



JINDAL POLY FILMS LTD.

Plot No-12, B1, Local Shopping
Complex, Vasant Kunj,
New Delhi -110070 (India)
Phone :011-26139256(10 Lines)
Fax : (91-11) 26125739
Web : www.jindalgroup.com

JPFL/DE-PT/SE/2022-2023

May 28, 2022

The Manager, Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex, Bandra (E)
MUMBAI - 400 051

The Manager Listing
BSE Limited.
Phiroze Jeejeebhoy
Towers, Dalal Street, Fort
MUMBAI – 400 001

Symbol: NSE: JINDALPOLY

Scrip Code: BSE: 500227

Sub.: Annual Secretarial Compliance Report for the financial year ended on March 31, 2022

Dear Sir/Madam,

Please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended on March 31, 2022 as per Regulation 24A read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated, February 8, 2019.

Request you to kindly take the same on records.

Yours Sincerely,

For JINDAL POLY FILMS LIMITED

Sunit Maheshwari
Company Secretary
FCS:5324



SECRETARIAL COMPLIANCE REPORT OF
JINDAL POLY FILMS LIMITED
FOR THE YEAR ENDED MARCH 31, 2022

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI's Circular No. CIR/CFD/CMD 1/27/2019 dated 8th February, 2019]

We have examined:

- a) All the documents and records made available to us and explanation provided by **JINDAL POLY FILMS LIMITED (CIN: L17111UP1974PLC003979** ("the Listed Entity" -hereinafter called "the company") having its Registered Office at 19th K.M. Hapur- Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr (U.P) - 245408.
- b) the filings/ submissions made by the company to the stock exchanges,
- c) website of the company,
- d) Management Representation letter and other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2022 ("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; [hereinafter referred as "SEBI LODR"]
- (b) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;
- (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; [hereinafter referred as "SEBI PIT Regulations"]
- (e) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**Not applicable to the Company during the Review Period**)
- (f) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable to the Company during the Review Period**);
- (g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the Company during the Review Period**);
- (h) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the Review Period**)
- (i) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not applicable to the Company during the Review Period**)



- (j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (Not applicable to the Company during the Review Period);

and based on the above examination, we 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.

S.No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 31A(8) of SEBI (LODR) Disclosure of material events to Stock exchanges as soon as reasonably possible and not later than twenty four hours from the occurrence of the event w.r.t reclassification of any person as Promoter or Public.	The Company has made an application for reclassification of any person as Promoter or Public on 16.04.2021 and therefore it was required to make disclosure of making the application to Stock Exchanges within 24 hours, whereas the disclosure was given on 26.04.2021, hence there was delay of 9 days in making the disclosure to Stock exchanges for reclassification of any person as Promoter or Public.	It is observed that, there was delay of 9 days in making disclosure to Stock exchanges regarding submission of Application to the Stock Exchanges for reclassification of any person as Promoter or Public.
2	Regulation 30 read with Part-A of Schedule III of SEBI (LODR) Disclosures of any events or information which, in the opinion of the board of directors of the listed company, is material.	The Company has incorporated a wholly owned subsidiary namely Jindal Labelling Limited on 29.10.2021 in compliance with the provisions of the Companies Act, 2013, however disclosure as required not given to stock exchanges.	It is observed that, the Company has incorporated a Wholly Owned Subsidiary namely Jindal Labelling Limited, however as informed the Company inadvertently missed to give disclosure of the same to the Stock Exchanges.

- b) The Company 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 Company/ 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:



Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited ("BSE") & National Stock Exchanges of India ("NSE")	Non-compliance with the requirements of Regulation 17(1) pertaining to the composition of the Board including failure to appoint woman director .	BSE& NSE has levied a fine of Rs.289,100 /- each for non compliance of Regulation 17(1) for 49 days.	The company has paid fines of Rs. 289,100 /- each levied by BSE & NSE on 10.03.2022. However, the company has made request to BSE & NSE for waiver of fine levied as during the review period the constitution of the company was in compliance of the Regulation 17(1) of SEBI LODR.


d) The Company has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2021	Actions taken by the Company, if any	Comments of the Practicing Company Secretary on the actions taken by the Company
-----NIL-----				

DATE: 26.05.2022
PLACE: NEW DELHI
UDIN F004140D000398919



FOR DMK ASSOCIATES
COMPANY SECRETARIES


(DEEPAK KUKREJA)
FCS, LL.B., ACIS(UK), IP.
PARTNER
FCS NO.: 4140
C P NO.:8265
Peer Review No. 779/2020