



HCP Plastene
Bulkpack Limited

Date: 30th May, 2024

To,
BSE Limited
25th Floor, P. J. Towers, Dalal Street,
Fort, Mumbai-400001

Scrip Code: 526717

Subject: Submission of Annual Secretarial Compliance Report for the year ended on 31st March, 2024.

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and in compliance with circulars issued by stock exchange dated 16th March, 2023 and 10th April, 2023 in this regard, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the financial year ended 31st March, 2024 issued by the Secretarial Auditor of the Company.

Kindly acknowledge the receipt and take the above on record.

Thanking You,

Yours Faithfully,

For HCP Plastene Bulkpack Limited

Anil Goyal
Director
DIN: 03071035

Encl: As above



ALPESH VEKARIYA & ASSOCIATES

Company Secretaries

Alpesh Vekariya
FCS, MBA

SECRETARIAL COMPLIANCE REPORT OF HCP PLASTENE BULKPACK LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

We, ALPESH VEKARIYA & ASSOCIATES, Company Secretaries, have examined:

- all the documents and records made available to us and explanation provided by HCP PLASTENE BULKPACK LIMITED ("the listed entity"),
- the filings/submissions made by the listed entity to the stock exchange,
- website of the listed entity,
- any other document/filing, as may be relevant, which has been relied upon to make this Report,

for the year ended 31st March, 2024 ("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, whose provisions and the Circulars/Guidelines issued thereunder, have been examined, include:-

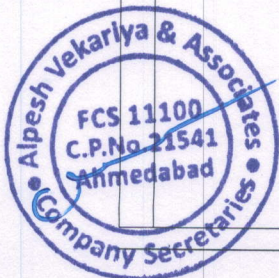
- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018-(*Not applicable during the period under review*);
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018-(*Not applicable during the period under review*);
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021-(*Not applicable during the period under review*);
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and Circulars/Guidelines issued thereunder;

and based on the above examination, we hereby report that, during the review period:

I.(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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of PCS	Management Response	Remarks
1	SEBI (LODR) Regulations, 2015	Regulation 30	Non-submission of Intimation of Resignation of Independent Director in XBRL mode	None	None	The said intimation was not intimated to the Stock Exchange.	Nil	The Company has not intimated the said intimation in XBRL mode to the Stock Exchange.	Already submitted in PDF format within stipulated time to Stock Exchange as required. Further assured that, henceforth it shall also file the same in XBRL format.	None



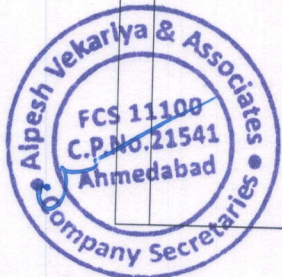


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2	SEBI (LODR) Regulations, 2015	Regulation 30	Non-submission of Intimation of Resignation of Company Secretary and Compliance Officer in XBRL mode	None	None	The said intimation was not intimated to the Stock Exchange.	Nil	The Company has not intimated the said intimation in XBRL mode to the Stock Exchange.	Already submitted in PDF format within stipulated time to Stock Exchange as required. Further assured that, henceforth it shall also file the same in XBRL format.	None
3	SEBI (LODR) Regulations, 2015	Regulation 30	Non-submission of Intimation of Appointment of Independent Director in XBRL mode	None	None	The said intimation was not intimated to the Stock Exchange.	Nil	The Company has not intimated the said intimation in XBRL mode to the Stock Exchange.	Already submitted in PDF format within stipulated time to Stock Exchange as required. Further assured that, henceforth it shall also file the same in XBRL format.	None
4	SEBI (LODR) Regulations, 2015	Regulation 30	Late submission of announcement of appointment of Company Secretary and Compliance Officer of the Company in XBRL mode	None	None	Delay in submission of said announcement in XBRL mode to the Stock Exchange.	Nil	There has been delayed in submission. The same has been submitted on 10 th November, 2023 to Stock Exchange while outcome of Board Meeting for the said appointment has been submitted on 07 th November, 2023 to the Stock Exchange.	The Company has been submitted the same on 10 th November, 2023 to the Stock Exchange.	None
5	SEBI (LODR) Regulations, 2015	Regulation 30	Non-submission of Notice of Annual General Meeting for the Financial Year 2022-23 in XBRL mode	None	None	The said submission was not submitted to the Stock Exchange.	Nil	The Company has not intimated the said intimation in XBRL mode to the Stock Exchange.	Already submitted in PDF format within stipulated time to Stock Exchange as required. Further assured that, henceforth it shall also file the same in XBRL format.	None





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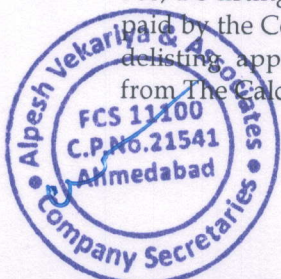
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6	SEBI (LODR) Regulations, 2015	Regulation 38	Delay in compliance with Minimum Public Shareholding (MPS) requirement	BSE Limited vide email dated 15 th February, 2024	Fine	Delay of 40 days in achievement of Minimum Public Shareholding (MPS) (as per calculation done by the Company). Delay of 75 days in achievement of Minimum Public Shareholding (MPS) (as per Stock Exchange vide email dated 15 th February, 2024).	INR 200000/- (excluding GST) (as per calculation done by the Company). INR 442500/- (inclusive of GST) (as per Stock Exchange vide email dated 15 th February, 2024).	The Company has not achieved Minimum Public Shareholding (MPS) within stipulated time prescribed under the Regulation.	As per email of Stock Exchange, the Company has filed waiver application for the same. But the Company has not received any email from the Stock Exchange regarding rejection of waiver or acceptance or revision of fine amount levied. Hence, still the Company has not paid fine amount.	None
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Note on Delisting of Shares from Calcutta Stock Exchange Association Limited (CSE):

As informed and based on explanation, information, documents furnished and available to us,

- the Shareholders has passed Special Resolution in the Annual General Meeting held in the year 2004 to delist the equity shares of the Company from The Calcutta Stock Exchange Association Limited (CSE), Jaipur Stock Exchange Limited and The Stock Exchange, Ahmedabad pursuant to the applicable laws, rules, regulations and guidelines. As informed to us, subsequently the Company has made delisting application to all the Exchanges. Further refer to the Annual Reports for the FY 2004-05 to 2016-17 and as informed, the reply from CSE is still awaited and Company's Trading is suspended at CSE. Further pursuant to the implementation of Resolution Plan approved by Hon'ble National Company Law Tribunal (NCLT), the Board of the Company has been re-constituted in Steering Committee Meeting held on 21st October, 2020 and we have limited access to the old records of the Company, therefore, we are unable to comment on the actual status, compliances/non-compliances on CSE.
- Further, the Company has received Letters from The Calcutta Stock Exchange Association Limited (CSE) vide letter dated 09th November, 2023 regarding final Opportunity for compliance of provision of listing of Equity Shares listed and Letter dated 20th December, 2023 regarding non-compliance of MSP Guidelines against which reply has already been provided by the Company on that matter.
- The Company has also received email from The Calcutta Stock Exchange Association Limited (CSE) vide email dated 24th January, 2024 regarding payment of all outstanding dues (including before revival) including Listing Fees, Taxes against Listing Fees, Interest, Revocation Processing Fee, De-listing Processing Fees, Amalgamated Fees, Late Fees, Service Fees and the same has been paid by the Company on same day i.e. on 24th January, 2024 and also submitted revocation and/or delisting application. But the Company doesn't receive any update/communication/outcome from The Calcutta Stock Exchange Association Limited (CSE) till date.





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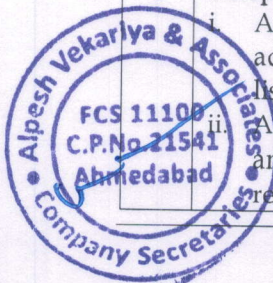
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/Remarks of the Practicing Company Secretary in the previous reports (PCS)	Observations made in the secretarial compliance report for the year ended.... (the years are to be mentioned)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation/ deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	There was delay in submission of Disclosure of Related Party Transactions for the half year ended 31 st March, 2022 and against which the Company had paid fine levied by Stock Exchange.	2022-23	Regulations 23(9) of SEBI (LODR) Regulations, 2015	Two (2) days' delay in submission of Disclosure of Related Party Transactions for the half year ended 31 st March, 2022. Fine of INR 10000/- levied pursuant to SEBI SOP Circular by BSE Limited vide email dated 14 th July, 2022.	The Company has taken note of the same and paid fine levied by the Stock Exchange.	The Company had duly paid fine levied by the Stock Exchange.
2	The Company was not intimated in time. However, the Company has submitted necessary disclosures as per the Clause 7B of the Para-A of Part-A of Schedule III within time.	2022-23	Regulation 30 of SEBI (LODR) Regulations, 2015	Intimation of Resignation of Independent Director was not intimated within 24 Hours to the Stock Exchange.	There was delay in intimation. However, necessary disclosures as per the Clause 7B of the Para-A of Part-A of Schedule III has been submitted in time.	None
3	There was delay in submission of Annual Report for the Year ended on 31 st March, 2022 in XBRL mode. The same has been submitted on 03 rd November, 2022 to the Stock Exchange.	2022-23	Regulation 34 of SEBI (LODR) Regulations, 2015	Delay in submission of Annual Report for the Year ended on 31 st March, 2022 in XBRL mode.	The Company has submitted the same on 03 rd November, 2022 to the Stock Exchange.	None

II. We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

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	-
2	Adoption and timely updation of the Policies: i. All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. ii. 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	-



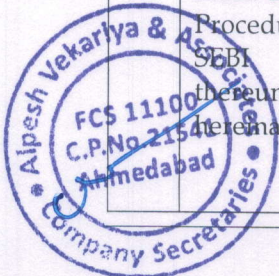


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3	Maintenance and disclosures on Website: i. The listed entity is maintaining a functional website. ii. Timely dissemination of the documents/information under a separate section on the website. iii. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website.	Yes	-
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	-
5	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	Yes	-
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	-
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	-
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	-
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	-
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	-
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 hereinafter I(a).	Yes	Refer paragraph herein above I(a)





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12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary(ies) has/have complied with paragraph 6.1 and 6.2 of Section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	There was no such instance
13	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above.	Yes	-

Assumptions & Limitation of Scope and Review:

1. Compliance of the applicable laws, rules, regulations, guidelines and standards and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the listed entity.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules, regulations and guidelines and happening of events etc.
5. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

FOR ALPESH VEKARIYA & ASSOCIATES
COMPANY SECRETARIES

UDIN: F011100F000498422
PRC: 1799/2022
Place: Ahmedabad
Date: 30th May, 2024


ALPESH VEKARIYA
FCS: 11100
COP: 21541

