

# SHREE KARTHIK PAPERS LIMITED

No. 25, 50 Feet Road,  
Krishnasamy Nagar, Ramanathapuram,  
COIMBATORE - 641 045

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Factory :  
Puliyangandi, Aliyar Nagar,  
Kottur Village, Anamalai (T.K.)

GST No. : 33AADCS1863K1ZA  
CIN : L21012TZ1991PLC003570

Ref.No.SKPL/BSE/2024-25/

29.05.2024

To,

BSE Ltd.  
Listing Department,  
P.J. Towers,  
Dalal Street,  
Mumbai-400001.

Dear Sirs,


Sub: Secretarial Compliance Report of the company for the year ended  
31<sup>st</sup> March 2024 as required under Regulation 24 (A) of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations 2015.

We are enclosing herewith the Secretarial Compliance Report of the company for the  
year ended 31<sup>st</sup> March 2024 as required under Regulation 24(A) of SEBI (Listing  
Obligations and Disclosure Requirements) Regulations 2015 as issued by Mr.  
S.Rengasamy, Practising Company Secretary, Coimbatore . Kindly take the same on  
record and acknowledge receipt.

Thanking you,

Yours faithfully,

For Shree Karthik Papers Ltd.



Managing Director

Encl: as above

**Secretarial Compliance Report of Shree Karthik Papers Limited for the financial year ended 31st March 2024**

(Pursuant to Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February 2019)

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s. Shree Karthik Papers Limited (CIN: L21012TZ1991PLC003570) (hereinafter referred as 'the listed entity'), having its Registered Office at 25, 50 Feet Road, Krishnaswamy Nagar, Ramanathapuram, Coimbatore - 641045, Tamil Nadu. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31st March 2024, complied with the statutory provisions listed hereunder, in the manner and subject to the reporting made hereinafter:

**J. S. Rengasamy (FCS 3871 / CP No. 9901) Practising Company Secretary** have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. SHREE KARTHIK PAPERS 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 report,

for the year ended 31<sup>st</sup> March 2024 ("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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations 1993;
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations 2018
- (f) Other regulations and circulars/ guidelines issued by various authorities whatever applicable there under;

(Note: The aforesaid list of Regulations is only illustrative. The list of such SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.)

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:

Sl No.	1
Compliance (Regulations/ Requirements circulars/ guidelines including specific clause)	The proceedings of the Annual General Meeting must be submitted to the Stock Exchanges within 12 hours from the conclusion of the meeting as required under Regulation 30(6) read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations, 2015 (as amended) and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023
Regulation/ Circular No	Regulation 30(6) read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations, 2015 (as amended) and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023
Deviations	The proceedings of the 32 <sup>nd</sup> annual general meeting held on 20 <sup>th</sup> September 2023 were submitted to the stock exchanges beyond the prescribed time of 23 <sup>rd</sup> September 2023
Action taken	Nil
Type of action	Nil
Details of violation	The proceedings of the 32 <sup>nd</sup> Annual General Meeting held on 20 <sup>th</sup> September 2023 were submitted to the Stock Exchanges beyond the prescribed time of 23 <sup>rd</sup> September 2023
Fine Amount	Nil

<b>Observation/Remarks of the Practising Company Secretary</b>	The listed entity has submitted the explanation for the delay as required under second proviso to Regulation 30(6) to the Stock Exchange on 03/10/2023 and 29/12/2023
<b>Management Response</b>	The delay in filing of the proceedings of the 32 <sup>nd</sup> Annual General Meeting beyond the prescribed period of 12 hours from the conclusion of the Annual General Meeting was due to tight schedule of CDSL conducting AGMs in various places of more companies on the same day and particulars regarding quorum, attendance of members, recorded proceedings were received from CDSL on 22/09/2023 instead of 20/09/2023. The listed entity has filed the proceedings on 23/09/2023. The listed entity submitted the explanation for delay as required under second proviso to Regulation 30(6) to the stock exchanges on 03/10/2023 and 29/12/2023.

(b) There were no observations made in the previous report for the financial year ended 31st March 2023 and hence, reporting under this clause (b) does not arise.

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.	<b>Secretarial Standards:</b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	The Company has followed the Secretarial Standards issued by the ICSI



2.	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	<p>Yes</p> <p>Yes</p>	<p>The Company has adopted all the applicable policies under SEBI Regulations with the approval of the BD of Directors. All the Policies are in conformity with SEBI Regulations.</p>
3.	<p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/information under a separate section on the website</li> <li>• 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</li> </ul>	<p>Yes</p> <p>Yes</p> <p>Yes</p>	<p>Maintained a functional website <a href="http://www.shreekart.hikpapaers.in">www.shreekart.hikpapaers.in</a></p> <p>Web-links provided</p>
4.	<p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	<p>Yes</p>	<p>None of the Directors are disqualified u/s 164 of the Companies Act and declaration is received from all directors every year</p>
5.	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	<p>NA</p>	<p>No remarks</p>
6.	<p>None of the listed entities have any subsidiaries.</p>	<p>NA</p>	<p>No remarks</p>
7.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	<p>NA</p>	<p>No remarks</p>

6.	<p><b>Preservation of Documents:</b></p> <p>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.</p>	Yes	The company is preserving and maintaining records as per SEBI Regulations
7.	<p><b>Performance Evaluation:</b></p> <p>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.</p>	Yes	The company has conducted Performance evaluation of BD, Independent Directors and Committee performance as per SEBI Regulations
8.	<p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(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 obtained.</p>	No  No	No material transactions except Key Managerial remuneration
9.	<p><b>Disclosure of events or information:</b></p> <p>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.</p>	Yes except 1 case	The listed entity has submitted the proceedings of the 32 <sup>nd</sup> Annual General Meeting held on 20/09/2023 to the stock exchanges beyond the prescribed time as stipulated under Regulation 30(6) read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)



			<p>Regulations, 2015 (as amended) and SEBI Circular No. SEBI/HO/CFD/CF D-PoD- 1/P /CIR/ 2023/123 dated 13th July 2023.</p> <p>However, the listed entity has submitted the explanation for delay as required under second proviso to Regulation 30(6) to the stock exchanges on 03/10/2023 and 29/12/2023</p>
10.	<p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	<p>Complied with the Regulation 3(5) &amp; 3(6) of SEBI (Prohibition of Insider Trading) Regulations.</p>
11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>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 (**).</p>	Yes	<p>No action has been taken against the company/promoters/directors</p>
12	<p><b>Resignation of Statutory Auditors from the listed entity or its material subsidiaries:</b></p> <p>In case of resignation of Statutory Auditors 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.</p>	Yes	<p>As per SEBI amendment, the Statutory Auditors should have a Peer Review certificate while signing the audited financial results. Due to non-availability of Peer Review Certificate,</p>

			<p>M/s.T.M.Jeyachandran&amp;co., Chartered Accountants, Chennai and M/s. S.Ram &amp; co., chartered Accounts, Udhagamandalam have resigned on 29/12/2023 and 19/04/2024 respectively. M/s. Paul and Aravind LLP, Chartered Accountants, Coimbatore has appointed as Statutory Auditors of the company upto the ensuing AGM during Sep 24.</p>
13.	<p><b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	NA	<p>There are no additional non-compliances except those mentioned in Para (a) above.</p>

\*Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

**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.

Sl. No.	Assumption / Limitation	Impact	Remarks
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.	None	
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.	None	
3.	We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.	None	



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.

Place: Coimbatore

Date: 29/05/2024



Subramanian Rengasamy  
Practising Company Secretary  
FCS 3871 COP No.9901  
PR No.2553/2022  
Udin No. F003871F00491369

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.

**S.RENGASAMY**  
COMPANY SECRETARY  
FCS No. 3871

Place: Coimbatore

Date: 29/05/2024

Subramanian Rengasamy  
Practising Company Secretary  
FCS 3871 COP No.9901  
PR No.2553/2022  
Udin No. F003871F00491369