



24th February, 2021

Department of Corporate Services
BSE Limited
Phiroze Jeejeeboy Towers
Mumbai – 400 001
Security Code No – 509820

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza,
Bandra Kurla Complex
Bandra (East),
Mumbai 400 051
Security Code – HUHTAMAKI

Sub: Annual Secretarial Compliance Report for the Financial Year ended 31.12.2020

Dear Sir/Madam,

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with **SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019**, enclosed herewith Annual Secretarial Compliance Report for the year ended 31.12.2020 issued by M/s S N Ananthasubramanian & Co., Company Secretaries.

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For Huhtamaki India Limited

DAKSHINAM Digitally signed by
URTHY IYER DAKSHINAMURTHY IYER
Date: 2021.02.24
20:51:59 +05'30'

D V Iyer
Company Secretary & Legal Counsel

Registered Office:
Huhtamaki India Ltd.
(Formerly Huhtamaki PPL Ltd)
12A-06 B-Wing, 13th Floor,
Parinee Crescenzo, C-38/39,
G-Block, Bandra Kurla Complex,
Bandra (E), Mumbai-400 051
Maharashtra.

Tel: +91 (022) 61740400
Fax: +91 (022) 6174 0401
CIN: L21011 MH1950FLC145537
www.flexibles.huhtamaki.in



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) – 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

To,
The Board of Directors,
Huhtamaki India Limited
(Formerly known as Huhtamaki PPL Limited)
CIN: L21011MH1950FLC145537
12A-06, B-Wing, 13th Floor, Parinee Crescenzo,
C-38/39, G-Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2020

We have been engaged by **Huhtamaki India Limited (Formerly known as Huhtamaki PPL Limited)** (hereinafter referred to as 'the Company') bearing CIN: **L21011MH1950FLC145537** whose equity shares are listed on National Stock Exchange of India Limited (Symbol: HUHTAMAKI) and BSE Limited (Security Code: 509820) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

S. N. Ananthasubramanian

S. N. Ananthasubramanian
Partner

FCS: 4206 | COP No.: 1774
16th February, 2021 | Thane





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Secretarial Compliance Report

Huhtamaki India Limited for the year ended 31st December 2020

We have examined:

- (a) all the documents and records made available to us and explanation provided by **Huhtamaki India Limited (formerly known as Huhtamaki PPL Limited)** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st December, 2020** (“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 there under; and
- b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India (“SEBI”);

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

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not applicable as there was no reportable event during the Financial year under review;**
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable as there was no reportable event during the Financial year under review;**





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Company Secretaries

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not applicable as there was no reportable event during the Financial year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008:- **Not applicable as there was no reportable event during the Financial year under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non - Convertible and Redeemable Preference Shares) Regulations, 2013 - **Not applicable as there was no reportable event during the Financial year under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

Based on the above examination, 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	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Sch III, Part A [4 (h)] of LODR- The listed entity shall disclose to the exchanges the Financial Results within 30 minutes of the closure of the meeting.	The Financial Statements except the Auditors' Report were submitted within 30 minutes of the closure of the Board Meeting.	The Auditors' Report was submitted on 26 th February 2020.





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Company Secretaries

- (b) The listed entity has complied with SEBI Circular **CIR/CFD/CMD1/114/2019** dated **18th October, 2019** with respect to changes in terms of appointment of Statutory Auditors. The listed entity has included the clauses in the terms of the appointment of Statutory Auditors as provided in the Circular during the appointment of Statutory Auditors made at the 70th Annual General Meeting held on 30th June 2020.
- (c) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records;
- (d) 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 there under:

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.
			NIL	

- (e) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert No. : 606/2019

S. N. Ananthasubramanian



S. N. Ananthasubramanian
Partner
FCS: 4206 | COP No.: 1774
ICSI UDIN: F004206B002933187
16th February, 2021 | Thane