



May 04, 2026

Listing Department  
National Stock Exchange of India Limited  
Symbol: HONASA

Listing Department  
BSE Limited  
Scrip Code: 544014

**Sub.: Annual secretarial compliance report for the financial year ended March 31, 2026**

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Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the annual secretarial compliance report for the financial year ended March 31, 2026, issued by Arora Shekhar & Company, Practicing Company Secretaries, Secretarial Auditor of the Company, is enclosed as **Annexure**.

Kindly take the same on record. This disclosure will also be hosted on the Company's website viz. [www.honasa.in](http://www.honasa.in).

Thanking you

Yours truly,  
For **Honasa Consumer Limited**

**Gaurav Pandit**  
**Company Secretary and Compliance Officer**

*Encl.: As above*

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**Honasa Consumer Limited**

**Registered Office:** Unit No - 404, 4<sup>th</sup> Floor, City Centre, Plot No 05, Sector-12, Dwarka, New Delhi – 110 075

**Corporate Office:** 10<sup>th</sup> & 11<sup>th</sup> Floor, Capital Cyberscape, Sector 59, Gurugram – 122 102

Email: [info@mamaearth.in](mailto:info@mamaearth.in); Phone: 011 – 44123544; Website: [www.honasa.in](http://www.honasa.in)

| CIN: L74999DL2016PLC306016 |



**Arora Shekhar & Company**  
(Practicing Company Secretaries)

**Annual Secretarial Compliance Report of Honasa Consumer Limited  
for the financial year ended March 31, 2026**

*[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
Honasa Consumer Limited  
Unit No - 404, 4<sup>th</sup> Floor, City Centre,  
Plot No. 05, Sector-12, Dwarka,  
New Delhi - 110075

I, Shashi Shekhar, Practicing Company Secretary, have examined:

- a) all the documents and records made available to us and explanation provided by 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 report,

for the financial year ended on **March 31, 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) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*hereinafter referred as 'Listing Regulations'*);
- b) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) SEBI (Buy-back of Securities) Regulations, 2018; (*Not Applicable to the listed entity during the Review Period*)
- e) SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (*Not Applicable to the listed entity during the Review Period*);



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- g) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- h) SEBI (Depositories and Participants) Regulations, 2018;
- i) other regulations as applicable and circulars/ guidelines issued thereunder;

and based on the above examination, I 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 as specified below:

| Sr. No.        | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Regulation / Circular No. | Deviations | Action Taken by | Type of Action | Details of violative | Fine Amount | Observations / Remarks of the Practicing Company Secretary ('PCS') | Management Response | Remarks |
|----------------|---------------------------------------------------------------------------------------|---------------------------|------------|-----------------|----------------|----------------------|-------------|--------------------------------------------------------------------|---------------------|---------|
| Not Applicable |                                                                                       |                           |            |                 |                |                      |             |                                                                    |                     |         |

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

| Sr. No.                                                                                  | Observations/ Remarks of the PCS in the previous reports | Observations made in the secretarial compliance report for the year ended 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 |
|------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|------------------------------------------------------|---------------------------------------------------------------|
| No observation in annual secretarial compliance report for the year ended March 31, 2025 |                                                          |                                                                                |                                                                                       |                                                                                                   |                                                      |                                                               |

- c) I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

| Sr. No. | Particulars                                                                                                                                                                                                       | Compliance Status (Yes/ No/ NA) | Observations/ Remarks by PCS* |
|---------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------|
| 1.      | <b><u>Secretarial Standards:</u></b><br><br>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                             | -                             |



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|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|-------------------------------------------------------------------------|
| 2. | <b><u>Adoption and timely updation of the Policies:</u></b> <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. | <b><u>Maintenance and disclosures on Website:</u></b> <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 separate section on the website.</li> <li>Web-links provided in annual integrated corporate governance report under Regulation 27 (2) of Listing Regulations are accurate and specific which redirects to the relevant document(s)/section of the website.</li> </ul> | Yes                | -                                                                       |
| 4. | <b><u>Disqualification of Director:</u></b><br><br>None of the Directors of the listed entity are disqualified under Section 164 of Companies Act, 2013.                                                                                                                                                                                                                                                                                                                                      | Yes                | -                                                                       |
| 5. | <b><u>Details related to Subsidiaries of listed entity have been examined w.r.t.:</u></b><br><br>(a) Identification of material subsidiary companies.<br>(b) Disclosure requirements of material as well as other subsidiaries.                                                                                                                                                                                                                                                               | (a) Yes<br>(b) Yes | The Company doesn't have any material subsidiary during the FY 2025-26. |
| 6. | <b><u>Preservation of Documents:</u></b><br><br>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 Listing Regulations.                                                                                                                                                                                                                     | Yes                | -                                                                       |
| 7. | <b><u>Performance Evaluation:</u></b><br><br>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.                                                                                                                                                                                                                                 | Yes                | -                                                                       |



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|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|------------------------------------------------------------------------------------------------------------|
| 8.  | <b><u>Related Party Transactions:</u></b><br><br>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.<br>(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.                                                                                                            | (a) Yes<br><br>(b) NA | -<br><br>Please refer point no. 8(a)                                                                       |
| 9.  | <b><u>Disclosure of events or information:</u></b><br><br>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of Listing Regulations within the time limits prescribed thereunder.                                                                                                                                                                                                                                               | Yes                   | -                                                                                                          |
| 10. | <b><u>Prohibition of Insider Trading:</u></b><br><br>The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.                                                                                                                                                                                                                                                                                                        | Yes                   | -                                                                                                          |
| 11. | <b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b><br><br>No Actions have 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.                                                                                                              | Yes                   | -                                                                                                          |
| 12. | <b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></b><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 Listing Regulations by listed entities. | NA                    | There was no event of resignation of the Statutory Auditors during the Review Period in the listed entity. |
| 13. | <b><u>Additional non-compliances, if any:</u></b><br><br>No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.                                                                                                                                                                                                                                                                                                          | Yes                   | No such non-compliance                                                                                     |

*\*Observations/ Remarks by PCS are mandatory, if the Compliance status is provided as 'No' or 'N.A. '*

In terms of SEBI circular dated December 31, 2024, I further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of Regulation 46(2)(za) of the Listing Regulations.



**Arora Shekhar & Company**  
(Practicing Company Secretaries)

**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 Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Listing Regulations 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 Arora Shekhar & Company**  
(Practicing Company Secretaries)



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**Shashi Shekhar**

**Proprietor**

**Membership Number: F12475**

**Certificate of Practice: 14145**

**Peer Review No.: 3159/2023**

**UDIN: F012475H000272097**

**Date: 04-05-2026**

**Place: New Delhi**