compliance)	Trading in Securities of the Company are suspended due to various non-compliance	Non-compliance	Company is under the suspension	Incomplete Composition after the vacation of office by Ms. Nishita Shah upon completion of her tenure on 31.01.2024 and no new director was appointed in her place.	Company is under the process of taking the requisite step in this regard	Company is under the process of taking appropriate steps in order to comply with the regulatory requirements

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sl. 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
The Company is under Suspension due to various non-compliances. Therefore, no report pertaining to the previous year is available						



I/We hereby further report that, during the Review Period the compliance status of the listed entity is appended as below:

Sl. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<b>Secretarial Standards:</b> <ul style="list-style-type: none"> <li>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.</li> </ul>	Yes	Company is non-compliant and has been suspended from trading on the BSE. However, Company is complying with the requirements of the Companies Act, 2013 read with applicable Rules and Secretarial Standard wherever possible.
2.	<b>Adoption and timely updation of the Policies:</b> <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 have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes  Yes	None
3.	<b>Maintenance and disclosures on Website:</b> <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  No  No	<p>Company is a non-compliant entity. Therefore, if any information or documents are submitted with BSE then only those submitted with BSE are available on the website of the Company</p> <p>Company has not submitted Annual Corporate Governance Report with BSE. It is under the process of taking necessary steps to comply with the same.</p>
4.	<b>Disqualification of Director:</b> <ul style="list-style-type: none"> <li>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</li> </ul>	Yes	None

5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> <ul style="list-style-type: none"><li>• Identification of material subsidiary companies</li><li>• Disclosure requirement of material as well as other subsidiaries</li></ul>	N.A. N.A.	None
6.	<b>Preservation of Documents:</b> 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	None
7.	<b>Performance Evaluation:</b> 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.	Yes	None
8.	<b>Related Party Transactions:</b> (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.	Yes N.A.	None
9.	<b>Disclosure of events or information:</b> 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.	No	The Company is suspended from trading due to non-compliance with the provisions of the SEBI LODR. It is under the process of taking the requisite steps to comply with all the applicable provisions of the SEBI LODR including Regulation 30 read with Schedule III.
10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	No	Company is suspended from trading in securities and it is under the process of taking necessary steps to comply with the same.



11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in Annexure-A which has been annexed to this Report.	No	Trading in the securities of the Company is suspended due to various non-compliances. The Company is under the process of taking positive step to comply with all the applicable provisions.
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b>  There was no instance of resignation of Statutory Auditor during the review period.	N.A.	None
13.	<b>Additional non-compliances, if any:</b>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above.	N.A.	None

I / 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:  
**Not Applicable as no such reportable event during the period under review.**

#### 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.
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.

*For Hemant Sharma & Associates*  
*Company Secretaries*

**HEMANT SHARMA** Digitally signed by  
HEMANT SHARMA  
Date: 2025.06.11  
23:36:39 +05'30'

**Hemant Sharma**  
*Proprietor*

*Membership No.: A-42264*

*COP No.: 17411*

*Date : 11-06-2025*

*Place: Kolkata*

*Peer Review Certificate No.: 4030 of 2023*

*UDIN: A042264G000583343*