

BLAK & CO.
Company Secretaries

SECRETARIAL COMPLIANCE REPORT
SHREE KRISHNA PAPER MILLS & INDUSTRIES LIMITED

For the financial year ended 31st March, 2024
(Pursuant to Regulation 24 A of SEBI LODR Regulations 2015)

To,
The Members,
SHREE KRISHNA PAPER MILLS & INDUSTRIES LIMITED
4830/24, Prahlad Street, Ansari Road,
Darya Ganj, New Delhi - 110 002

We have conducted review of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SHREE KRISHNA PAPER MILLS & INDUSTRIES LIMITED** (hereinafter called the company) for the Financial Year ended 31st March 2024.

Based on our verification of the Company's books, papers, minute books, forms and returns filed, website of the Company along with documents uploaded on BSE & NSE and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial review, We hereby report that in our opinion, the company has, during the review period covering the financial year ended on 31st March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I, CS Archana Bansal, Managing Partner of BLAK & COMPANY have examined:

- (a) all the documents and records made available to us and explanation provided by **SHREE KRISHNA PAPER MILLS & INDUSTRIES 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 March, 2024 ("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");



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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the financial year)**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the financial year)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the financial year)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the financial year)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the financial year)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depository and Participants) regulations, 2018

and circulars/ guidelines issued thereunder; and based on the above examinations, 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,
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:



Sr. No.	Compliance Requirement (Regulations/circulars/guide-lines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the PCS	Management Response	Remarks
1.	The board of directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of not less than six directors.	Regulation 17(1)(c) of SEBI (Listed Obligations and Disclosure Requirements) Regulations, 2015	Non Complying the Provisions of Regulation 17(1)(c)	SEBI	The company has submitted several replies through mails and speed post seeking waiver of penalties. The issue is still pending with the BSE.	Due to sudden demise of Mr. B.N. Pasari (Non executive director of the Company, number of directors of the Company is still reduced below the minimum requirement as prescribed in regulation, However the Company was appointed Director to fulfil the compliances.	Rs. 5,42,800/-	Non compliance was inadvertent and unintentional. The Company has applied waiver of fine under policy for exemption of fine levied as per the provisions of SEBI SOP circular.	follow up and Coordination with appropriate authorities	Nil

- (c) The 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 to the Company during the financial year)**



We further report that in terms of the circular issued by Bombay Stock Exchange Limited on March 16, 2023 respectively, we also affirm the following(s):

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	YES	NIL
2	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	YES	NIL
3	Maintenance and disclosures on Website: <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/ information under a separate section on the website ● Web-links provided in Annual Corporate Governance Reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website 	YES	NIL



4	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	NIL
5	Details related to Subsidiaries of listed entities have been examined: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA	NIL
6	Preservation of Documents: 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	NIL
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	YES	NIL
8	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	YES	NIL



9	Disclosure of events or information: 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	NIL
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	NIL
11	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 except as provided under separate paragraph herein (**).	NA	NIL
12	Additional non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/ guidance note etc.	NA	Company has complied all the applicable laws, and regulations.

** The Company De-listing application was pending with CSE since long, However CSE has advised to update the Listed Capital before submitting revised application for De-listing.

Place: Ghaziabad, NCR
Date: 24/05/2024

For BLAK & CO.
Company Secretary

ARCHANA BANSAL

Mg. Partner

M. No: A17865

COP No.:11714

UDIN: A017865F000444038

PR No.: 1844/2022