

CHARU GOLASH

Company Secretary in Practice

ANNUAL SECRETARIAL COMPLIANCE REPORT

OF M/s. STAR PAPER MILLS LIMITED

for the year ended 31st March, 2020.

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

I **CHARU GOLASH**, Practising Company Secretary have examined:

- (a) all the relevant documents and records made available to me and explanations provided by Star Paper Mills 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, 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 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 [hereinafter referred to as Listing Regulations];
- (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 (Depositories and Participants) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **[not applicable during the Review Period]**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[not applicable during the Review Period]**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **[not applicable during the Review Period]**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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(i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 [not applicable during the Review Period] and circulars / guidelines issued thereunder:

And based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has in general 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	Regulation 27(2) of the Listing Regulations: The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognised stock exchange(s) within fifteen days from close of the quarter.	There was delay of One (1) day in filing the Quarterly Corporate Governance Report for the Quarter ended 31 st March, 2019.	-Pursuant to SEBI SOP Circular dated May 03, 2018 a fine of Rs. 2360/- was imposed by BSE Ltd which was not waived-off on company's submission. Fine has been deposited by the company. -NSE waived -off the imposed fine of Rs. 2360/- based on company's submission.
2	Regulation 27(2) of the Listing Regulations read with SEBI Circular No.: SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 The listed entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognised stock exchange(s) within fifteen days from close of the quarter.	Quarterly Corporate Governance Report for the Quarter ended 31.03.2020 was not filed within extended due date i.e 15 th May, 2020. It was belatedly filed on 04.06.2020	The Company received notice from NSE and BSE assuming non-compliance of Regulations 17(1), 18(1), 19(1)/(2), 20(2), 21(2) besides 27(2) and imposed fine against which the company filed a detailed reply with a request to waive-off the fine owing to continuing Covid-19 pandemic and resultant restrictions due to which necessary information was not available to file the report.



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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder insofar as it appears from our examination of those records.

(c) 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 thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment etc.	Observations / Remarks of the Practising Company Secretary, if any)
As per details given in Sr. No. 1 & 2 in above table.				

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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31st March, 2019 (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
As per details given in Sr. No. 1 in above table.				

Charu Golash

Ms. CHARU GOLASH

Company Secretary in Practice,
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CHARU GOLASH
Practising Company Secretary
Membership No. 7325
Certificate of Practice No. 8005
UDIN NUMBER F007325B000519375



Place: Kolkata
Date: 28-07-2020

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