



**Secretarial Compliance Report of M/s. National Plastic Industries Ltd.
for the year ended 31st March, 2020**

I, Jayshree A. Lalpuria have examined:

- (a) all the documents and records made available to me and explanation provided by **M/s. National Plastic Industries Ltd.** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (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 31st March, 2020 ("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 ["SEBI(LODR), 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;



and 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)	Deviations	Observations/ Remarks of the Practising Company Secretary
1.	Regulation 17(1)(b) and 25(6) of the SEBI(LODR), 2015	Delay in appointment of Independent Director (ID)	There was delay in appointment of ID as per Regulation 25(6) of LODR (appointment made on 12 th Nov. 2019) after resignation of one ID (resigned on 7 th 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.
2.	Regulation 44 of SEBI(LODR), 2015	Delay in submission of voting results of AGM in XBRL -	The voting results of AGM held on 20 th Sept 2019 were required to be submitted in XBRL within 48 hours were submitted with delay of one day.
3.	Regulation 33 of SEBI(LODR), 2015	Delay in submission of UFR for Sept. 2019 in pdf beyond half an hour of the conclusion of the Board meeting and delay in submission of UFR in XBRL	<p>Unaudited Financial Results for the quarter ended 30th Sep.2019 approved by the Board on 12th Nov. 2019 were submitted at 6.52 p.m. which was after half an hour of the conclusion of the Board 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 16th Dec. 2019.</p>
4.	Regulation 23(9) of SEBI(LODR), 2015	Delay in submission of related party disclosure	The disclosure of related party transaction for the half year ended 30 th Sept. 2019 which



			was required to be made within 30 days of approval of UFR for Sept. 2019 by the Board on 12 th Nov. 2019, were submitted on 16 th Jan. 2020.
5.	Regulation 34 of SEBI(LODR), 2015 read with BSE circular No. LIST/COMP/40/2018-19 dated 8th Feb. 2019 and circular No. LIST/COMP/13/2019-20 dated 16th May, 2019	Non filing of Annual Report in XBRL mode	Annual Report for the year ended 31 st 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.
6.	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 UFR for Dec. 2019 were closed w.e.f. 3 rd Jan. 2020 instead of closing from 1 st Jan. 2020.
7.	Regulation 76 of SEBI(Depositories and Participants) Regulation, 2018.	Non submission of Reconciliation of Share Capital Audit Report for Sept. 2019	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.
8.	SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018.	Delay in disclosure of Not a Large Corporate entity	The company submitted is disclosure of Not a Large Corporate entity on 21 st May, 2019 instead of submitting the same before 30 th April, 2019.
9.	Regulation 39(3) of SEBI(LODR), 2015	Non intimation of duplicate share certificate	There was no intimation to Stock Exchange for issue of duplicate share certificate for 100 shares to Mr. S. M. Nagaraj in Nov. 2019.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar 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 action taken E.g. fines, warning letter, debarment, etc.	Observations / remarks of the Practicing Company Secretary, if any.
NIL				

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 31 st March, 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Nil		<i>There was delay in few cases for issue of duplicate share certificates beyond period of 30 days as required under Regulation 39 of the SEBI(LODR), 2015</i>	The Company has taken measures to ensure that such delays are not occurred again.	There were no further delay by the Company for issue of duplicate share certificates.

Signature _____

Name of the Practicing Company Secretary: Jayshree A. Lalpuria

ACS No.: 17629

C P No.: 7109

Place: Mumbai

Date: 29th June, 2020

UDIN: A017629B000397461

