

27 May 2026

To National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 NSE Scrip Symbol: SaiLife	To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street Mumbai - 400001 BSE Scrip Code: 544306
---	--

Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2026.

Dear Sir/ Madam,

Pursuant to Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023, please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2026 issued by M/s P.S. Rao & Associates, Company Secretaries.

We request you to take note of the same and oblige.

Thank you.

For **Sai Life Sciences Limited**

Runa Karan
Company Secretary & Compliance Officer
Membership No.: A13721

Encl: As above

Sai Life Sciences Limited (CIN: L24110TG1999PLC030970)

Corporate office

L4-01 & 02, SLN Terminus, Survey
#133, Gachibowli Miyapur Road,
Gachibowli, Hyderabad – 500032,
Telangana, India.

Registered office

Plot No. DS-7, IKP Knowledge Park, Turkapally
(V), Shameerpet Mandal, Medchal-Malkajgiri
(Dist), Hyderabad -500078, Telangana, India.

Contact us

T: +91 40 6815 6000,
F: +91 40 6815 6199
E: info@sailife.com
W: www.sailife.com



ANNUAL SECRETARIAL COMPLIANCE REPORT

We **P. S. Rao & Associates** have examined:

- All the documents and records made available to us and explanation provided by **SAI LIFE SCIENCES LIMITED** ("the listed entity");
- The filings/ submissions made by the listed entity to the stock exchanges,
- Website of the listed entity,
- Any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended **31st March, 2026** ("Review Period") in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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: -

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- SEBI (Buyback of Securities) Regulations, 2018; - *Not Applicable to the listed entity for the audit period.*
- SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - *Not Applicable to the listed entity for the audit period.*
- SEBI (Prohibition of Insider Trading) Regulations, 2015;
- The Depositories Act, 1996
- SEBI (Depositories and Participants) Regulations, 2018.

and based on the above examination, we hereby report that, during the Review Period:

- 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.	1
Compliance Requirement (Regulations/ guidelines including specific clause)	Pre Clearance to be obtained by Designated Persons before dealing in the securities of the Company as per SEBI (Prohibition of Insider Trading) Regulations, 2015.



P.S. Rao

Regulation/ Circular No.	PIT-Code of Conduct
Deviations	Execution of trades by four designated persons without obtaining valid pre-clearances in violation of Company's Code of Conduct under the PIT Regulations.
Action Taken by	The Company
Type of Action	Imposed Penalty as per the Company's Code of Conduct
Details of Violation	Four Designated Persons have executed trades without obtaining valid pre-clearances in violation of Company's Code of Conduct under the PIT Regulations.
Fine Amount	Upon reviewing the violations, the Audit Committee has levied a penalty of Rs.11,11,421/- on four designated persons and directed the Compliance Officer to issue warning emails to the respective persons conveying them hereinafter strictly to comply with the provisions of Company's Code of Conduct strictly. The penalty amount has been deposited with SEBI IPEF on 25-05-2026.
Observations/ Remarks of the Practicing Company Secretary	We have observed that four Designated Persons have executed trades/ pledge without obtaining valid pre-clearances in violation of Company's Code of Conduct under the PIT Regulations.
Management Response	A software monitoring system has been implemented to monitor the trades of designated persons as part of strict compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 and Code of Conduct of the Company.
Remarks	The Company should undertake weekly monitoring of all transactions carried out by Designated Persons. Further, periodic familiarization programmes on the PIT Regulations and the Company's Code of Conduct should be conducted for Designated Persons and connected persons to mitigate risks of oversight and non-compliances.

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

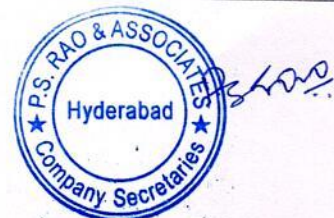
Particulars	Observations/ Clarifications
Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports))	Profits from contra trade credited to the IPEF. Appropriate disclosures subsequently made. SDD system implemented from December 27, 2024
Observations made in the Secretarial Compliance report for the year ended 2025	Profits from contra trade credited to the IPEF. Appropriate disclosures subsequently made. SDD system implemented from December 27, 2024
Compliance Requirement (Regulations/circulars/guidelines including specific clause	SEBI (PIT) Regulations, 2015 and Circulars issued thereunder and Code of Conduct of the Company 10 th July, 2025.
Details of violation /Deviations and actions taken /penalty imposed, if any, on the listed entity	During the Quarter Ended December 31, 2024: <ul style="list-style-type: none"> Failure to disclose complete details of demat accounts, specifically the demat account with DPID - IN302902 & CL



	<p>ID - 48664876</p> <ul style="list-style-type: none"> • Failure to obtain pre-clearance for a trade involving the purchase of more than 1,000 equity shares of the Company on December 19, 2024 • Violation of the Code with a contra trade in the Company's securities between December 19, 2024 and December 27, 2024, in contravention of the restrictions • Failure to disclose details of securities traded exceeding 1 million in value during the calendar quarter (September - December 2024) • The company could not implement SDD (Structured Digital Database) prior to its listing, which resulted in delay in intimation to the Stock Exchange relating to certain sale transactions under the PIT Regulation during the quarter ended on March 31, 2025 • Execution of Contra Trade in violation of the Code
Remedial actions, if any, taken by the listed entity	Corrective actions taken and system compliance now established.
Comments of the PCS on the Actions taken by the listed entity	The Company has complied with the observations raised by the PCS in his previous report and also implemented a software system to monitor the trades by designated persons on weekly basis.

I. We 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.	<p>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).</p>	YES	NIL
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI. 	YES	NIL



3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> 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	NIL
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	NIL
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 other subsidiaries.	YES	NIL
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	NIL
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	NIL
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been	YES	NIL

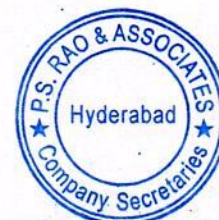


	obtained.		
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	NIL
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	NIL
11.	Actions taken by SEBI or Stock Exchange(s), 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 except as provided under separate paragraph herein.	YES	NIL
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 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.	NA	NIL
13.	Additional non-compliances, if any: No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.	YES	NIL

We 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 LODR Regulations.

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 SEBI (Listing Obligations and Disclosure Requirements) 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.

DATE: MAY 26, 2026
PLACE: HYDERABAD

**For P.S.RAO & ASSOCIATES
COMPANY SECRETARIES**



P.S. Rao

CS P.S.RAO
FCS NO.: 10322
CP NO.: 3829
UDIN: F010322H000489306
PEER REVIEW CER. NO. 6678/2025