

May 22, 2019

The Secretary
BSE Ltd.
Corporate Relationship Department, 1st Floor
New Trading Ring, Rotunda Building, P.J. Tower
Dalal Street, Fort,
Mumbai – 400001

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G, 5th Floor,
Bandra-Kurla Complex
Bandra (E), Mumbai – 400051

Dear Sir,

Sub: **Annual Secretarial Compliance Report for the financial year 2018-19.**

Pursuant to the Regulation 24A of the SEBI(Listing Obligation and Disclosure Requirements) Regulations,2015, we enclose herewith the Annual Secretarial Compliance Report of the Company issued by Mr. A.K. Labh of M/s. A.K. Labh & Co, Practicing Company Secretaries for the financial year 2018-19.

Please take the same on the record.

Thanking you,

Yours faithfully,
For ORIENT PAPER & INDUSTRIES LTD.


(P.K. Sonthalia)
President (Finance) & CFO

Encl: as above

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

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Secretarial Compliance Report of Orient Paper & Industries Limited for the year ended 31st March, 2019

We, A. K. Labh & Co., *Company Secretaries*, have examined:

- all the documents and records made available to us and explanation provided by **Orient Paper & Industries Limited** (CIN : L21011OR1936PLC000117) having its Registered Office at Unit VIII, Plot No. 7, Bhoinagar, Bhubaneshwar – 751 012, Odisha (“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 31st March, 2019 (“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; 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”);

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

- Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

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



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- (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	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
-	None	-	-

- (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 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:

Sl.No	Action taken by	Details of Violation	Details of Action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practising Company Secretary, if any.
1.	1. BSE Limited (BSE) 2. National Stock Exchange of India Limited (NSE)	Non-compliance of prior intimation for declaration of interim dividend under Regulation 29 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Fine of Rs. 10,000/- was imposed by both, BSE and NSE, on the Company for alleged violation.	The Company has paid a fine of Rs. 10,000/- each to BSE and NSE, under protest.

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:



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Sl.No	Observation of practising Company Secretary in the previous reports	Observations made in the Secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, in any	Comments of the Practising Company Secretary on the actions taken by the listed entity
-	None	Not Applicable (since being the first year of implementation of this report)	-	-

Place : *Kolkata*
Date : *22.05.2019*



For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No.- 3238

