बामर लॉरी इनवेस्टमेंटस लिमिटेड
(भारत सरकार का एक उद्यम)
Balmer Lawrie Investments Ltd.
(A Government of India Enterprise)

पंजीकृत कार्यालय :
21, नेताजी सुभाष रोड,
कोलकाता–700 001
फोन : (91) (033) 2222 5227
Regd. Office :
21, Netaji Subhas Road,
Kolkata - 700 001
Phone : (91) (33) 2222 5227
CIN : L65999WB2001GOI093759

Date: 29th May, 2026 Ref: BLIL/SECY/MARCH2026

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip Code: **532485**

Dear Sir(s)/Madam(s),

Sub: Secretarial Compliance Report for the Financial Year ended on 31st March, 2026

Pursuant to Regulation 24A(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the Secretarial Compliance Report dated 28th May, 2026 of the Company for the Financial Year ended on 31st March, 2026 issued by Ms. Minu Tulsian, FCS – 10231, COP – 16999, Proprietor of M/s. Minu Tulsian & Co., Company Secretaries is attached.

Yours faithfully,
For Balmer Lawrie Investments Limited

ABHISHEK LAHOTI Digitally signed by ABHISHEK LAHOTI
Date: 2026.05.29 17:53:29 +05'30'

Abhishek Lahoti
Company Secretary and Compliance Officer

Encl: as above

Website : www.blinv.com E-mail : lahoti.a@balmerlawrie.com

MINU TULSIAN & CO.
Company Secretaries

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SECRETARIAL COMPLIANCE REPORT OF BALMER LAWRIE INVESTMENTS LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Minu Tulsian & Co., Company Secretaries, being the Secretarial Auditor of **M/s. Balmer Lawrie Investments Limited** (herein after mentioned as "the Company"), have examined:

a. all the documents and records made available to us and explanation provided by Balmer Lawrie Investments Limited ("the listed entity"),
b. the filings/ submissions made by the listed entity to the Stock Exchange,
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 financial year ended 31st 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 for the period under review**

(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 for the period under review**

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

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(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable for 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;

and circulars/ guidelines issued thereunder;

Further 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 matter specified below:

Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
					Advisory/ Clarification / Fine/ Show Cause Notice/ Warning etc					
1.	Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements)	SEBI (Listing Obligations and Disclosure Requirements	Non-Compliance with the requirements pertaining to the	BSE Limited	Fines	The number of Directors on the Board was below the prescribed limit of six	Rs. 21,53,500 (Inclusive of GST) Fine Imposed for quarter	The Company being a Government Company, the Composition of the Board of the	The listed entity has made representation for waiver of such fines as the Company being a Government Company, the	

	Regulations, 2015	) Regulations, 2015	Composition of the Board including failure to appoint woman director			Directors during the period from 01.04.2025 to 31.03.2026. The Company had no Independent Director from 01.04.2025 to 31.03.2026. The Company did not have a woman Director on its Board from 01.04.2025 to 31.03.2026.	ended on June 25, Sept 25, Dec 25 and Mar 26.	Directors is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	Composition of the Board of the Directors is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	
2.	Regulation 17(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-Compliance with the requirements pertaining to Quorum of Board Meetings.	BSE Limite d	Fines	The Company did not have any Independent Director on its Board during the Review Period and consequently, the quorum requirements for Board Meetings were not met in terms of Regulation 17(2A) of	Rs. 59,000 (Inclusive of GST) Fine Imposed for quarter ended on June 25, Sept 25, Dec 25 and Mar 26.	The Company being a Government Company, the Composition of the Board of the Directors is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	The listed entity has made representation for waiver of such fines as the Company being a Government Company, the Composition of the Board of the Directors is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	

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						SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.				
3.	Regulation 18(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-Compliance with the Composition of the Audit Committee	BSE Limited	Fines	The Board of Directors did not have any Independent Director during the Review Period. Hence, the composition of Audit Committee Meeting was not met as per the regulation.	Rs. 8,61,400 (Inclusive of GST) Fine Imposed for quarter ended on June 25, Sept 25, Dec 25 and Mar 26.	The Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	The listed entity has made representation for waiver of such fines as the Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	
4.	Regulation 18(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-Compliance of the quorum of the Audit Committee	-	-	The Board of Directors did not have any Independent Directors during the Review Period. Accordingly, the requirement of quorum of the Audit Committee was not	-	The Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	The Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	

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						complied with.				
5.	Regulation 19(1)/19(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-Compliance with the Constitution of the Nomination & Remuneration Committee	BSE Limited	Fines	The Board of Directors did not have any Independent Directors during the Review Period. Accordingly, the composition of the Nomination and Remuneration Committee was not in compliance with the applicable provisions.	Rs. 8,61,400 (Inclusive of GST) Fine Imposed for quarter ended on June 25, Sept 25, Dec 25 and Mar 26.	The Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	The listed entity has made representation for waiver of such fines as the Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	

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6.	Regulation 19(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-Compliance of the quorum of the Nomination & Remuneration Committee Meeting	-	-	The Board of Directors did not have any Independent Directors during the review period. Hence, the quorum requirements of the Nomination and Remuneration Committee were not complied with.	-	The Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	The Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	
7.	Regulation 20(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-Compliance with the Constitution of the Stakeholder & Relationship Committee	BSE Limited	Fines	The Board of Directors did not have any Independent Directors during the Review Period. Accordingly, the composition requirements of the Stakeholders Relationship Committee was not complied with during the Review Period	Rs. 2,14,760 (Inclusive of GST) (Fine Imposed for quarter ended on June 25.	The Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	The listed entity has made representation for waiver of such fines as the Company being a Government Company, the Composition of the Board of the Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.	

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						due to absence of Independent Directors.			

Note: The replies to the representations submitted by the Company to BSE Limited in the aforesaid matters are awaited.

Further, as per Paragraph 3 of the Policy for Exemption of Fines levied under the SEBI SOP Circular, non-compliances arising due to inability of a Company to appoint Directors/KMPs on account of pending approvals from the Government/Administrative Ministry may be considered by SEBI for waiver or reduction of fines.

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2025	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.	*The Company being a Government Company, the Composition of the Board of Directors is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.*	-	Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	*The number of Directors on the Board was below the prescribed limit of six Directors during the period 01.04.2024 to 31.03.2025.* *The Company had no Independent Director on its*	The listed entity has made representation for waiver of such fines as the listed entity is a Government Company the appointment of the Directors is dependent on the Central Government Ministry of Petroleum and Natural Gas, (being the Administrative Ministry. Hence, the compliance of the same is	The appointment of Directors is not within the control of the Company, being a Government Company.

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				Board from 01.04.2024 to 31.03.2025. ***The Company did not have a woman Director on its Board from 01.04.2024 to 31.03.2025.*** ***On account of the aforesaid noncompliance, Fines amounting to Rs. 21,53,500/- (Inclusive of GST) were imposed by BSE Limited for quarters ended on June, 24, Sep, 24, Dec, 24 and March, 25***	not within the control of the Company.	
2.	***The Company being a Government Company, the Composition of the Board of Directors is dependent on the direction of the Administrative Ministry and thus,***	-	Regulation 17(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	***The Board of Directors did not have any Independent Director during the review period. Hence, the quorum of Board Meeting***	The listed entity has made representation for waiver of such fines as the listed entity is a Government Company the appointment of the Directors is dependent on the Central Government Ministry of Petroleum	The appointment of Directors is not within the control of the Company, being a Government Company.

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	the non-compliance was beyond the control of the Company.			***was not met as per the regulation.*** ***On account of the aforesaid noncompliance, Fines amounting to Rs. 70,800/- Inclusive of GST) were imposed by BSE Limited for quarters ended on June, 24, Sep, 24, Dec, 24 and March, 25***	and Natural Gas, (being the Administrative Ministry. Hence, the compliance of the same is not within the control of the Company.	
3.	***The Company being a Government Company, the Composition of the Board of Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.***	-	Regulation 18(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	***The Board of Directors did not have any Independent Director during the review period. Hence, the composition of Audit Committee Meeting was not met as per the regulation.*** ***On account of the***	The listed entity has made representation for waiver of such fines as the listed entity is a Government Company the appointment of the Directors is dependent on the Central Government Ministry of Petroleum and Natural Gas, (being the Administrative Ministry. Hence, the compliance of the same is not within the control of the Company.	The appointment of Directors is not within the control of the Company, being a Government Company.

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				aforesaid noncompliance, Fines amounting to Rs. 8,61,400/- (Inclusive of GST) were imposed by BSE Limited for quarters ended on June, 24, Sep, 24, Dec, 24 and March, 25		
4.	***The Company being a Government Company, the Composition of the Board of Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.***	-	Regulation 18(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	***The Board of Directors did not have any Independent Director during the review period. Hence, the requirement of the quorum of Audit Committee Meeting was not met as per the regulation.***	The listed entity has made representation for waiver of such fines as the listed entity is a Government Company the appointment of the Directors is dependent on the Central Government Ministry of Petroleum and Natural Gas, (being the Administrative Ministry. Hence, the compliance of the same is not within the control of the Company.	The appointment of Directors is not within the control of the Company, being a Government Company.
5.	***The Company being a Government Company, the Composition of the Board of***	-	Regulation 19(1)/19(2) of SEBI (Listing Obligations and Disclosure	***The Board of Directors did not have any Independent Director during***	The listed entity has made representation for waiver of such fines as the listed entity is a Government Company	The appointment of Directors is not within the control of the Company, being a Government Company.

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	Directors/Committees is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.		Requirements) Regulations, 2015	***the review period. Hence, the composition of Nomination and Remuneration Committee Meeting was not met as per the regulation.*** ***On account of the aforesaid non-compliance, Fines amounting to Rs. 8,61,400/- (Inclusive of GST) were imposed by BSE Limited for quarters ended on June, 24, Sep, 24, Dec, 24 and March, 25***	the appointment of the Directors is dependent on the Central Government Ministry of Petroleum and Natural Gas, (being the Administrative Ministry. Hence, the compliance of the same is not within the control of the Company.	
6.	***The Company being a Government Company, the Composition of the Board of Directors/Committees is dependent on the direction of the Administrative Ministry and thus,***	-	Regulation 19(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	***The Board of Directors did not have any Independent Director during the review period. Hence, the requirement of the quorum of Nomination &***	The listed entity has made representation for waiver of such fines as the listed entity is a Government Company the appointment of the Directors is dependent on the Central Government Ministry of Petroleum and Natural Gas, (being	The appointment of Directors is not within the control of the Company, being a Government Company.

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	the non-compliance was beyond the control of the Company.			***Remuneration Committee Meeting was not met as per the regulation.***	the Administrative Ministry. Hence, the compliance of the same is not within the control of the Company.	
7.	***The Company being a Government Company, the Composition of the Board of Directors is dependent on the direction of the Administrative Ministry and thus, the non-compliance was beyond the control of the Company.***	-	Regulation 20(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	***The Board of Directors did not have any Independent Director during the review period. Hence, the composition of Stakeholder & Relationship Committee Meeting was not met as per the regulation.*** ***On account of the aforesaid noncompliance, Fines amounting to Rs. 8,61,400/- Inclusive of GST) were imposed by BSE Limited for quarters ended on June, 24, Sep, 24, Dec, 24 and March, 25***	The listed entity has made representation for waiver of such fines as the listed entity is a Government Company the appointment of the Directors is dependent on the Central Government Ministry of Petroleum and Natural Gas, (being the Administrative Ministry. Hence, the compliance of the same is not within the control of the Company.	The appointment of Directors is not within the control of the Company, being a Government Company.

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8.	-	-	Regulation 21(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	***The Stock Exchange had levied fine pertaining to Non-Compliance with the constitution of Risk Management Committee.*** ***However, as per Regulation 21(5) of SEBI (LODR) Regulations, 2015 the requirement of having Risk Management Committee is applicable for top 1000 listed entities and since, the Company did not fall in the said category, the requirement was not applicable to the Company. The same had been communicated to the Stock Exchange by the Company***	-	-

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				through its waiver applications. *On account of the aforesaid noncompliance, Fines amounting to Rs. 2,14,760/- Inclusive of GST) were imposed by BSE Limited for quarter ended on June, 24.*		

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Further it has been noted that observations pertaining to earlier years primarily relate to non-compliance regarding composition of the Board, Committees, appointment of Independent Directors and the quorum of Meetings. Since the Company is a Government Company, appointments to the Board are dependent upon directions from the Administrative Ministry and therefore such non-compliances were beyond the control of the Company.

(c) We hereby report that, during the Review Period the compliance status of the listed entity with the following requirement:

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 India (ICSI).	Yes	-
2.	**Adoption and timely updation of the Policies:** • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated, as per the regulations/ circulars/guidelines issued by SEBI	Yes	-
3.	**Maintenance and disclosures on Website:** • 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 Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-

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5.	**Details related to Subsidiaries of listed entities:** a. Identification of material subsidiary companies b. Requirements with respect to disclosure of material as well as other subsidiaries	Yes	The Company does not have any material 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 evaluationofthe Board, Independent Directors and the Committeesat the start of every financial year as prescribed in SEBI Regulations.	NA	The requirement relating to performance evaluation of the Board, Independent Directors and Committees was not applicable during the Review Period in view of the following: the appointment of Directors, including Independent Directors, is made based on directions of the Administrative Ministry; and Government Companies have been exempted from the provisions relating to performance evaluation vide MCA Notification No. GSR 463(E) dated 5th June, 2015.

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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	-
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:** The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	The Stock Exchanges has levied fines on the Company for Non-Compliances of Regulation 17(1), 17(2A), 18(1), 19 (1) & (2), 20 (2A) of Securities and Exchange Board of India (LODR) Regulations, 2015, during the year under review.
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 or its subsidiary.

13.	**No additional non-compliances observed:** No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	Yes	No additional non-compliance except above mentioned was observed for SEBI regulation /circular/guidance note during the year under review.

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 Regulation - **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 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.

Place: Kolkata
Date: 28.05.2026

For Minu Tulsian & Co.
Company Secretaries

Minu Tulsian

Minu Tulsian
FCS: 10231
C.P. No.: 16999
UDIN: UDIN F010231H000525680
Peer Review No: 1588/2021