

**Secretarial Compliance Report of Insilco Limited (Under Voluntary Liquidation)
For financial year ended 31st March, 2026**

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Insilco Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at **B-23, Sector 63, Noida, Gautam Buddha Nagar, Uttar Pradesh, India, 201301**. Secretarial Review 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 e-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 in our opinion, the listed entity has, during the review period covering the financial year ended on **March 31, 2026**, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, **Nityanand Singh and Co.**, have examined:

- All the documents and records made available to us and explanation provided by **Insilco Limited ("the listed entity")**,
- The filings/ submissions made by the listed entity to the stock exchanges,
- Website of the listed entity,
- Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended **March 31, 2026** ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and
- 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, to the extent applicable whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the listed entity during the period under review);
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the listed entity during the period under review)



- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not Applicable to the listed entity during the period under review)
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not Applicable to the listed entity during the period under review)
- (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 as amended (Not Applicable to the Company during the review period);
- (j) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 and Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with Client;
- (k) other regulations as applicable

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 thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken	Type of Action	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	As per Regulation 30 of the SEBI (LODR) Regulations, 2015, Outcome of the Board Meeting	Regulation 30 of the SEBI (LODR) Regulations, 2015	The Company has inadvertently filed Management Representation	-	-	-	-	Initially, the Outcome of the Board Meeting dated 13th February 2026 was filed within the prescribed timeline. However, due to certain	The Company has filed revised outcome of the board meeting annexing the Limited Review	-



	related wherein the financial results for the quarter ended 31 st December, 2025 along with limited review report shall be filed with the Bombay Stock Exchange (BSE) within 30 minutes from the conclusion of the Board Meeting.		Letter (MRL) in the Outcome of the Board Meeting along with the Financial results for the quarter ended 31 st December 2025 instead of Limited Review Report.					<i>corrections, a revised outcome was subsequently filed on the same day.</i>	Report alongwith financial results for the quarter ended 31 st December, 2025 on the same day	
2.	As per Regulation 47 of the SEBI (LODR) Regulations, 2015, an advertisement in the newspapers shall be published containing the QR Code and details of the webpage where complete financial results	Regulation 47 of the SEBI (LODR) Regulations, 2015	The Company has filed the newspaper advertisement containing the QR Code after 48 hours of the Board Meeting	-	-	-	-	<i>The Company had published the newspaper advertisement for declaration of the unaudited financial results for the quarter/nine months ended on December 2025 without a QR Code on 14th February 2026. Subsequently, the same advertisement along with the QR Code was published and filed with BSE</i>	Newspaper Advertisement was filed without QR Code due to technical issue in the generation of QR code and constraints relating to the advertisement cut-off time. Thereafter, the Company	



	are available within 48 hours of the conclusion of the meeting of board of directors.							on 19th February 2026.	republiched the Un-Audited Financial Results of the Company for the Quarter/Nine months ended on 31st December 2025 on 19th February 2026 in the newspapers with QR Code.
3.	As per Regulation 30 of the SEBI (LODR) Regulations, 2015, an intimation regarding Change in directors, key managerial personnel (KMP), senior management, Auditor and Compliance Officer shall be filed within 12 hours from the date of occurrence of event	Regulation 30 of the SEBI (LODR) Regulations, 2015,	Delay in filing the Intimation regarding cessation of Mr. Rajeev Agarwal from the position of Chief Financial Officer of the Company	-	-	-	-	Intimation regarding cessation of Mr. Rajeev Agarwal from the position of Chief Financial Officer of the Company submitted to the Bombay Stock Exchange with a delay.	There has been an inadvertent delay in intimating the said cessation to the Bombay Stock Exchange. The delay was unintentional and occurred due to preoccupation in filing the dissolution application of the Company before the Hon'ble NCLT. The Company has filed the delayed intimation



3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> • 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 re- directs to the relevant document(s)/ section of the website 	Yes	-
4.	Disqualification of Director: None of the Directors of the Company 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.: <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	NA	The Company doesn't have any subsidiary
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 as prescribed in SEBI Regulations.	Yes	-
8.	Related Party Transactions: <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(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.</p>	Yes	-



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) of 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.	NA	During the period under review, no action has been taken by the SEBI or Stock Exchange
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.	NA	There was no resignation of statutory auditors from the Company.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	During the year, no additional non-compliance observed for any SEBI regulation/circular/guidance note etc.

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**

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 and liquidator of the listed entity. Further we have been provided the documents electronically therefore we are unable to comment on the physical maintenance of records by 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 Nityanand Singh & Co.
Company Secretaries**



**Date: 30.05.2026
Place: New Delhi**

**Nityanand Singh (Prop.)
FCS No. 2668/CP No. 2388
UDIN: F002668H000549148
Peer Review Certificate No. 7792/2026**