Shivansh Tiwari & Associates

Company Secretaries

58/42, 2nd Floor,
Birhana Road,
Kanpur – 208 001
Mob.: 07355031876
Email: shivanshst123@gmail.com

To

The Board of Directors

Standard Surfactants Limited

8/15, Arya Nagar, Kanpur-208002

Dear Sir/Madam,

Sub: Compliance Certificate from Practicing Company Secretary pursuant to Regulation 163(2), Part III of Chapter V of the SEBI (Issue of Capital and Disclosure Requirement) Regulations 2018

In connection with the proposed preferential issue of 8,00,000 convertible warrants for an amount not exceeding Rs. 4,64,00,000 (Four Crore Sixty Four Lakh) by M/s Standard Surfactants Limited ("Company"), to Mr. Pawan Kumar Garg, Mr. Kunal Garg and Mr. Ankur Garg ("Proposed Allottees" and the issuance "Preferential Issue"), the Company is required to obtain a certificate from a practicing Company Secretary confirming that the Preferential Issue is being made in terms of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

Accordingly, this certificate is being issued under the SEBI ICDR Regulations.

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COMPANY SECRETARIES

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Management Responsibility:

The Management of the Company is responsible for ensuring the compliance of the requirements of the SEBI ICDR Regulations, detailed as under:

(i) Determination of the relevant date, being the date thirty days prior to the date on which the meeting/postal ballot of shareholders of the Company is proposed to consider the Preferential Issue;

(ii) Determination of the minimum price of convertible warrants in terms of Regulation 165 of the SEBI ICDR Regulations;

Verification:

For the purpose of confirming that the Preferential Issue is in compliance of the applicable provisions of SEBI ICDR Regulations, we have examined the following documents as provided by the Company and available as on the date of this certificate:

a) Certified true copy of the resolution passed by the Board of Directors in their meeting dated 14th February, 2026, approving the Preferential Issue and the relevant date i.e. February 13th, 2026 ("Relevant Date").

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b) Confirmation from the Company that:

(i) The Company has determined the minimum price of Convertible Warrants in terms of Regulation 165 of the ICDR Regulations;

(ii) The Board of Directors of the Company has, at its meeting held on February 14, 2026, approved the notice of Postal Ballot for the Preferential Issue scheduled to be completed on March 16, 2026;

(iii) The Preferential Issue is being made to persons belonging to "Promoter/ Promoter Group" category;

(iv) None of the person(s) belonging to promoter and promoter group category, has sold any equity shares of the Company during the 90 trading days preceding the Relevant Date, and therefore, the Proposed Allottees are eligible for allotment pursuant to the Preferential Issue, in terms of Regulation 159(1) of SEBI ICDR Regulations. Further, neither of the Proposed Allottees are ineligible for allotment pursuant to the Preferential Issue, in terms of Regulation 159(2) of the SEBI ICDR Regulations;

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(v) None of the Proposed Allottees have sold any equity shares of the Company during the 90 trading days preceding the Relevant Date and until the date hereof and the pre-Preferential Issue shareholding shall be locked-in up to 90 trading days from the date of receipt of trading approval.

(vi) The Company has obtained Permanent Account Number of Proposed Allottees;

(vii) The equity shares held by the Proposed Allottees are in dematerialized mode;

(viii) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the Securities and Exchange Board of India thereunder;

(ix) The Company will file an application seeking in-principle approval for the proposed Preferential Issue on the same day when the notice is being sent in respect of the postal ballot seeking shareholders' approval for the proposed Preferential Issue;

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(x) The Company has no outstanding dues to the Securities and Exchange Board of India, stock exchange where the equity shares of the Company are listed (i.e. BSE Ltd.) and the Depositories (i.e NSDL/CDSL). It is pertinent to mention here that a fine of Rs. 12,51,980 (inclusive of GST) was imposed by the BSE for quarter ended December 2024 and March 2025. Against this, the company deposited partial fine of Rs. 4,65,480 (Inclusive of GST and TDS deducted) for December 2024 quarter on 12.06.2025 and also filed a waiver application dated 12th June 2025 which is currently under process with the listing operations team of BSE.

Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its officers, we certify that the Preferential Issue is being made in compliance with the conditions/ requirements of SEBI ICDR Regulations, as stated above.

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Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.

2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.

3. This certificate 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.

4. Our scope of work did not include verification of compliance with other requirements of the SEBI ICDR Regulations, Companies Act, 2013, Rules and Regulations framed thereunder, other circulars, notifications, etc., as issued by relevant regulatory authorities from time to time, and any other laws and regulations applicable to the Company.

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5. This certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of further submission to the shareholders considering the Preferential Issue and should not be used by any other person or for any other purpose, without our prior consent.

For Shivansh Tiwari & Associates
(Practicing Company Secretaries)

(Shivansh Tiwari)
Proprietor
Membership No.: A33060
COP:24323
UDIN: A033060G003936828
Peer Review Number: 7020/2025

Date: 14/02/2026
Place: Kanpur