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Company Secretaries

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SECRETARIAL COMPLIANCE REPORT OF NATIONAL PLASTIC INDUSTRIES LIMITED FOR THE YEAR ENDED MARCH 31, 2021.

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We have examined:

- (a) all the documents and records made available to us and explanation provided by NATIONAL PLASTIC INDUSTRIES LIMITED ("the listed entity")
- (b) the filings/ submissions made by the listed entity to the stock exchanges
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended March 31, 2021 ("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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;

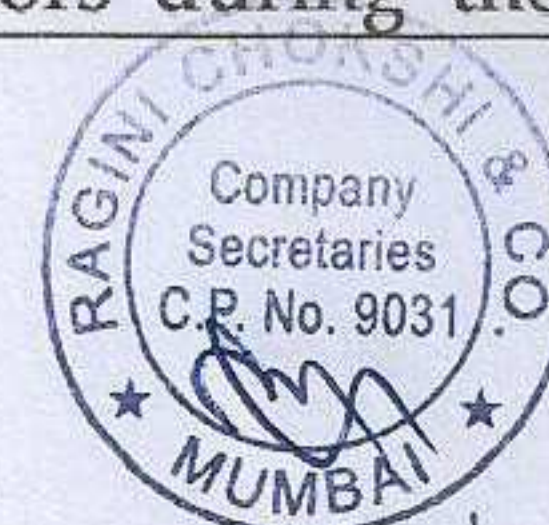


- B. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;(Not Applicable to the Company during the Audit Period)
- C. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- D. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the Audit Period)
- E. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;(Not Applicable to the Company during the Audit Period)
- F. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period)
- G. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; (Not Applicable to the Company during the Audit Period)
- H. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- I. Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018 (To the extent applicable);

And based on the above examination, we 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17(1)(b) of the SEBI (LODR), 2015: Where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors.	Non-Compliance in the composition of the Board of Directors	Non-compliance in the composition of the board of directors in regards to the minimum requirement of Independent directors during the



			period from August 18, 2020 till February 12, 2021.
2.	Regulation 25(6) of the SEBI (LODR), 2015: An independent director who resigns or is removed from the board of directors of the listed entity shall be replaced by a new independent director by listed entity at the earliest but not later than the immediate next meeting of the board of directors or three months from the date of such vacancy, whichever is later;	Delay in Appointment of Independent Director (ID)	Delay of 178 days in Appointment of Independent Director after the cessation of one Independent director.
3.	Regulation 18(2)(b) of SEBI LODR, 2015: The quorum for audit committee meeting shall either be two members or one third of the members of the audit committee, whichever is greater, with at least two independent directors.	Non-Compliance in the quorum present in the Audit Committee meetings.	No proper quorum was present in the audit committee meetings held on 30/06/2020, 14/08/2020 & 12/02/2020 due to the presence of only one Independent Director
4.	SEBI (Prohibition of Insider Trading) Regulations, 2015 and clarification given by BSE Limited vide circular No. LIST/COMP/01/2019-20 dated 2nd April, 2019	Delay in Closure of Trading Window	Trading Window for consideration of Unaudited Financial Results for June, 2020 were closed w.e.f. 2nd July, 2020 instead of closing from 1st July, 2020

B. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my/our examination of those records.

C. The following are the details of actions taken against the listed entity/its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder:



Sr.No.	Action taken by	Details of violation	Details of actions taken E.g. fines, warning letter, debarment, etc	Observations/ remarks of the Practicing Company Secretary
Not Applicable during the year under review				

D. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Regulation 17(1)(b) and 25(6) of the SEBI (LODR), 2015: There was delay in appointment of IDs per Regulation 25(6) of LODR (appointment made on 12 Nov. 2019) after resignation of one ID (resigned on 7 June 2019) resulting in non-constitution of the Board as per Regulation 17(1) of LODR which requires that half of the Board should comprise of IDs.	2020	The company has complied with the provision..	Complied
2.	Regulation 44 of SEBI (LODR), 2015: The voting results of AGM held on 20 Sept 2019 were required to be submitted in XBRL within 48 hours were submitted with delay of one day.	2020	The company has complied with the provision	Complied
3.	Regulation 33 of SEBI (LODR), 2015: Unaudited Financial Results for the quarter ended	2020	The company has complied	Complied



	<p>30thSep2019approved by the Board on 12th Nov2019 were submitted at6.52 p.m. which was after half an hour of the conclusion of theBoard meeting at 5 p.m.</p> <p>The said results which were required to be submitted in XBRL within 24 hrs, were submitted on 7th Dec 2019.</p> <p>Also, cash flow for the said period was submitted on 16% Dec, 2019.</p>		with the provision	
4.	<p>Regulation 23(9) ofSEBI(LODR), 2015:</p> <p>The disclosure of related party transaction for the half year ended 30th Sept. 2019 which was required to be made within 30 days of approval of UFR for Sept. 2019 by the Board on 12 Nov. 2019, were submitted on16Jan, 2020.</p>	2020	The company has complied with the provision	Complied
5.	<p>Regulation 34 ofSEBI(LODR), 2015:</p> <p>Annual Report for the year ended 31 March, 2019, which was required to be filed in XBRL mode with BSE listing centre after filing of Form AOC-4 XBRL with Ministry of Corporate Affairs, is not filed with BSE in XBRL mode, though the pdf of Annual Report was submitted in time.</p>	2020	The company has complied with the provision	Complied
6.	<p>SEBI (Prohibition of Insider Trading) Regulations, 2015 and clarification given by BSE Limited vide circular No. LIST/COMP/01/2019-20 dated 2nd April, 2019:</p> <p>Trading window for consideration of unaudited financial results for December 2019were closed wef. 3rd January 2020 instead of closing</p>	2020	The company has not complied with the provision	Not Complied -



	on 1 st January, 2020.			
7.	SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018: The Company submitted is disclosure of Not a Large Corporate entity on 21 th May, 2019 instead of submitting the same before 30 th April, 2019.	2020	The company has complied with the provision	Complied
8.	Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018: Reconciliation of Share Capital Audit Report for quarter ended 30 th Sept. 2019 was not submitted with the Stock Exchange both in pdf and XBRL.	2020	The company has complied with the provision	Complied
9.	Regulation 39(3) of SEBI (LODR), 2015; There was no intimation to Stock Exchange for issue of duplicate share certificate for 100 shares to Mr. S. M. Nagarajin Nov. 2019.	2020	The company has complied with the provision	Complied

Place: Mumbai
Date: 10/06/2021



FOR RAGINI CHOKSHI & CO.

(COMPANY SECRETARIES)

MAKARAND PATWARDHAN
(PARTNER)

Membership No: A11872
CP No: 9031

UDIN: A011872C000445272