

**NEAPS/BSE ONLINE**

24<sup>th</sup> May, 2023

**The Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda, Dalal Street,  
Mumbai – 400001  
(BSE Scrip Code: 500187)**

**Listing Department  
National Stock Exchange of India Limited  
Plot No. C/1, Block-G  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400051  
(NSE Symbol: AGI)**

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the year ended 31.03.2023**

Please find enclosed Annual Secretarial Compliance Report of the Company for the year ended 31<sup>st</sup> March, 2023 issued by M/s. DMK Associates, Company Secretaries dated 4<sup>th</sup> May, 2023 pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your reference and record.

We believe you will find the same in order.

Thanking you,

**For AGI Greenpac Limited (Formerly known as HSIL Limited)**

(Pulkit Bhasin)  
**Company Secretary**

**Name: Pulkit Bhasin  
Address: 301-302, 3<sup>rd</sup> Floor, Park Centra, Sector-30, Gurugram-122001  
Membership No.: 27686**

**AGI Greenpac Ltd (formerly known as HSIL Ltd.)**

**Corporate Office:** 301-302, 3<sup>rd</sup> Floor, Park Centra, Sector-30, NH 8, Gurugram, Haryana-122 001, India. T. +91 124 477 9200

**Registered Office:** 2, Red Cross Place, Kolkata-700001, West Bengal, India. T. +91 33-22487407/5668 hsilinvestors@hsilgroup.com | [www.agigreenpac.com](http://www.agigreenpac.com)  
CIN: L51433WB1960PLC024539

**AGI glaspac Office:** Glass Factory Road, Off Motinagar, Borabanda, Hyderabad-500018, India. T: + (91) 40-2383 1771(5lines), M: agi@agi-glaspac.com

**AGI Plastek Office:** AGI glaspac Premises, Glass Factory Road, Off Motinagar, Borabanda, Hyderabad-500018, India. T: +91 40-2383 1771(5lines), M: sales@gpoly.in

**AGI CloZures Office:** Sy.No.208 to 218, Sitarampur, Isnapur, Patancheru, Telangana- 502307, India. T: +91-8455-225511, M: info@agiclozures.com

### SECRETARIAL COMPLIANCE REPORT OF AGI GREENPAC LIMITED FOR THE YEAR ENDED 31 MARCH 2023

(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 8<sup>th</sup> February, 2019, NSE Circular No. NSE/CML/ 2023/21 & BSE Circular no. 20230316-14 dated March 16, 2023 read with NSE Circular No. NSE/CML/ 2023/30 & BSE Circular no. 20230410-41 dated April 10, 2023)

We have examined

- (a) all the documents and records made available to us and explanation provided by AGI GREENPAC LIMITED (CIN L51433WB1960PLC024539) (hereinafter referred to as the "Company") (formerly known as HSIL Limited) having its registered office at 2 Red Cross Place Kolkata WB 700001
- (b) the filings/ submissions made by the Company to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification

for the year ended 31 March, 2023 (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 as amended till date (herein after referred as "SEBI LODR");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the Audit Period);



- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during the Audit Period**)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021 (**Not applicable to the Company during the Audit Period**);
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; as amended till date; (**Not applicable to the Company during the Audit Period**)
- (g) 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 Audit Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date; and
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

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 in **Annexure A.**
- (b) The Company has taken the following actions to comply with the observations made in previous reports, except in respect of matters specified in **Annexure B.**
- (c) Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019; (**Not Applicable, as there was no resignation of Statutory Auditors**)
- (d) Pursuant to the NSE Circular No. NSE/CML/ 2023/21 & BSE Circular no. 20230316-14 dated March 16, 2023 read with NSE Circular No. NSE/CML/ 2023/30 & BSE Circular no. 20230410-41 dated April 10, 2023, we further affirm to the following:



S. No.	Particulars	Compliance Status (Yes / No/ NA)	Observations/ Remarks by PCS
1.	<b><u>Secretarial Standard</u></b>  The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	YES	None
2.	<b><u>Adoption and timely updation of the Policies:</u></b>		
	All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars guidelines issued by SEBI	YES	None
	All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	YES	None
3.	<b>Maintenance and disclosures on Website:</b>		
	• The Listed entity is maintaining a functional website	YES	None
	• Timely dissemination of the documents/ information under a separate section on the website	YES	None
	• 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	YES	None
4.	<b>Disqualification of Director</b>	YES	None



	None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013		
5.	<b>To examine details related to Subsidiaries of listed entities</b>		
	<ul style="list-style-type: none"> <li>• Identification of material subsidiary companies</li> </ul>	NA	The Company has no material subsidiary.
	<ul style="list-style-type: none"> <li>• Requirement with respect to disclosure of material as well as other subsidiaries</li> </ul>	NA	None
6.	<b>Preservation of Documents:</b>  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	None
7.	<b>Performance Evaluation:</b> 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	None
8.	<b>Related Party Transactions:</b>		
	<ul style="list-style-type: none"> <li>• The Listed entity has obtained prior approval of Audit Committee for all Related party transaction</li> </ul>	YES	None
	<ul style="list-style-type: none"> <li>• In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transaction were subsequently approved/ ratified/ rejected by the Audit Committee</li> </ul>	NA	All Related party transactions were entered after obtaining prior approval of the audit committee.
9.	<b>Disclosure of events or information:</b>  The listed entity has provided all the	YES	None



	required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder		
10.	<b>Prohibition of Insider Trading:</b>  The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	None
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any</b>  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) under SEBI Regulations and circulars/ guidelines issued thereunder	NA	None
12.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	None

For DMK Associates  
Company Secretaries

Date : 04.05.2023  
Place : New Delhi  
UDIN : F005480E000251101



*Monika Kohli*  
(MONIKA KOHLI)  
B. Com (H), FCS, LL.B. I.P.  
PARTNER  
FCS 5480, C P 4936  
Peer Review No. 779/2020

**Annexure A**

<u>S. No.</u>	<u>Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)</u>	<u>Regulation/ Circular No.</u>	<u>Deviations</u>	<u>Action Taken by</u>	<u>Type of Action i.e Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.</u>	<u>Details of Violation</u>	<u>Fine Amount</u>	<u>Observations/ Remarks of the Practicing Company Secretary</u>	<u>Management Response</u>	<u>Remarks</u>
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NIL

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**Annexure B**

S. No.	<u>Compliance Requirement</u> (Regulations/ circulars/ guidelines including specific clause)	<u>Regulation/ Circular No.</u>	<u>Deviations</u>	<u>Action Taken by</u>	<u>Type of Action i.e</u> <u>Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.</u>	<u>Details of Violation</u>	<u>Fine Amount</u>	<u>Observations/ Remarks of the Practicing Company Secretary</u>	<u>Management Response</u>	<u>Remarks</u>
NIL										

*M. J. M.*

