POLICY ON COMMUNICATION BETWEEN STATUTORY AUDITORS AND THOSE CHARGED WITH GOVERNANCE (TCWG) INCLUDING AUDIT COMMITTEE

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1. PREAMBLE

This Policy is framed pursuant to the requirements of the National Financial Reporting Authority (NFRA) Circular dated 07 January 2026 on effective communication between Statutory Auditors and Those Charged With Governance (TCWG) of Ellenbarrie Industrial Gases Ltd. (hereinafter called 'the Company"), read with the applicable provisions of the Companies Act, 2013 and Standards on Auditing, including SA 260 (Revised) and SA 265.

This Policy establishes a structured governance framework to facilitate effective, timely and well-documented communication between Statutory Auditors and TCWG including Audit Committee.

2. OBJECTIVE

This Policy aims to:

- Ensure effective, timely, and structured communication between Auditors and TCWG throughout the audit cycle.
- Define and identify those who constitute TCWG for the Company.
- Establish a documented process for communication on significant audit and governance matters.
- Ensure compliance with SA 260 (Revised), SA 265, and the NFRA Circular dated 07 January 2026.
- Prevent governance gaps arising from incomplete, informal, or undocumented communications.

3. SCOPE AND APPLICABILITY

This Policy shall apply to:

- Ellenbarrie Industrial Gases Limited ('the Company'), a listed public company incorporated under the Companies Act, 2013.
- The Board of Directors and its Audit Committee, constituting TCWG as defined herein of Company.
- The Statutory Auditors appointed under Section 139 of the Companies Act, 2013 of Company.
- The Chief Financial Officer (CFO), Company Secretary (CS), and other members of senior management of the Company as relevant to audit communications.

This Policy covers communications during the entirety of the audit engagement — from pre-engagement planning through to issuance of the audit report — including both formal and ad hoc communications mandated under SA 260 (Revised) and SA 265.

4. DEFINITIONS

4.1 Identification of Those Charged With Governance (TCWG)

In accordance with SA 260 (Revised), 'Those Charged with Governance' means the person(s) or organisation(s) with responsibility for overseeing the strategic direction of the entity and obligations related to the accountability of the entity. For companies, this includes persons responsible for overseeing the financial reporting process.

For Ellenbarrie Industrial Gases Limited

Aditya Yadav

Company Secretary and Compliance Officer

Ellenbarrie Industrial Gases Limited

CFO

4.2 Identification for the Company

For the purposes of this Policy and the audit engagement, TCWG of the Company shall comprise:

Sl.No.	Body / Person	Role in Governance	TCWG Designation
1.	Board of Directors (Full Board)	Overall oversight of financial reporting, strategic direction and accountability	Primary TCWG
2.	Audit Committee	Oversight of financial reporting process, internal controls, and statutory audit	Primary TCWG (Financial Reporting)
3.	Independent Directors	Independent oversight and challenge function	Members of TCWG
4.	Nodal Officer/Person (supported by the CFO & CS)	Facilitate and coordinate communication between Auditors and TCWG jointly	Designated Contact / Coordinator

4.3 Annual Re-confirmation

At the commencement of each financial year, the Company shall formally communicate to the Statutory Auditors the identity and constitution of TCWG for that year. Any mid-year change in the composition of TCWG shall be intimated to the Auditors in writing within 15 days of such change.

5. ROLE OF AUDIT COMMITTEE

- Shall act as the primary forum for detailed interaction with Statutory Auditors
- Shall review audit plans, findings, internal control matters and financial statements
- Shall place significant matters before the Board (TCWG) with its observations and recommendations
- Shall ensure that adequate deliberations take place prior to Board consideration

6. NODAL OFFICER/PERSON FRAMEWORK

In line with the letter and spirit of the NFRA Circular, the Jt. Managing Director, will be deemed to be the Nodal Officer, and the CFO and the CS of the Company would be jointly and severally responsible to act and operate as the Nodal Officers for and on behalf of the Jt. Managing Director.

For Ellenbarrie Industrial Gases Limited

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Company Secretary and Compliance Officer

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6.1 Company Secretary

- Ensure inclusion of NFRA-related matters in Audit Committee and Board agendas
- Coordinate meetings between Statutory Auditors and TCWG
- Maintain detailed minutes, records and documentation of discussions
- Ensure compliance with regulatory and secretarial requirements

6.2 Chief Financial Officer (Operational Nodal Officer/Person)

- Provide financial information, data and explanations to auditors and TCWG
- Facilitate access to records, systems and personnel
- Ensure timely implementation of audit recommendations
- Respond to auditor queries and clarifications
- Track open issues and report status to Audit Committee and Board

6.3 Joint Responsibilities of CS & CFO

- Act as a single-point coordination mechanism between auditors and TCWG
- Ensure timely, accurate and complete flow of information
- Ensure proper documentation and audit trail of all communications
- Monitor compliance with this Policy and report deviations, if any

7. COMMUNICATION FRAMEWORK AND SCHEDULE

7.1 Principles of Communication

All communication between Statutory Auditors and TCWG shall adhere to the following principles:

- Two-Way: It should be a two-way communication between auditors and TCWG.
- Documented: All material communications shall be in writing (or confirmed in writing after an oral discussion) and retained as part of audit work papers and Company records.
- Timely: Communications shall be made at appropriate stages of the audit cycle and not deferred to the conclusion of the audit.
- Substantive: Communications shall address matters of genuine governance and audit significance and not generic or template-based communications without specific content.
- Formal acknowledgement: TCWG shall formally respond to Auditor communications.

7.2 Communication Calendar

The following communication schedule shall be observed as a minimum during each audit cycle:

Sl. No.	Stage	Subject of Communication	Responsible Parties
1.	Pre-Engagement / Planning	Audit engagement terms, independence confirmation, overall audit strategy, materiality levels, risk assessment approach, timing and scope of audit	Auditors to TCWG (Audit Committee)
2.	Interim Audit	Preliminary findings on internal controls, progress on fieldwork, any significant risks identified, related party transactions, unusual transactions	Auditors to TCWG | Management response to be provided
3.	Pre-Final / Close	Key Audit Matters (KAMs), significant accounting judgments, estimates and their	Auditors to TCWG (Audit Committee)

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For Ellenbarrie Industrial Gases Limited

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Company Secretary and Compliance Officer

Sl. No.	Stage	Subject of Communication	Responsible Parties
		bases, going concern assessment, audit adjustments proposed	
4.	Final / Post-Audit	Management letter, deficiencies in internal control (SA 265), audit conclusions, qualification or emphasis of matter (if any)	Auditors to TCWG (Full Board and Audit Committee)
5.	Ad Hoc / As Needed	Significant matters arising mid-audit (fraud, going concern, regulatory non-compliance, significant unusual transactions)	Auditors to Nodal Officer / TCWG (Audit Committee) (as directed by this Policy)

7.3 Form of Communication

The following requirements shall govern the form of communication:

- Communications must be made in writing – either as formal letters, structured memoranda, or presentations accompanied by a written summary.
- Bullet-point presentations alone, without a written narrative or management response, shall not constitute adequate communication under this Policy.
- Where communication is made orally (e.g., in a meeting), a written summary shall be prepared by the Nodal Officer/Person and confirmed by the Auditors within 7 working days.
- Email communications may be used for routine follow-ups but shall not replace formal written communications on significant matters.
- All written communications shall be signed or acknowledged by the authorised representative of TCWG and form part of the minutes of the relevant Board or Audit Committee meeting.

7.4 Participation of Auditors in Audit Committee Meetings

It is mandatory and required under this Policy that:

- Statutory Auditors attend and participate in the entire Audit Committee meeting where audit matters are discussed and not merely join for the duration of their presentation.
- The Audit Committee/TCWG may, at its discretion, request a separate session with Auditors in the absence of management, to enable independent and candid discussions.
- Auditors shall be provided with adequate time on the Audit Committee agenda for comprehensive discussion of their findings.

For Ellenbarrie Industrial Gases Limited

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Company Secretary and Compliance Officer

Ellenbarrie Industrial Gases Limited

CFO

8. COMPLIANCE WITH SA 260 (REVISED) AND SA 265

8.1 SA 260 (Revised) – Communication with TCWG

SA 260 (Revised) requires the Auditors to communicate to TCWG the following matters, among others. The Company and its TCWG are required to acknowledge and respond to each of these:

8.1.1 Auditor's Responsibilities

- The auditor's responsibilities in relation to the financial statement audit.
- Planned scope and timing of the audit, including identification of significant risks of material misstatement.
- Significant matters arising from the audit, including deviations from expected audit procedures.

8.1.2 Qualitative aspects of accounting practices

- Significant accounting policies selected and their application.
- Significant accounting estimates and judgments, including management's process for making estimates.
- The effect of significant accounting policies in controversial or emerging areas where there is a lack of guidance or consensus.
- Financial statement disclosures – completeness and adequacy thereof.

8.1.3 Significant difficulties during audit

- Significant difficulties encountered during the audit including delays in management providing required information, unavailability of expected information, or restrictions imposed.
- Significant matters discussed or subject to correspondence with management.

8.1.4 Independence

- Confirmation that the Auditors have complied with relevant ethical requirements relating to independence.
- Disclosure of relationships or matters that may reasonably be thought to bear on the Auditors' independence.

8.1.5 Other matters

- Going concern issues, if any, and management's plans in relation thereto.
- Significant unusual transactions outside the normal course of business, including related party transactions.
- Key Audit Matters (KAMs) proposed to be included in the audit report.
- Instances of fraud or suspected fraud, or non-compliance with laws and regulations.

8.2 SA 265 – Communication of Deficiencies in Internal Controls

SA 265 requires the Auditor to communicate in writing to TCWG, on a timely basis, significant deficiencies in internal control identified during the audit. The Company commits to the following in respect of SA 265 compliance:

1. The Audit Committee (as TCWG for financial reporting) shall receive a written communication from the Auditors detailing any significant deficiencies in internal controls identified during the audit.
2. Management shall separately receive communication on deficiencies (whether or not significant) identified during the audit.

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For Ellenbarrie Industrial Gases Limited
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Company Secretary and Compliance Officer

3. The Audit Committee shall review the SA 265 communication and direct management to prepare and submit an Action Taken Report (ATR) within 30 days of receipt of such communication.
4. The Audit Committee shall monitor implementation of remediation measures and report compliance status to the full Board.
5. All communications under SA 265 and management responses thereto shall be retained as permanent records of the Company.

8.3 Management Response to Auditor Communications

The Company's management shall:

- Provide a formal written response to each communication received from the Auditors within 15 working days of receipt, unless a different timeline is agreed upon in writing.
- Not permit the Audit Committee meeting to conclude without ensuring that Auditor communications are discussed and management responses recorded in the minutes.
- Designate appropriate senior personnel to assist in preparing management responses.
- Ensure that responses are substantive and address the specific findings raised – generic or template responses are not acceptable.

8.4 Mandatory communication by TCWG to the Auditors in the TCWG communication policy

- TCWG will communicate to the Auditors on the matters that will be relevant to audit such as strategic decisions that may significantly affect nature, timing and extent of audit procedures.
- The suspicion or the detection of fraud, and concerns with the integrity or competence of senior management.
- Significant communications, if any, with Regulators, their views, awareness and actions regarding Internal Controls including Internal Audit Function.
- TCWG's awareness and actions in relation to developments in the financial reporting framework, corporate governance practices and other regulatory matters.

9. ESCALATION AND BREACH PROCEDURES

9.1 Escalation Matrix

The following escalation framework shall govern situations where communication is not initiated, responded to, or adequately addressed within prescribed timelines:

Sl. No.	Trigger Event	Escalation Path	Timeline
1.	Auditor does not receive response to formal communication within prescribed timelines	Auditor to escalate to Nodal Officer/Person; if unresolved, to Audit Committee Chairperson	Within 7 working days of deadline
2.	Management fails to provide information requested by Auditor	Auditor to escalate to CFO; if unresolved within 5 days, to Audit Committee	5 working days
3.	Significant disagreement between Auditors and Management on accounting treatment	Matter to be placed before Audit Committee for resolution; if unresolved, before full Board	Within 10 working days of identification

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For Ellenbarrie Industrial Gases Limited
Company Secretary and Compliance Officer

Sl. No.	Trigger Event	Escalation Path	Timeline
4.	Discovery of fraud, suspected fraud, or material non-compliance with law	Immediate written communication to Audit Committee; Audit Committee to convene a special meeting within 7 days	Immediately upon discovery
5.	Going concern doubt identified by Auditor	Auditor to immediately communicate in writing to Audit Committee; management to submit recovery plan within 21 days	Immediately upon identification
6.	Auditor requests an ad hoc meeting with TCWG	Nodal Officer/ Person to respond within 5 working days — accepting or declining in writing with reasons	5 working days

9.2 Breach of Policy

A breach of this Policy shall include, but not be limited to, the following:

- Failure to communicate material matters to TCWG as required under SA 260 (Revised) or SA 265.
- Failure to provide a formal written response to Auditor communications within prescribed timelines.
- Issuing bullet-point or presentation-only communications without written substantive documentation.
- Permitting silence or non-response to be treated as acceptance of any auditor communication.
- Failure to maintain documentation of Auditor-TCWG communications.
- Incorrect identification or incomplete constitution of TCWG.

9.3 Consequences of Breach

Pursuant to Section 132(4) of the Companies Act, 2013, NFRA has the authority to investigate and impose penalties for violations of auditing standards. The Company notes that:

- Penalties on individual auditors may range from ₹ 1 lakh to five times the fees received.
- Penalties on audit firms may range from ₹ 5 lakh to ten times the fees received.
- Debarment from audit engagements for periods ranging from 6 months to 10 years may be ordered by NFRA.

In addition to regulatory consequences, internal disciplinary action may be taken by the Company against personnel responsible for any breach of this Policy.

For Ellenbarrie Industrial Gases Limited

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Company Secretary and Compliance Officer

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9.4 Reporting of Breach

Any breach or suspected breach of this Policy shall be reported to the Audit Committee Chairperson by the Nodal Officer/ Person within 48 hours of detection. The Audit Committee shall review and direct remediation action within 15 working days. All breaches and remediation actions shall be documented and retained for a minimum period of 8 years.

10. INDEPENDENCE AND GOVERNANCE SAFEGUARDS

- Independent Directors shall have direct access to Statutory Auditors
- Meetings may be conducted without management presence, as required
- Auditor independence shall be reviewed periodically
- The Company shall ensure that no undue influence is exercised on auditors

11. FREQUENCY AND MODE OF MEETINGS

- **Minimum Meetings (Mandatory):**
  - At least two meetings annually with Statutory Auditors:
    - One prior to commencement of audit (planning stage)
    - One prior to approval of financial statements (conclusion stage)
- **Additional Meetings:**
  - Meetings shall be held as and when required, based on audit developments or regulatory requirements
- **Audit Committee Meetings:**
  - Shall be held periodically (at least quarterly) for detailed review
- **Exclusive Meeting:**
  - At least quarterly meetings with Statutory Auditors without presence of management, as deemed appropriate

12. DOCUMENTATION AND RECORD-KEEPING

All communications between Auditors and TCWG shall be documented and retained as follows:

Sl. No.	Document Type	Custodian	Retention Period
1.	Pre-engagement & planning communication letters	Company Secretary	8 years
2.	Audit Committee meeting minutes (with auditor communications as annexures)	Company Secretary	Permanently
3.	SA 265 – Deficiency Communication and Management ATR	CFO / Company Secretary	8 years
4.	Management responses to Auditor communications	CFO / Nodal Person/Officer	8 years
5.	Escalation records and resolution documentation	Company Secretary	8 years
6.	Annual TCWG identification communication to Auditors	Company Secretary	8 years

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For Ellenbarrie Industrial Gases Limited

Company Secretary and Compliance Officer

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13. REVIEW AND AMENDMENT

This Policy shall be reviewed by the Audit Committee and updated as necessary to reflect:

- Changes in applicable Standards on Auditing (SAs) issued by the Institute of Chartered Accountants of India (ICAI).
- New circulars, directions or guidance issued by NFRA or the Ministry of Corporate Affairs (MCA).
- Amendments to the Companies Act, 2013 or Rules made thereunder.
- Learnings from implementation experience, audit findings, or governance reviews.

Material amendments to this Policy should be placed before and approved by the full Board of Directors.

14. EFFECTIVE DATE

This Policy has been approved by the Board of Directors at its meeting held on May 22, 2026 and shall be effective thereon.

For Ellenbarrie Industrial Gases Limited

Aditya Yoshi

Company Secretary and Compliance Officer

Ellenbarrie Industrial Gases Limited

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