

MPL PLASTICS LIMITED

CIN NO. L25209MH1992PLC066635

Regd.office : 2, Ashish Warehouse Corporation, Punjab Foundry Industrial Estate,
Near Classic Studio, Mira Bhayander Road, Kashimira,
Mira Road (East), Dist. Thane. Pin - 401 104

Tel. 28455460, 28458967, Email Id.: vishakhaj@mplindia.in, Website: www.mplindia.in.

Date: 30th May 2023

To,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai 400 001

Scrip Code : 526143

Sub: Annual Secretarial Compliance Report – 31st March 2023

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing obligation and Disclosure Requirements) Regulations, 20'15, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended 31st March, 2023.

We request you to take the above information on record.

Yours faithfully,
For MPL Plastics Limited



VISHAKHA JAIN
COMPANY SECRETARY AND
COMPLIANCE OFFICER

SHAILESH KACHALIA

Company Secretaries

Om Sri Co-Op. Hsg. Society, A Wing, Flat No. 7, First floor, Nr. Shanti Ashram,

Borivali (West), Mumbai 400 103 Cell 9892534153

Email: shaileshmay@gmail.com

30TH May, 2023

To,
Board of Directors,
MPL Plastics Limited
2, Ashish Warehouse Corporation, Punjab Foundry Industrial Estate,
Near Classic Studio, Mira Bhayander Road, Kashimira,
Mira Road (East), Dist. Thane. Pin - 401 104

**Annual Secretarial Compliance Report of MPL Plastics Limited for the
year ended 31st March, 2023**

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by MPL PLASTICS LIMITED, having its Registered Office at 2, Ashish Warehouse Corporation, Punjab Foundry Industrial Estate, Near Classic Studio, Mira Bhayander Road, Kashimira, Mira Road (East), Dist. Thane. Pin - 401 104 Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31ST March, 2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I Shailesh Kachalia have examined:

(a) all the documents and records made available to me and explanation provided by MPL Plastics 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, 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
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 : Not applicable during the review period.
- (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 during the review period.
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not applicable during the review period.
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not applicable during the review period.



(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) other regulations as applicable and circulars/ guidelines issued thereunder;

And based on the above examination, I 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 **as per annexure I attached.**
(b) The listed entity has complied with all the observations made in previous reports except in respect of matters specified **as per annexure II attached.**
- II. 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. There has been no resignation of the statutory auditor in the financial year 2022 – 23.
- III. I hereby report that, during the review period the compliance status of the listed entity is appended as below

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 of India (ICSI).	No	To the extent of circulating the minutes in advance was not complied with



2	<p>Adoption and timely updation of the Policies:</p> <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	<p>Maintenance and disclosures on Website:</p> <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	<p>Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	Nil
5	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p>		



	(a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	NA	The company does not have any material as well as other subsidiaries.
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	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(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.</p>	Yes	Nil
9	<p>Disclosure of events or information:</p> <p>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.</p>	Yes	Nil
10	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	The Company has submitted the Compliance Certificate to Stock Exchange with regard to maintenance of Structured Digital Database pursuant to Regulations 3(5) and



			3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for the quarters ended on 30 th June, 2022, 30 th September, 2022 and 31 st December, 2022. Further I confirm that the Company was required to capture one (01) events during the quarter ended 31 st March, 2023 and it has accordingly captured the said required events.
11	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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.</p>	Yes	Refer Annexure I attached to this report.
12	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI Regulation / circular / guidance note etc.</p>	NA	No additional non compliances has been observed during the period under review.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.



2. My responsibility is to report based upon our examination of relevant documents and information.
This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. 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.

Place: Mumbai

Date: 30th May, 2023

Shailesh A. K.

Shailesh Kachalia

Company Secretaries

FCS F1391

CP 3888

Peer Review Cert. No.: 628/2019

UDIN F001391E000416652



ANNEXURE I

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 the Practising Company Secretary	Management Response	Remarks
1	SEBI (LODR) 2015	17(1)	Composition of Board of Directors in respect of quarter ended June, 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	50000	The Company paid the fine.	Agreed to pay the fine.	
2	SEBI (LODR) 2015	18(1)	Composition of Audit Committee in respect of quarter ended June 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	20000	The Company paid the fine.	Agreed to pay the fine.	
3	SEBI (LODR) 2015	19(1) / 19(2)	Composition of NRC in respect of quarter ended June 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	20000	The Company paid the fine.	Agreed to pay the fine.	
4	SEBI (LODR) 2015	SEBI/HO/ORD/MIRSD_R TAMB/P/CIR/2021/655 DT. 03.11.2021	The Company failed to forward the documents to the shareholders holding shares in physical mode for submitting KYC documents like PAN, AADHAR CARD, NOMINATION FORM etc.	NA	NA	The Company has to implement the said circulars	0	The Company has been advised to implement the said circular immediately.	Management is taking steps	



ANNEXURE II

Sr.No	Compliance Requirement (Regulations/Circulars)	Regulation / Circular No.	Deviations	Action Taken By	Type of Action	Details of Violation	Fine amount	Observations/Remarks of the Practising	Management Response	Remarks
1	SEBI (issue of Capital and Disclosure Requirements) Regulation, 2018	Chapter V	12,50,000 shares allotted to promoters not listed as per the scrutiny made by BSE Ltd. for non compliance of various clauses of the said regulation by processing the listing application made by the Company.	BSE Ltd.		The Company made the listing application again for listing the said shares but the listing application was rejected by BSE Ltd. vide its communication dated 16.11.2018		The documents submitted by the company as per the BSE Ltd. intimation were not in compliance of various clauses of Chapter V of the said regulation as amended upto date.	The company has to again make the listing application with BSE Ltd.	
2	SEBI (LODR) 2015	17(1)	Composition of Board of Directors in respect of quarter ended June, 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	50000	The Company paid the fine.	Agreed to pay the fine.	
3	SEBI (LODR) 2015	18(1)	Composition of Audit Committee in respect of quarter ended June 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	20000	The Company paid the fine.	Agreed to pay the fine.	
4	SEBI (LODR) 2015	19(1) / 19(2)	Composition of NRC in respect of quarter ended June 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	20000	The Company paid the fine.	Agreed to pay the fine.	
5	SEBI (LODR) 2015	17(1)	Composition of Board of Directors in respect of quarter ended March 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	155000	The Company paid the fine.	Agreed to pay the fine.	
6	SEBI (LODR) 2015	18(1)	Composition of Audit Committee in respect of quarter ended March 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	62000	The Company paid the fine.	Agreed to pay the fine.	
7	SEBI (LODR) 2015	19(1) / 19(2)	Composition of NRC in respect of quarter ended March 2022	BSE Ltd.	Imposed Fine	Non appointment of Independent Director	62000	The Company paid the fine.	Agreed to pay the fine.	

