



WPIL Limited

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
TEL. : (91 33) 4055 6800, FAX : (91 33) 4055 6835
WEB : <http://www.wpil.co.in>
CIN No. L36900WB1952PLC020274

May 21 , 2024

Scrip Code. 505872

Department Of Corporate Services, Listing
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street
MUMBAI- 400001

Dear Sir,

In terms of Securities and Exchange Board of India circular bearing no. CIR/CFD/CMD1/27/2019 dated February, 08, 2019, we enclose an "Annual Secretarial Compliance Report" of the Company in prescribed format for the year ended 31st March, 2024 issued by Rinku Gupta & Associates, Company Secretaries towards compliance of SEBI Regulations and Circulars/guidelines issued thereunder to the extent applicable.

Thanking You.

Yours faithfully

For WPIL LIMITED

(U.CHAKRAVARTY)
General Manager (Finance)
and Company Secretary
Compliance Officer

Encl : as above





Rinku Gupta & Associates

Company Secretaries

Office : Todi Mansion,
1 Lu Shun Sarani, 13th floor
Room no 1311, Mob -9883046454
Email:csrinku.gupta@gmail.com

May 20,2024
The Board of Directors
WPIL Limited
Trinity Plaza, 3rd Floor (3rd Floor)
84/1A, Topsia Road (South)
Kolkata-700046.

Dear Sir,

In terms of Securities and Exchange Board of India (SEBI) circular bearing no. CIR/CFD/CMD1/27/2019 dated February, 08, 2019, we enclose an Annual Secretarial Compliance Report of **WPIL Limited** for the year ended 31st March, 2024, in prescribed format duly revised pursuant to circular no. 20230316-14 dated 16th March, 2023 as amended by Notice No. 20230410-41 dated 10th April 2023 (relating to disclosure of additional information/affirmation) issued by BSE limited towards compliance of all SEBI Regulations and Circulars/guidelines issued thereunder.

FOR RINKU GUPTA & ASSOCIATES
COMPANY SECRETARIES


RINKU GUPTA
Company Secretary In Practice

(RINKU GUPTA)

COMPANY SECRETARY IN PRACTICE



Annual Secretarial Compliance Report of WPIL Limited for the year ended 31st March, 2024.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **WPIL Limited**, (Cin : **L36900WB1952PLC020274**) having its Registered Office at Trinity Plaza, 3rd Floor, 84/1A, Topsia Road, (South) Kolkata-700046. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our 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, we hereby report that in our 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:

1. We Rinku Gupta & Associates, Company Secretaries, have examined:
 - (a) all the documents and records made available to us and explanation provided by **WPIL Limited**,
 - (b) the filings/ submissions made by the **WPIL Limited** to the Stock Exchange,
 - (c) website of the **WPIL Limited**,
 - (d) Inputs received by the Company from MCS Registrar and Transfer Agent Limited, Registrar and Transfer Agent of the Company, as may be considered relevant, which have been relied upon to make this certification,

2. We have examined compliance as applicable for the year ended 31st March, 2024 in respect of 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");

3. The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, as considered relevant include:-
- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
 - Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.
 - Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.
 - Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/guideline issued thereunder.
4. We hereby report that during the review period the Compliance status of the WPIL Limited is appended as below:

Sr,No	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1.	<p>Secretarial Standards:</p> <p>The Compliances of the Listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI) as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	
2.	<p>Adoption & timely updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the Company All the policies are in conformity with SEBI Regulations and have reviewed and updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes Yes	
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website 	Yes	

	<ul style="list-style-type: none"> • Timely dissemination of documents/ information under a separate section of website • Web-links provided in annual corporate governance reports under Regulations 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website 	Yes	
4.	<p>Disqualification of Directors:</p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the Listed entity.</p>	Yes	
5.	<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 and other subsidiaries.</p>	NA	The listed entity does not have any subsidiary incorporated in India
6.	<p>Preservation of Documents:</p> <p>The Listed entity is preserving and maintaining the 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	
7.	<p>Performance Evaluation:</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	
8.	<p>Related Party Transactions:</p> <p>(a) The Listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p>	Yes	

	(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 approval has been obtained.	NA	Prior approval of Audit Committee has been taken for all Related Party Transactions
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III SEBI LODR Regulations, 2015 with the limits prescribed thereunder.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11	Action taken by SEBI or Stock Exchanges(s), if any: No. Action(s) has been taken against the listed entity/ promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by the SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder except as provided under separate paragraph herein (**)	Yes	
12	Additional Non-compliance if any: No additional non-compliance observed for any SEBI regulations/circulars/guidance note etc.	Yes	

5. Based on the above examination, we hereby report that, during the Review Period:

(a) (**) WPIL Limited has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of matter specified below.

Sr. No	Compliance Requirements (Regulations/ ,Circulars /guidelines including specific clause	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of violation	Fine Amount	Observations /Remarks of the Practising Company Secretary	Management Response	Remarks
1	NIL	NIL	NIL	NIL.	NIL	NIL	NIL/-	NIL	NIL	

(b) The Listed entity has taken following actions to comply with our observations in the previous reports:

Sr.No	Compliance Requirements (Regulations/Circulars/guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of violation	Fine Amount	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
1.	SEBI (LODR) Regulations, 2015	Regulation 13(3)	Delay in ensuring compliance	BSE Ltd.	Fine	Initially Investor Grievance in XBRL mode was filed for REITS & INVITs instead of Equity which was regularised later beyond stipulated period.	Rs. 44,840	Delay in ensuring compliance of Regulation 13(3) of SEBI (LODR) Regulations, 2015	Inadvertent & accidental mistake.	

6. Assumptions & Limitation of scope and Review:

- Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
- Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
- We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
- 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.

FOR RINKU GUPTA & ASSOCIATES
COMPANY SECRETARIES


RINKU GUPTA
Company Secretary in Practice

Date: , May 20,2024

Place: Kolkata

(RINKU GUPTA)
COMPANY SECRETARY IN PRACTICE
FCS-9237, CP NO. 9248

UDIN : F009237F000395161
PR No. 1385/2021



