

SECRETARIAL AUDIT REPORT

Form No. MR - 3

For the financial year ended 31st March, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,

Lyka Labs Limited

CIN: L24230GJ1976PLC008738

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by Lyka Labs Limited (hereinafter called 'the company'). The secretarial audit as required under Companies Act, 2013 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 returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March 2026 complied with the statutory provisions listed hereunder and also that the company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on **31st March, 2026** according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('the SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct investment and External Commercial Borrowings;
(Not applicable as there was no reportable event during the financial year under review)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(Not applicable as there was no reportable event during the financial year under review)
 - (f) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
(Not applicable as there was no reportable event during the financial year under review)
 - (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable as there was no reportable event during financial year under review)**

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- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations 2018;
(Not applicable as there was no reportable event during the financial year under review)
 - (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations 1993 regarding Companies Act, 2013 dealing with the company; and
 - (j) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as amended from time to time.

We have relied on the representation made by the company and its officers for systems and mechanism formed by the company for compliances under other applicable Acts, Laws and Regulations to the company. The list of major heads/groups of Acts, laws and Regulations as applicable to the Company are listed below:

- a. The Factories Act, 1948;
- b. The Income Tax Act and other Indirect Tax laws;
- c. The Essential Commodities Act;
- d. All Environmental Related Acts & Rules;
- e. The Boilers Act;
- f. The Poisons Act;
- g. The Prevention of Food Adulteration Act, 1954;
- h. The Dangerous Drugs Act, 1940;
- i. The Industrial Disputes Act, 1947;
- j. The Drugs and Magical Remedies (Objectionable Advertisements) Act 1954;
- k. The Drugs & Cosmetics Act, 1940;
- l. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013;
- m. All applicable Labour Laws and other incidental laws related to Labour and employees appointed by the company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards in respect of Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreement/SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 entered into by the company with the BSE Limited and the National Stock Exchange of India Limited.

To the best of our knowledge and belief, during the period under review, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned herein above, except certain forms have been filed with payment of additional fees with the MCA.

Adequate notices were issued to all the Directors for the board meetings and the committee meetings. Agenda and notes on agenda were also provided to all the directors and the members for meaningful participation in the meetings. Decisions at the board meetings and the committee meetings were carried through on the basis of majority.

The board of directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulation, 2015.

Lyka Labs Limited

We further report that, during the year;

1. The Hon'ble NCLT, Ahmedabad Bench, approved the scheme of merger under Sections 230–232 of the Companies Act, 2013 between Lyka Exports Limited (Transferor Company) and Lyka Labs Limited (Transferee Company) on 16th March, 2026.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period under review, the company has co-operated with us and have produced before us all the required forms information, clarifications, returns and other documents as required for the purpose of our audit.

For Kaushal Doshi & Associates
Practicing Company Secretary

Kaushal Doshi
Proprietor

Date: 25th May, 2026
Place: Mumbai

FCS: 10609/COP: 13143
UDIN: F010609H000459123

This report is to be read with our letter which is annexed as **Annexure I** and forms an integral part of the report.



Annexure I (Integral part of Secretarial Audit Report)

To,

The Members,

Lyka Labs Limited

CIN: L24230GJ1976PLC008738

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. 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. Verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit 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.

For Kaushal Doshi & Associates
Practicing Company Secretary

Kaushal Doshi
Proprietor

FCS: 10609/COP: 13143
UDIN: F010609H000459123

Date: 25th May, 2026
Place: Mumbai