

**Godrej Industries Limited**

Regd. Office:  
Godrej One, Pirojshanagar,  
Eastern Express Highway,  
Vikhroli (E), Mumbai - 400 079, India  
Tel. : +91-22-2518 8010/ 8020/ 8030  
Fax : +91-22-2518 8068/ 8063/ 8074  
Website: www.godrejindustries.com

CIN: L24241MH1988PLC097781

**Dated:** May 26, 2026

To,  
**BSE Limited**  
P. J. Towers, Dalal Street, Fort  
Mumbai – 400 001

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai-400 051

**Ref.:** BSE Scrip Code No. "500164"

**Ref:** "GODREJIND"

**Subject: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2026**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time, read with the relevant Circular(s) issued by SEBI and Stock Exchanges from time to time and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, please find enclosed herewith the Annual Secretarial Compliance Report, issued by M/s. Nilesh Shah & Associates, Practicing Company Secretaries, for the Financial Year ended March 31, 2026.

Request you to take the same on your record.

Thanking you,

Yours sincerely,

**For Godrej Industries Limited**

  
**Anupama Kamble**  
Company Secretary & Compliance Officer  
(FCS 12730)



Encl.: A/a

# NILESH SHAH & ASSOCIATES

Company Secretaries

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF  
GODREJ INDUSTRIES LIMITED  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2026**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Nilesh Shah & Associates, Practicing Company Secretaries, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by "Godrej Industries Limited" (hereinafter referred as 'the listed entity'), having its Registered Office at Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai-400 079, Maharashtra. The Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and to provide our observations 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 the listed entity has, during the review period covering the Financial Year ended on March 31, 2026, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We 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 Report;

for the Financial Year ended **March 31, 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;

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## Company Secretaries

- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 to the extent applicable;
- (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)
- (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 (Investor Protection and Education Fund) Regulations, 2009;

\*Note: The listed entity has also maintained a Structural Digital Database ("SDD"), pursuant to the requirements of Regulation 3(5) and 3(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

**We 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/Remark by PCS
1.	<b><u>Secretarial Standards:</u></b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	None
2.	<b><u>Adoption and timely updation of the Policies:</u></b>  o All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity.  All the policies are in conformity with SEBI Regulations and have been reviewed and timely updated, as per the regulations/ circulars/ guidelines issued by SEBI.	Yes	None

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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remark by PCS
3.	<b><u>Maintenance and disclosures on Website:</u></b> <ul style="list-style-type: none"><li>o The Listed entity is maintaining a functional website.</li><li>o Timely dissemination of the documents/information under a separate section on the website.</li><li>o Web-links provided in annual corporate governance report under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li></ul>	Yes	None
4.	<b><u>Disqualification of Director:</u></b> None of the Director(s) of the Listed Entity are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	None
5.	<b><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></b> <ul style="list-style-type: none"><li>a) identification of material subsidiary companies;</li><li>b) Disclosure requirement of material as well as other subsidiaries.</li></ul>	Yes	None
6.	<b><u>Preservation of Documents:</u></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><u>Performance Evaluation:</u></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

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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remark by PCS
8.	<b><u>Related Party Transactions:</u></b> a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or 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  NA	None  All Related party transactions were undertaken with the requisite / prior approval
9.	<b><u>Disclosure of events or information:</u></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.	Yes	None
10.	<b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b> 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. The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	No	Godrej Agrovet Limited ("GAVL"), Subsidiary:  During the Financial Year 2025-26, GAVL received an Administrative Warning letter from SEBI on September 29, 2025, on the violation of provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, ("SAST Regulations") in the matter of Astec Lifesciences Limited (Target Company), for delay in disclosures for change in Shareholding in acquisition of Shares in

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E-mail: nilesh@ngshah.com

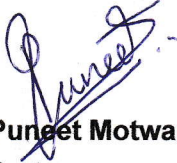
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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remark by PCS
			Target Company.
12.	<b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></b>  In case of resignation of statutory auditor from 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	No such event during the Review Period.
13.	<b><u>Additional non-compliances, if any:</u></b> No any additional non-compliance observed for any SEBI regulation/ circular /guidance note etc.	NA	No non-compliance has been observed during the Review Period.

For Nilesh Shah & Associates  
Company Secretaries



Puneet Motwani  
Partner

ACS – 38530

C.P. No.: 27593

Peer Review No.: 7810/2026



UDIN: A038530H000463801

Date: 26/05/2026

Place: Mumbai

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(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 (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	Management Response	Remarks
1.	None / Not Applicable	--	--	--	--	--	--	--	--	--

(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 in the previous report(s) (PCS)	Observations made in the secretarial compliance report for the year ended	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.	NIL	--	--	--	--	--



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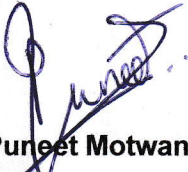
## “Annexure”

Our report of even date is to be read along with this letter.

### 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 Accounts of the listed entity and Secretarial records of material subsidiaries and have relied upon the Secretarial Audit Reports of the same.
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 Nilesh Shah & Associates  
Company Secretaries

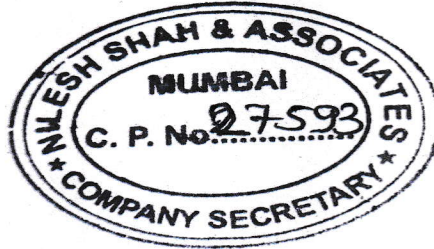


Puneet Motwani  
Partner

ACS – 38530

C.P. No.: 27593

Peer Review No.: 7810/2026



UDIN: A038530H000463801

Date: 26/05/2026

Place: Mumbai

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