Greenply/2020-21
June 29, 2020

The Manager
BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001
Scrip Code: 526797

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051
Symbol - GREENPLY

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2020
Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019

In terms of Clause 3 (b) (iii) of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2020, issued by M/s. Nidhi Bagri & Company, Practising Company Secretary.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For GREENPLY INDUSTRIES LIMITED

KAUSHAL KUMAR AGARWAL
COMPANY SECRETARY &
VICE PRESIDENT-LEGAL

Encl.: As above
SECRETARIAL COMPLIANCE REPORT

OF

GREENPLY INDUSTRIES LIMITED

FOR THE YEAR ENDED MARCH 31, 2020

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Greenply Industries Limited
Makum Road,
Tinsukia,
Assam-786125

We have conducted this audit of the compliance of provisions of various SEBI Acts, Rules, Regulations, Circulars, Guidelines issued thereunder, as applicable to Greenply Industries Limited (hereinafter called the “Company”). This audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/SEBI compliances and expressing our opinion thereon.

We have examined:

a) all the documents and records made available to us and explanations provided by the officers and authorised representatives of the Company,

b) the filings/submissions made by the Company to the stock exchanges,

c) website of the Company¹,

d) other information available in public domain,

for the period from 1st April, 2019 to 31st March, 2020 (“Review Period”) in respect of compliance with the provisions of:

1) the Securities and Exchange Board of India Act, 1992 and the Regulations, circulars, guidelines issued thereunder; and

¹ www.greenply.com
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 from time to time;

b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time;

c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time;

d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time;

e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; [Not applicable during the Review Period]

f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; [Not applicable during the Review Period]

g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; [Not applicable during the Review Period]

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

i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

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.
b) The Company has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.

c) During the Review Period, no action(s) have been taken against the Company/its promoters/directors/material subsidiaries, either by SEBI or by any Stock Exchanges under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder.

d) The Company has received an Addendum Letter dated 12.06.2020 to the original Letter of Engagement dated 15.07.2019 from its Statutory Auditors modifying the existing terms of appointment in due compliance with Clauses 6(A) and 6(B) of SEBI Circular CIR/CFD/CMD1/114/2019 dated 18.10.2019.

e) There were no observations reported in the previous report.

Thanking you,

For Nidhi Bagri & Company
(Practising Company Secretary)

(Nidhi Bagri)
Proprietor
ACS No. 24765
C.P.No. 9590
Date: June 16, 2020
Place: Kolkata