



Greenply/2024-25
May 25, 2024

The Manager
BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001
Scrip Code: 526797

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051
Symbol - GREENPLY

Dear Sir / Madam,

Sub: Secretarial Compliance Report for the year ended 31st March, 2024 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Secretarial Compliance Report of the Company for the year ended 31st March, 2024, issued by Mr. Girish Bhatia, Practising Company Secretary.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **GREENPLY INDUSTRIES LIMITED**

KAUSHAL KUMAR AGARWAL
COMPANY SECRETARY &
VICE PRESIDENT-LEGAL

Encl.: As above

SECRETARIAL COMPLIANCE REPORT OF GREENPLY INDUSTRIES LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

**[Pursuant to Regulation 24A of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015]**

To,
Greenply Industries Limited
Madgul Lounge, 6th Floor,
23, Chetla Central Road, Chetla,
Kolkata-700027

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Greenply Industries Limited** (CIN-L20211WB1990PLC268743) (hereinafter called the "**Company**"), having its registered office at Madgul Lounge, 6th Floor, 23, Chetla Central Road, Chetla, Kolkata-700027. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that in my opinion, the Company has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined:

- all the documents and records made available to me and explanations provided by the officers and authorised representatives of the Company,
- the filings/submissions made by the Company to the stock exchanges,
- website of the Company,
- any other document/ filing, as may be relevant, which has been relied upon to make



this certification,
for the year ended March 31, 2024 ("**Review Period**") in respect of compliance with the provisions of:

- 1) the Securities and Exchange Board of India Act, 1992 and the Regulations, circulars, guidelines issued thereunder; and
- 2) the Securities Contracts (Regulation) Act, 1956, rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India.

The specific Regulations (as amended from time to time), to the extent applicable, 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 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 (Prohibition of Insider Trading) Regulations, 2015;
- e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[Not applicable during the Review Period]**
- f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **[Not applicable during the Review Period]**
- h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. **[Not applicable during the Review Period]**



and circulars/guidelines issued thereunder;
and based on the above examination, I hereby report that, during the Review Period:

- (a) The Company has complied with the provisions of the above Regulations and Circulars/ Guidelines issued thereunder, except in respect of matters specified below: **There are no such instances during the year under review.**
- (b) The Company has taken the following actions to comply with the observations made in previous reports - **There being no observation in the Annual Secretarial Compliance Report for the previous year, reporting on actions to comply with its observation do not arise.**
- (c) I hereby report that during the Review Period the compliance status of the Company with the following requirements is appended as below:

Sr. No.	Particulars	Compliance Sta (Yes/No/NA)	Observations/ Remarks
1.	Secretarial Standard: The compliances of the Company are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	Nil
2.	Adoption and timely updation of the Policies: a. All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the Company; b. All the policies are in conformity with SEBI Regulations and has been reviewed and timely updated as per the regulations/ circulars/ guidelines issued by SEBI	Yes Yes	Nil
3.	Maintenance and disclosures on Website: a. The Company is maintaining a		Nil



	functional website b. Timely dissemination of the documents/ information under a separate section on the website c. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	Yes Yes Yes	
4.	<u>Disqualification of Director:</u> None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013, as confirmed by the Company	Yes	Nil
5.	<u>Details related to Subsidiaries of the Company have been examined w.r.t:</u> 1. Identification of material subsidiary Companies 2. Requirements with respect to disclosure of material as well as other subsidiaries.	Yes Yes	Nil
6.	<u>Preservation of Documents:</u> The Company 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.	<u>Performance Evaluation:</u> The Company 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.	<u>Related Party Transactions:</u>		



	<p>a. The Company has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>b. In case no prior approval obtained, the Company shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee</p>	<p>Yes</p> <p>Not Applicable</p>	<p>Nil</p> <p>All related party transactions entered into by the Company during the Review Period were duly approved by the Audit Committee.</p>
9.	<p>Disclosure of events or information: The Company 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.</p>	Yes	Nil
10.	<p>Prohibition of Insider Trading: The Company is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	Nil
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the Company/ 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</p>	Yes	None
12.	<p>Resignation of statutory auditors from the Company or its material subsidiaries:</p>	Not Applicable	No case of resignation of



	In case of resignation of statutory auditor from the Company or any of its material subsidiaries during the financial year, the Company 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.		statutory auditor from the Company or its material subsidiaries during the review period.
13.	Additional Non-compliances, if any: No any additional non-compliance observed For all SEBI regulation/circular/guidance note etc.	Yes	None

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 Company.
2. Our responsibility is to certify based upon our 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 the financial Records and Books of Accounts of the Company.
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 Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
5. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in my report which have been complied with by the Company up to the date of this Report pertaining to the financial year ended March 31, 2024.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited



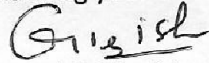
GIRISH BHATIA, PRACTISING COMPANY SECRETARY
Flat No.5B, Shubham Apartment
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PAN : ACWPB0146N

to the verification of procedures on random test basis.

7. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a random test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I have followed provide a reasonable basis for the opinion.

Thanking you.


(CS Girish Bhatia)

Company Secretary in Practice
FCS No. 3295 PCS No.13792
Date: May 21, 2024
Place: Kolkata
UDIN F003295F000408051
Peer Review Cert no. 2011/2022

GIRISH BHATIA
COMPANY SECRETARIES
Flat No. 5B, Shubham Apartment
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Kolkata-700 027
C.P No.- 13792

