

HeidelbergCement India Limited

CIN: L26942HR1958FLC042301
Registered Office
2nd Floor, Block B, DLF Cyber Greens,
DLF Cyber City, Phase-III,
Gurugram, Haryana 122002, India
Phone +91-124-4503700
Fax +91-124-4147698
Website: www.mycemco.com

HCIL:SECTL:SE:2026-27

30 May 2026

BSE Ltd.
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400001
Scrip Code:500292

National Stock Exchange of India Ltd
Listing Department,
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
Trading Symbol: HEIDELBERG

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable Circulars issued by the Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited from time to time, please find attached Annual Secretarial Compliance Report for the financial year ended 31 March 2026. The Report has been issued by Ms. Monika Kohli, Partner of M/s DMK Associates, Company Secretaries.

Please take the same on record.

Thanking you,

Yours Faithfully,
For HeidelbergCement India Ltd.

Ravi
Arora

Digitally signed
by Ravi Arora
Date: 2026.05.30
11:05:36 +05'30'

Ravi Arora
Vice President- Corporate Affairs &
Company Secretary

Encl.: a.a



**SECRETARIAL COMPLIANCE REPORT OF
HEIDELBERGCEMENT INDIA LIMITED
FOR THE YEAR ENDED 31 MARCH 2026**

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

We have examined:

- a) all the documents and records made available to us and explanation provided by HEIDELBERGCEMENT INDIA LIMITED ("the listed entity") (CIN-L26942HR1958FLC042301) (hereinafter referred to as the "Company") having its Registered Office at, 2nd Floor, Block-B, DLF Cyber Greens, DLF Cyber City, Phase-III, DLF QE, Gurgaon, Dlf Qe, Haryana, India, 122002.
- b) the filings/submissions made by the Company to the stock exchanges,
- c) website of the Company,
- d) any other document/filing, as may be relevant, which has been relied upon to make this certification

for the year ended 31 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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under 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 there under, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date (herein after referred as "SEBI LODR");



- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended till date (herein after referred as "SEBI ICDR")
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable to the Company during the Audit Period);**
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; as amended till date; **(Not applicable to the Company during the Audit Period)**
- (g) The Securities and Exchange Board of India **(Prohibition of Insider Trading)** Regulations, 2015 as amended till date; and
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018,
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with Client;
- (j) Other regulations as applicable.

and circulars/ guidelines issued there under; and based on the above examination, we hereby report that, during the Review Period:

- (a) The Company has complied with the provisions of the above Regulations and circulars/guidelines issued there under.
- (b) The Listed Entity has taken the following actions to comply with the observations made in previous reports: **(Not Applicable as there was no observation in the previous secretarial compliance reports of the Listed Entity)**



We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

S.No.	Particulars	Compliance Status (Yes / No/ NA)	Observations/ Remarks by PCS
1.	<p><u>Secretarial Standard</u></p> <p>The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	YES	None
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <p>All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars guidelines issued by SEBI</p> <p>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</p>	YES	None
3.	<p><u>Maintenance and disclosures on Website:</u></p> <p>• The Listed entity is maintaining a functional website</p> <p>• Timely dissemination of the documents/ information under a separate section on the website</p> <p>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which</p>	YES	None



	redirects to the relevant document(s)/ section of the website		
4.	Disqualification of Director None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013	YES	None
5.	Details related to Subsidiaries of listed entities		
	• Identification of material subsidiary companies	NIL	The Company doesn't have any subsidiary Company.
	• Requirement with respect to disclosure of material as well as other subsidiaries	NIL	The Company doesn't have any subsidiary Company.
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	None
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/during the financial year as prescribed in SEBI Regulations	YES	None
8.	Related Party Transactions:		
	• The Listed entity has obtained prior approval of Audit Committee for all	YES	



	Related party transaction		
	<ul style="list-style-type: none"> In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transaction were subsequently approved/ ratified/ rejected by the Audit Committee 	NA	
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 there under	YES	None
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	None
11.	Actions taken by SEBI or Stock Exchange(s), if any No Actions 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 there under	YES	No action has been taken by 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	Nil	<i>The statutory auditors have not resigned during the review period.</i>



	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.		
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	No non-compliance was observed

a) We hereby confirm that the company has not issued any Employees Benefit Scheme and therefore the disclosure as required under regulation 46(2)(za) of the SEBI LODR read with SEBI circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024 is not applicable on the company.

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 LODR 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.

Date :25.05.2026
Place : New Delhi
UDIN :F005480H000465885

For DMK Associates
Company Secretaries




(MONIKA KOHLI)
B. Com (H), FCS, LL.B. LP.
PARTNER
FCS 5480, C P 4936
Peer Review No. 6896/2025