



HSPN & ASSOCIATES LLP COMPANY SECRETARIES

LLPIN: AAZ-8456 | Unique Code: L2021MHE011400
(Formerly known as HS ASSOCIATES
Unique Code: P2007MH004300)

HEMANT S. SHETYE (Designated Partner)
B.COM., LLB(Gen.), FCS
Insolvency Professional

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COMPLIANCE CERTIFICATE

**[Pursuant to Regulation 13 of the Securities Exchange Board of India
(Share Based Employee Benefits and Sweat Equity) Regulations, 2021]**

**To,
The Members,
Fineotex Chemical Limited.**

I Mr. Hemant Shetye, Designated Partner of HSPN Associates & LLP, Company Secretary in Practice, appointed as the Secretarial Auditors vide a resolution passed in its Annual General Meeting held on 19th September, 2025 by the Shareholders of Fineotex Chemical Limited (hereinafter referred to as 'the Company'), having CIN L24100MH2004PLC144295 and having its registered office at 42/43 MANORAMA CHAMBERS 4TH FLOOR S V ROAD BANDRA (W) MUMBAI- 400050. This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations"), for the year ended 31st March, 2026.

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Verification:

The Company has implemented (FCL-ESOP-2020) viz Employee Stock Option Scheme in accordance with the Regulations and the Special Resolution(s) passed by the members at the General Meeting (s) of the Company held on 29th September, 2020.

For the purpose of verifying the compliance of the Regulations, I examined the following:

- 1) Scheme(s) received from/furnished by the Company;
- 2) Articles of Association of the Company;
- 3) Resolutions passed at the meeting of the Board of Directors;
- 4) Shareholders resolutions passed at the General Meeting(s);
- 5) Minutes of the meetings of the Nomination & Remuneration Committee;
- 6) Relevant Accounting Standards as prescribed by the Central Government;
- 7) Detailed terms and conditions of the scheme as approved by Compensation Committee;
- 8) Exercise Price / Pricing formula;
- 9) Statement filed with recognised Stock Exchange(s) in accordance with Regulation 10 of these Regulations;
- 10) Disclosure by the Board of Directors;



11) Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder;

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. My 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. This certificate is solely for your information and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

Certification:

In my opinion and to the best of my knowledge and according to the verifications as considered necessary and explanations furnished to me by the Company and its Officers, I certify that the Company has implemented the (FCL-ESOP-2020) Employee Stock Option Scheme in accordance with the applicable provisions of the Regulations and Resolution(s) of the Company in the General Meeting.

Date: 17th August, 2026

Place: Mumbai

ICSI UDIN: F002827H001135631

Peer Review No: 6035/2024

for HSPN & Associates LLP

Company Secretaries

Hemant S. Shetye
Designated Partner

FCS No.: 2827

CP No.: 1483

