



22nd May, 2026

1. **BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.
2. **National Stock Exchange of India Ltd.**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051.

**Sub.: Secretarial Compliance Report of Kansai Nerolac Paints Limited for the year ended 31st March, 2026**

- Ref.: 1. Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**  
**2. BSE Scrip Codes - 500165, NSE Symbol - KANSAINER**

Dear Sirs,

In terms of the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Secretarial Compliance Report of the Company, issued by JHR & Associates, Company Secretaries, for the year ended 31st March, 2026, in the prescribed format.

The above is for your information and record.

For **KANSAI NEROLAC PAINTS LIMITED**

**G. T. GOVINDARAJAN**  
**COMPANY SECRETARY**

Encl.: As above.

Annual Secretarial Compliance Report of Kansai Nerolac Paints Limited  
for the year ended on 31<sup>st</sup> March, 2026

We, JHR & Associates, Practising Company Secretaries, Thane, have examined:

- (a) all the documents and records made available to us and explanation provided by Kansai Nerolac Paints Limited (CIN: L24202MH1920PLC000825) ("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 certification;

for the year ended 31<sup>st</sup> 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 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 (Buy-back of Securities) Regulations, 2018; (Not Applicable during the review period)
- (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; (Not Applicable 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. and circulars/ guidelines issued thereunder.

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 there-under.
- b. The listed entity has taken corrective actions in respect of the observations made in the previous report, as detailed in Annexure A to this Report.



c. the compliance status of the listed entity with the requirements is as under:

Sr. No.	Particulars	Compliance Status	Observations
(a)	<b>Secretarial Standards:</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	--
(b)	<b>Adoption and timely updation of the Policies:</b>  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 & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	--
(c)	<b>Maintenance and disclosures on Website:</b>  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 redirects to the relevant document(s)/section of the website	Yes	--

(d)	<p><b>Disqualification of Director:</b></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	--
(e)	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	Yes	--
(f)	<p><b>Preservation of Documents:</b></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	--
(g)	<p><b>Performance Evaluation:</b></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	The Performance Evaluation was carried out in the first quarter of the financial year 2025-26.
(h)	<p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p>	Yes	Omnibus and regular prior approvals of the Audit Committee have been obtained for all Related Party Transactions entered into by the Company.



	(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.	Not Applicable	--
(i)	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	--
(j)	Prohibition of Insider Trading:  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	--
(k)	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.	No action was taken	--
(l)	Additional Non-compliances, if any:	Nil	--





(m)	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 SEBI Master Circular for compliance with the provisions of the SEBI LODR Regulations by listed entities.	Not Applicable	--
(n)	<p>The listed entity to comply with the requirements for disclosure of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the LODR:</p> <p>a. The scheme document shall be uploaded on the website of the listed entity after obtaining shareholder approval as required under SEBI (SBEB) Regulations, 2021.</p> <p>b. The documents uploaded on the website shall mandatorily have minimum information to be disclosed to shareholders as per SEBI (SBEB) Regulations, 2021.</p>	Yes	<p>We hereby confirm that the listed entity has complied with the requirements for disclosure of Employee Benefit Scheme Documents in terms of Regulation 46(2)(za) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31<sup>st</sup> December, 2024 in respect of Kansai Nerolac Paints Limited - Restricted Stock Unit Plan, 2022</p>



	c. The rationale for redacting information from the documents and the justification as to how such redacted information would affect competitive position or reveal commercial secrets of the listed entity shall be placed before the Board of Directors for consideration and approval.	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 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 JHR & Associates  
 Company Secretaries



*J. H. Ranade*

J. H. Ranade  
 Partner

(FCS: 4317, CP: 2520)

UDIN: F004317H000288447

Place: Thane

Date: 6<sup>th</sup> May, 2026

Annexure A

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous report	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.	Delay in filing disclosure of related party transactions with National Stock Exchange of India Limited (NSE). The disclosure was filed with BSE Limited within the stipulated time and, inadvertently, was filed with NSE on the next day morning, which was considered as a delay by NSE and a fine was imposed.	31st March, 2025	Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable proviso thereunder relating to submission of related party disclosures to the stock exchanges.	The disclosure of related party transactions for the half year ended 30th September 2024 was filed with BSE Limited on the same day as the Board Meeting, i.e. 6th November, 2024. The same was inadvertently filed with NSE on the next day morning. NSE imposed a fine of Rs. 5,000/- for the said delay.	The listed entity represented that it explained the matter to NSE and paid the fine. The listed entity has further represented that the matter has been noted internally for ensuring timely and simultaneous filings with the stock exchanges.	The fine imposed by NSE has been paid by the listed entity. Based on the documents examined and the representation received from the management, in our opinion, the remedial measures taken by the listed entity is adequate.