

Fine Organic Industries Limited

Regd. Office

Fine House, Anandji Street, Off M. G. Road,
Ghatkopar East, Mumbai 400 077, India.

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Date: May 29, 2025

To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	To National Stock Exchange of India Limited Plot No. C/1, "6" Block, Exchange Plaza Bandra Kurla Complex, Bandra (East) Mumbai - 400 051
Security Code: 541557	Symbol: FINEORG

Dear Sir / Madam,**Sub: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2025**

Pursuant to Regulation 24A (2) of SEBI (LODR) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2025 issued by KS & Associates, Company Secretaries.

The above is for your information and record.

Thanking you,

For Fine Organic Industries Limited**Pooja Lohor****Company Secretary and Compliance Officer****Membership No. A28397**

Encl: as stated

KS & ASSOCIATES - Company Secretaries

Kartik Shah - FCS, ACA, MCOM, LLB.

To,
The Members,
Fine Organic Industries Limited,
Fine House, Anandji Street, Off. M G Road,
Ghatkopar (E), Mumbai - 400077.

Our annual secretarial compliance report for the financial year ended 31st March, 2025 is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper system and to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us and we believe that process & practices we followed, provide a reasonable basis for our opinion.

Disclaimer

4. Whenever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

KS & ASSOCIATES - Company Secretaries

Kartik Shah - FCS, ACA, MCOM, LLB.

5. This Annual Secretarial Compliance Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

For KS & Associates,
Company Secretaries



Kartik Shah

C.P. No. 5163

Membership No. 5732

Peer Review Certificate No.: 1225/2021

Date: 8th May 2025

Place: Mumbai

UDIN: F005732G000294493

KS & ASSOCIATES - Company Secretaries

Kartik Shah - FCS, ACA, MCOM, LLB.

Secretarial compliance report of Fine Organic Industries Ltd for the year ended 31st March 2025

To,
The Members,
Fine Organic Industries Limited,
Fine House, Anandji Street, Off. M G Road,
Ghatkopar (E), Mumbai - 400077.

We have conducted the issuance of the annual secretarial compliance report of the applicable statutory provisions and the adherence to good corporate practices by **Fine Organic Industries Limited**, (hereinafter called the company). This Annual Secretarial Compliance Report was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and based on Internal Audit Reports, returns filed, Statutory Auditor's Report, Audited & signed Annual Accounts for financial year ended 31st March 2025, Director's Report for the financial year ended 31st March 2025 and other records maintained by the Company and also the information provided by the Company, its Company Secretary, Compliance Officer, Board of Directors, its officers, agents and authorized representatives as well as the Management Representations and Management Certifications made by the Company during the conduct of annual secretarial compliance report, based on the certificates & reports received from the Registrar & Transfer Agent, based on the certificate received for the share capital reconciliation audit and based on the certificate received in respect of transfer of shares; we hereby report that in our opinion & as per our understanding & belief, the company has, during the period covering the financial year ended on 31st March 2025 generally complied with the statutory provisions as mentioned hereunder, in the manner and subject to the reporting made hereinafter:

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We have examined:

- a) all the documents and records made available to us and explanation provided by **Fine Organic Industries Ltd,**
- 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,

for the year ended **31st March 2025** 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 during the financial year under review;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, wherever applicable;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable during the financial year under review;

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(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable during the financial year under review;

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable during the financial year under review;

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, wherever applicable;

and circulars/ guidelines issued thereunder;

and based on the above examination and based on our examination of the books, papers, minute books, forms and based on Internal Audit Reports, returns filed, Statutory Auditor's Report, Audited & signed Annual Accounts for financial year ended 31st March 2025, Director's Report for the financial year ended 31st March 2025 and other records maintained by the Company and also the information provided by the Company, its Company Secretary, Compliance Officer, Board of Directors, its officers, agents and authorized representatives as well as the Management Representations and Management Certifications made by the Company during the conduct of annual secretarial compliance report, based on the certificates & reports received from the Registrar & Transfer Agent, based on the certificate received for the share capital reconciliation audit and based on the certificate received in respect of transfer of shares; we hereby report that, during the Review Period:

KS & ASSOCIATES - Company Secretaries

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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:

<i>Sr. No</i>	<i>Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)</i>	<i>Regulation / Circular No.</i>	<i>Deviations</i>	<i>Action Taken by</i>	<i>Type of Action</i>	<i>Details of Violation</i>	<i>Fine Amount</i>	<i>Observations /Remarks of the Practicing Company Secretary (PCS)</i>	<i>Management Response</i>	<i>Remark (s)</i>
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

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

<i>Sr. No.</i>	<i>Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)</i>	<i>Observations made in the Secretarial Compliance report for the year ended 31.03.2025</i>	<i>Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)</i>	<i>Details of violation / Deviations and actions taken/penalty imposed, if any, on the listed entity</i>	<i>Remedial actions, if any, taken by the listed entity</i>	<i>Comments of the PCS on the actions taken by the listed entity</i>
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

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We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	Secretarial Standards: 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	
2.	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 entitiesAll 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	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/information under a separate section on the websiteWeb-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	

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4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> • Identification of material subsidiary companies • Disclosure requirement of material as well as other subsidiaries. 	YES	
6.	Preservation of Documents: 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	
7.	Performance Evaluation: 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	Vide Nomination & Remuneration Committee Meeting held on 30.04.24 & Board Meeting held on 10.05.24

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8.	Related Party Transactions: (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	Vide Audit Committee Meetings held on 02.02.24
9.	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: 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.	N.A.	

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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.	N.A.	
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	N.A.	

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.

We further report that, as per details provided to us, the Company is in compliance of the Corporate Governance & amended provisions there of; the Company conveyed meetings of Board of Directors, meetings of the statutory committees of the Board viz Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee; The Company conducted two meetings of the Risk Management Committee during the year 2024. In view of the SEBI notification dated December 12, 2024, the subsequent meeting was initially planned for March 2025; however, it was rescheduled and held on April 4, 2025.

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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 KS & Associates,
Company Secretaries



Kartik Shah

C.P. No. 5163

Membership No. 5732

Peer Review Certificate No.: 1225/2021

Date: 8th May 2025

Place: Mumbai

UDIN: F005732G000294493