



# **Tirupati Starch & Chemicals Limited**

Regd. Office: Shree Ram Chambers, 1<sup>st</sup> Floor, 12 Agrawal Nagar, Main Road, Indore (M.P.) 452001  
Phones: 0731-4905001, 4905002, E-mail: [tirupati@tirupatistarch.com](mailto:tirupati@tirupatistarch.com)

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Works: Village-Sejwaya, Ghata Billod, Dist. Dhar – 454773 (M.P.)

**TIRUSTA/SE/2026-27**

**Date: 30<sup>th</sup> May, 2026**

To,  
The General Manager,  
Dept. of Corporate Services – CRD  
**BSE Limited**  
Phiroze Jeejeebhoy Towers, Dalal Street  
Fort, Mumbai- (MH) 400001 IN

**Ref.: SECURITY ID: TIRUSTA; SECURITY CODE: 524582 & ISIN: INE314D01011**

**Subject: Submission of Annual Secretarial Compliance Report for the Financial Year ended on 31<sup>st</sup> March, 2026**

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Dear Sir/Ma'am,

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company for the Financial Year ended on 31<sup>st</sup> March, 2026, issued by M/s P.S. Tripathi & Associates, Company Secretaries, Indore.

Kindly take the same on your record.

Thanking You

**Yours sincerely,  
For, Tirupati Starch & Chemicals Limited**

**Sourabh Vishnoi  
(Company Secretary cum Compliance Officer)  
ACS: 57433**

*Encl.: Annual Secretarial Compliance Report*

**SECRETARIAL COMPLIANCE REPORT OF  
TIRUPATI STARCH & CHEMICALS LIMITED**

For the Financial Year Ended 31<sup>st</sup> March 2026  
[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligation  
and Disclosure Requirement) Regulations, 2015]

We **P.S. Tripathi & Associates**, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by  
“**Tirupati Starch & 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 certification,

for the year ended 31st March, 2026 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 there under by the  
Securities and Exchange Board of India (“SEBI”);

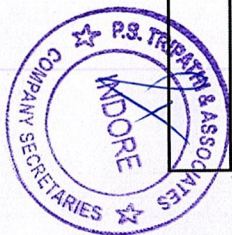
The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder,  
have been examined, include:-

- 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;
- 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 to company for the period;**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat  
Equity) Regulations, 2021:- **Not applicable to company for the period;**
- f) Securities and Exchange Board of India (Issue and Listing of Non Convertible  
Securities) Regulations, 2021:- **Not applicable to company for the period;**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,  
2015
- h) other regulations as applicable  
and circulars/guidelines issued thereunder.



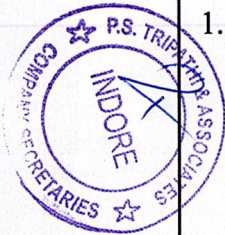
(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

| Sr. No. | Compliance Requirement (Regulations/ circulars/ guide- lines including specific clause) | Regulation/ CircularNo. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|---|-------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| 1.      | NA  | NA                      | NA         | NA              | NA             | NA                   | NA          | NA  | NA                  | NA      |



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

| Sr. No. | Observations/<br>Remarks of the<br>Practicing<br>Company<br>Secretary  | Observation<br>made in<br>Secretarial<br>Compliance<br>Report for the<br>year ended (the<br>years are to be<br>mentioned) | Compliance<br>Requirement<br>(Regulations/<br>circulars/guide-<br>lines including<br>specific clause)  | Details of<br>Violation/Deviation<br>s and Action taken<br>/Penalty imposed   | Remedial Actions, if<br>any taken by Listed<br>Entity   | Comments of the<br>PCS on the actions<br>taken by the Listed<br>Entity   |
|---------|--|---|--|---|---|--|
| 1.      | <p>The Stakeholder Relationship Committee does not have proper constitution of members and chairperson</p> <p>Further The Company has re-constituted the Stakeholder</p> | 2024-25   | Constitution of Stakeholder Relationship committee under Regulation 20(2)/(2A) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015. | Non-compliance under Regulation 20(2)/(2A) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the constitution of Stakeholder Relationship committee during the | The Stakeholder Relationship Committee has been re-constituted on 03.10.2024 and as per Regulation 20(2), the appointed chairperson of the Stakeholder Relationship Committee is a Non-Executive director and as per Regulation 20(2A), the Stakeholder | The Company has duly re-constituted the Stakeholder Relationship Committee on 03.10.2024 with Chairperson who is Non- Executive Director and such committee also has independent directors as members. Therefore, the composition rectified on 03.10.2024. |



|    |  |         |   |  |   |  |
|----|--|---------|---|--|---|--|
|    | <p>Relationship Committee on 03.10.2024 with Chairperson who is Non- Executive Director and such committee also has independent directors as members. Therefore, the composition rectified on 03.10.2024.</p>  |         |   | <p>quarter ended 31.12.2024.</p> <p>Action Taken by BSE by imposing fine Rs. 2000/- plus applicable GST (Total Rs. 2360/-)</p>   | <p>Relationship Committee is duly constituted with three directors, of which two are independent directors. Therefore the company is in compliance with the specified regulation. Further, the Company had made request to BSE through BSE Listing Centre to waive off the fine. However, the fine amount has been paid on 28.03.2025.</p>            | <p>The Company has also paid the fine levied by the Stock Exchange on 28.03.2025. No further observations are required in this regard.</p> |
| 2. | <p>BSE had done a comparison of promoter/ promoter group PAN data provided to NSDL/CDSL with promoter/ promoter group details in shareholding pattern filed by listed entity with Exchanges and observed certain mismatch that Non Promoter category selected on designated depository system whereas in</p> | 2024-25 | <p>PAN data to NSDL/CDSL with promoter/ promoter group as per SEBI Circulars No. SEBI/HO/ISD/ISD/CI R/P/2020/168 dated September 9, 2020 and SEBI/CIR/CFD/DC R1/CIR/P/2020/181 dated September 23, 2020 regarding system driven disclosure under SEBI PIT Regulations and</p> | <p>The mismatch observed by the exchange is that Non Promoter category selected on designated depository system whereas in Shareholding pattern promoter category is mentioned and also requested to refer NSDL and CDSL circular for followed the process for updating the PAN details of promoter.</p> | <p>The Company had submitted its reply on 30.07.2024 through BSE Listing Centre mentioning that we have already updated the PAN details of Promoters and Promoter Groups along with Directors and Designated Persons for System Driven Disclosures under SEBI PIT Regulations and SAST Regulations. Further, in respect of aforesaid discrepancy,</p> | <p>No further observations are required in this regard.</p>  |



|   |  |                         |  |  |  |
|---|--|-------------------------|--|--|--|
| <p>Shareholding pattern promoter category is mentioned. In this regard, BSE requested the Company to refer NSDL and CDSL circular for process to be followed for updating of PAN details on NSDL's / CDSL issuer portal and update the details latest by July 31, 2024. As per listed entity there is no such mismatch.</p> |  | <p>SAST Regulations</p> | <p>Discrepancy reported through BSE Listing Centre</p> | <p>we wish to submit that we compared all the details (including Promoter Group/Non Promoter category) in System Driven Disclosures (with CDSL) with Shareholding Pattern and found that details are same and no such mismatch found between both details.</p> |  |
|---|--|-------------------------|--|--|--|



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 /Remarks by PCS* |
|---------|---|-------------------------------|-------------------------------|
| 1.      | <p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>  | Yes                           | --                            |
| 2.      | <p><b>Adoption and timely updation of the Policies:</b></p> <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                           | --                            |
| 3.      | <p><b>Maintenance and disclosures on Website:</b></p> <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</li> </ul>   | Yes                           | --                            |



|    |   |                      |   |
|----|---|----------------------|---|
|    | <p>separate section on the website</p> <ul style="list-style-type: none"> <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>          |                      |   |
| 4. | <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                  | --  |
| 5. | <p><b>Details related to Subsidiaries of listed entities</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>   | <p>NA</p> <p>Yes</p> | <p>The company Tirupati Starch Charitable Foundation (CIN - U86909MP2023NPL065100) was incorporated on 05.04.2023 as wholly owned subsidiary of Tirupati Starch &amp; Chemicals Limited but cannot be classified as its material subsidiary. Disclosure is made in Annual Report and CGR.</p> |
| 6. | <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                  | --  |
| 7. | <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</p>  | Yes                  | --  |

|     |   |     |    |
|-----|---|-----|----|
|     | every financial year/during the financial year as prescribed in SEBI Regulations.   |     |    |
| 8.  | <p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions;</p> <p>(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.</p> | Yes | -- |
| 9.  | <p><b>Disclosure of events or information:</b></p> <p>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.</p>  | Yes | -- |
| 10. | <p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>  | Yes | -- |
| 11. | <p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>No action(s) has been taken against the listed entity/ its</p>   | Yes |    |



|     |   |    |   |
|-----|---|----|---|
|     | 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.  |    | --  |
| 12. | Resignation of statutory auditors from the listed entity or its material subsidiaries:<br><br>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 is no resignation of Statutory Auditor during F.Y 2025-26 |
| 13. | <b>Additional Non-compliances, if any:</b><br>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.   | No |   |

**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.

**UDIN: F005822H000556614**

**Place: Indore**

**Date: 30.05.2026**

**For P.S. Tripathi & Associates**  
Company Secretaries



**Pratik Tripathi**  
Partner  
C.P. No. 5358