Date: May 15, 2026

SECY/P-1A-NPRL/ASCR/Reg.24A/ST.EX./q4/25-26

The Manager
Department of Listing Compliance
Bombay Stock Exchange Ltd
1st Floor, New Trading Ring
Rotunda Bldg, P J Towers
Dalal Street, Mumbai- 400 001.
(Scrip/Company Code: 526721/Niccopar)

Dear Sir,

Sub: Annual Secretarial Compliance Report for the Financial Year 2025-2026

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with SEBI's Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July 2023, we are submitting herewith the Annual Secretarial Compliance Report of the Company dated May 14, 2026, for the financial year ended March 31, 2026, duly issued by Mr. P.V. Subramanian (Company Secretary in Whole Time Practice). The same shall also be hosted on the Company's website at www.niccoparks.com.

This is for your information and records, please.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For **NICCO PARKS & RESORTS LIMITED**

ANKIT KUMAR BHARDWAJ
Digitally signed by ANKIT KUMAR BHARDWAJ
Date: 2026.05.15 19:12:02 +05'30'

Ankit Kumar Bhardwaj
Company Secretary & Compliance Officer

Encl: As above

P. V. SUBRAMANIAN
B.Com., LL.B., ACS.
Company Secretary in Whole-time Practice

"Aspirations Orchid"
11th Floor, Flat 11-A,
4, Naktala Road,
Kolkata-700 047.
Mobile: 98300 26425
Email: pvsm17@rediffmail.com

ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
NICCO PARKS & RESORTS LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026.

I, P. V. Subramanian, Company Secretary in Whole-time Practice, have examined:

(a) all the documents and records made available to me and explanations provided by Nicco Parks & Resorts Limited (CIN: L92419WB1989PLC046487) having its Registered Office at "Jheel Meel" Sector-IV, Salt Lake City, Kolkata-700106 ("the listed entity"),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity, and

(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 (LODR) Regulations, 2015;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: – *(Not applicable as there was no reportable event during the review period)*;

(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 as there was no reportable event during the review period);*

(e) **Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021:-** ***(Not applicable as there was no reportable event during the review period);***

(f) **Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021:-** ***(Not applicable as there was no reportable event during the review period);***

(g) **Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;**

(h) **Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021:-** ***(Not applicable as there was no reportable event during the review period);***

(i) **Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;**

(j) **Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and**

(k) **Securities and Exchange Board of India (Registrars to Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;**

and circulars/ guidelines issued thereunder.

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 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***
1.	**Clause 17(1)(b)of SEBI (LODR) 2015 read in conjunction with Explanation (ii)**	**Clause 17(1)(b) of SEBI (LODR) 2015 read in conjunction with Explana**	**The Board of Directors of the Company was not constituted**	**-**	**-**	**The composition of the Board of Directors was not in conformity with Clause**	**NIL**	**3 (three) Independent Directors ("IDs") ceased to be IDs on the same day, i.e. 11/08/2024, after**	**Company was in the process of identifying and selecting an Independent Director possessing the requisite skill,**	**-**

	thereunder.	tion (ii) thereunder.	with proper balance of Executive Directors, Non-Executive Directors, Woman Director and sufficient number of Independent Directors.			17(1)b) of the Listing Regulations, read in conjunction with Explanation (ii) provided thereunder, due to absence of adequate number of Independent Directors on the Board of the Company during the periods from (i) 1st April, 2025 till 26th May, 2025; & (ii) 27th January, 2026 till 31st March, 2026 (due to appointment of MD w.e.f. 27-01-2026).		completing 2 terms of 5 years each. This had resulted in a shortfall of 1 (one) Independent director for maintaining the requisite ratio of IDs in the composition of the Board of Directors of the Company since (i) 11/08/2024 till 26/05/2025. & (ii) 27/01/2026 till 31/03/2026.	expertise & competency in the context of the Company's business. Meanwhile, the required ratio was reached on 27/05/2025 due to cessation of directorship of a Non-Independent Director w.e.f. that date. (ii) Since 27/01/2026, the Company has re-started the process of identifying and selecting an Independent Director possessing the requisite skill, expertise & competency in the context of the Company's business.	

2.	Clause 26A(1) of SEBI (LODR) 2015	Clause 26A(1) of SEBI (LODR) 2015	The vacancy caused on 12-08-2025 in the office of MD was filled on 27-01-2026 , i.e. beyond the timeline of 3 months from the date of such vacancy	-	-	The vacancy caused on 12-08-2025 in the office of MD was filled on 27-01-2026 , i.e. beyond the timeline of 3 months from the date of such vacancy	NIL	The vacancy caused on 12-08-2025 in the office of MD was filled on 27-01-2026 , i.e. beyond the timeline of 3 months from the date of such vacancy	Company was in the process of identifying and selecting a suitable candidate for the post of MD possessing the requisite skill, expertise & competency in the context of the Company's business. The deviation was made good with the appointment of a new MD on 27-01-2026.	

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 (PCS) in the previous reports)*	*Observations made in the Secretarial Compliance report for the year ended 31/03/2025*	*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.	3 (three) Independent Directors ("IDs") ceased to be IDs on the same day, i.e. 11/08/2024, after completing 2 terms of 5 years each. This had resulted in a shortfall of 1 (one) Independent director for	3 (three) Independent Directors ("IDs") ceased to be IDs on the same day, i.e. 11/08/2024, after completing 2 terms of 5 years each. This had resulted in a shortfall of 1 (one) Independent	Clause 17(1)(b)of SEBI (LODR) 2015 read in conjunction with Explanation (ii) thereunder.	3 (three) Independent Directors ("IDs") ceased to be IDs on the same day, i.e. 11/08/2024, after completing 2 terms of 5 years each. This had resulted in a shortfall of 1 (one) Independent	Company was in the process of identifying and selecting an Independent Director possessing the requisite skill, expertise & competency in the context of the	The deviation stood rectified on 27-05-2025.

	maintaining the requisite ratio of IDs in the composition of the Board of Directors of the Company since 11/08/2024.	director for maintaining the requisite ratio of IDs in the composition of the Board of Directors of the Company since 11/08/2024.		director for maintaining the requisite ratio of IDs in the composition of the Board of Directors of the Company since 11/08/2024.	Company's business. The required ratio was reached on 27/05/2025 due to cessation of directorship of a Non-Independent Director w.e.f. that date.	

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

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 of India (ICSI)	YES	None
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 entity. • All the policies are in conformity with SEBI Regulations and have been reviewed and timely updated as per the regulations/ circulars/ guidelines issued by SEBI.	YES YES	None None
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 YES YES	None None None
4.	**Disqualification of Director:** None of the Directors of the listed entity is/are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	YES	None
5.	**Details related to subsidiaries of listed entities have been examined w.r.t:** (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as	 NA NA	The listed entity does not have any material or other

	other subsidiaries		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 as prescribed in SEBI Regulations.	YES	None
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions. (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 Audit Committee.	YES NA	None Please refer to answer against item 8 (a) above.
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	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 Exchanges, if any: No action(s) has 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	None
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 paragraphs 6.1 and 6.2 of section V-D of Chapter Vof the Master Circular on compliance with the provisions of LODR Regulations by listed entities.	NA	None
13.	Additional non-compliance observed: No additional non-compliance observed for any of the SEBI regulations/ circular/ guidance notes, etc. except as reported above	YES	None

I 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 Regulations: - NA –

Assumptions & limitations 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. **My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.**

3. **I 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.**

PADMANABHAN VENKATA SUBRAMANIAN

Digitally signed by PADMANABHAN VENKATA SUBRAMANIAN
Date: 2026.05.14 11:54:07 +05'30'

Place: Kolkata,

Date: May 14, 2026. **Signature:**

Name of the PCS: P.V. SUBRAMANIAN
ACS No.: 4585
C P No.: 2077
Peer Review Certificate No.: 1613/2021
UDIN: A004585H000333793