



Triplewall Containers Limited

Date: 30<sup>th</sup> May, 2023

To,  
The Corporate Relationship Department,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, Bandra Kurla Complex  
Bandra, Mumbai- 400051 MH.  
NSE Scrip Code: **BBTCL**

The Compliance Department,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001 MH  
BSE Scrip Code: **543668**

Dear Sir/Madam,

**Sub: Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulation, 2015.**

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With respect to the captioned subject please find enclosed copy of Secretarial Compliance Report as received from M/s. SCS & Co. LLP, Practicing Company Secretary Firm, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosures requirements) Regulation, 2015 for the Financial Year ended on 31st March, 2023.

We request you to please take the same on your records.

Thanking You.

**FOR, B&B TRIPLEWALL CONTAINERS LIMITED.**

**RAVI AGARWAL**  
**Director cum CFO**

Registered Office & Unit-I:  
**B&B Triplewall Containers Limited**  
Sy. No. 263/2/3, Marsur Madiwal Village,  
Kasaba Hobli, Anekal Taluk, Bangalore - 562106  
E-mail ID: mail@boxandboard.in | Ph. 8870213555  
CIN: L21015KA2011PLC060106

Corporate Office & Unit III:  
**B&B Triplewall Containers Limited**  
Survey. No. 75/1A2, 75/1B1 73/2A,  
Thiyagarasanapalli Village,  
Shoolagiri Taluk, Krishnagiri District 635117  
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**SCS**  
**& CO. LLP**  
[AAV-1091]  
Company Secretaries

**SECRETARIAL COMPLIANCE REPORT UNDER REGULATION 24A OF  
SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND  
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF B&B TRIPLEWALL  
CONTAINERS LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

I, Mr. Abhishek Prakashchand Chhajed, Partner of SCS AND CO. LLP (LLPIN: AAV-1091) Company Secretary in Practice, have examined:

- all the documents and records made available to us and explanation provided by B&B Triplewall Containers Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2023 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder, to the extent applicable to this company; and
- 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"), to the extent applicable to this company.

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended; **to the extent applicable to this company.**
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended; **to the extent applicable to this company.**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **to the extent applicable to this company**
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable to the Company during the review period**
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable to the Company during the review period**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable to the Company during the review period**



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415, Pushpam Complex, Near Bank of Baroda,  
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4.	<u>Disqualification of Director:</u>  None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	YES	-
5.	<u>To examine details related to Subsidiaries of listed entities:</u>  (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	N.A.	The Company does not have any material subsidiary/ies
6.	<u>Preservation of Documents:</u>  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.	YES	-
7.	<u>Performance Evaluation:</u>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	YES	-
8.	<u>Related Party Transactions:</u>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	YES	-
9.	<u>Disclosure of events or information:</u>  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.	YES	-
10.	<u>Prohibition of Insider Trading:</u>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	-
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u>  No Actions 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)	No	The NSE has sought clarification from B&B Triplewall Containers Limited for the quarter ended 31-

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	under SEBI Regulations and circulars/ guidelines issued thereunder except mentioned in remarks		Dec-2022 with respect to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. On basis of above the Company is required to clarify the following: -1. Limited Review Report/ Independent Auditor's Report is not in the format prescribed by SEBI. Company has submitted Unaudited Standalone and Consolidated Financial Results with different UDIN for the quarter and nine months ended on 31st December 2022 in the prescribed format together with notes duly signed by the Managing Director of the Company along with the Limited Review Report dated 14 <sup>th</sup> February, 2023 issued by the Statutory Auditor of the Company on 14 <sup>th</sup> March, 2023.
12.	<u>Additional Non-compliances, if any:</u>	YES	Non-Appointment of Compliance Officer from January 21, 2023 till 31, March, 2023 under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Company has appointed Mr. Manish Kumar Managing

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		<p>Director as a Compliance Officer for Interim period, but as per Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entity shall appoint a qualified company secretary as the compliance officer and Mr, Manish Kumar Gupta is not a qualified company secretary.</p>
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and based on the above examination, I/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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 33 of SEBI (LODR), 2015	Limited Review Report/ Independent Auditor's Report for the quarter ended 31-Dec-2022 is not in the format prescribed	National Stock Exchange of India	NSE has sought clarification from company	Auditor has used same UDIN for Standalone and consolidated Financial Results.	NA	Company did non-compliance of Regulation 33 as Limited Independent Auditor's Report for the quarter ended 31-Dec-2022 is not in the format prescribed together with notes duly signed by the	Company has submitted Unaudited Standalone and Consolidated Financial Results with different UDIN for the quarter and nine months ended 31st December 2022 in the prescribed format	

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Company Secretaries

		by SEBI.					prescribed by SEBI.	Managing Director of the Company along with the Limited Review Report dated 14 <sup>th</sup> February, 2023 issued by the Statutory Auditor of the Company on 14th March, 2023.
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b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (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
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Not Applicable as this is the first report under Regulation 24A of SEBI LODR, 2015 as the company got listed on Main Board of NSE and admitted to dealings on the BSE in the list of "B" Group Securities with effect from 23<sup>rd</sup> November, 2022

**FOR, SCS AND CO. LLP**  
Practising Company Secretaries  
Firm Registration Number: - L2020GJ008700

*Abhishek Chhajed*

**CS ABHISHEK CHHAJED**  
Partner  
Mem. No.: F11334  
Peer Review Number: - 1677/2022  
UDIN: F011334E000404540



Date: 29.05.2023  
Place: Ahmedabad

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