

**SECRETARIAL COMPLIANCE REPORT OF GREENLAM INDUSTRIES LIMITED
FOR THE YEAR ENDED MARCH 31, 2021**

To,
The Board of Directors
Greenlam Industries Limited
Makum Road, Tinsukia,
Assam – 786125, India

We, M/s. Chandrasekaran Associates, have examined:

- (a) All the documents and records made available to us and explanation provided by Greenlam 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 March 31, 2021 ("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 year under review**
- (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 year under review.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **Not Applicable during the year under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the year under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable during the year under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Signature valid

Digitally signed by CHANDRASEKARAN SETHURAMAN
Date: 2021.05.27 16:38:14 IST
Reason: DIGITALLY SIGNED
Location: NEW DELHI

- (i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009.

and based on the above examination, 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, 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	As per Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors shall constitute Risk Management Committee.	National Stock Exchange of India Limited ("NSE"), have levied a fine of Rs. 5,07,400 (including 18% GST) for the period from April 01, 2020 to November 01, 2020 and BSE Limited ("BSE") have levied a fine of Rs. 75,520 (including 18% GST) for the period from October 01, 2020 to November 01, 2020, as the Company has constituted the Risk Management Committee in its Board Meeting held on November 02, 2020.	As confirmed by the management, the Company has paid the fine under protest to NSE and BSE and filed reply cum waiver application with both BSE and NSE and the matter is still pending.

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

Signature valid

Digitally signed by CHANDRASEKARAN SETHURAMAN
Date: 2021.05.27 16:36:14 IST
Reason: DIGITALLY SIGNED
Location: NEW DELHI



(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 Practicing Company Secretary, if any.
1	National Stock Exchange of India Limited and BSE Limited	Constitution of Risk Management Committee by the Company in terms of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	National Stock Exchange of India Limited ("NSE"), have levied a fine of Rs. 5,07,400 (including 18% GST) for the period from April 01, 2020 to November 01, 2020 and BSE Limited ("BSE") have levied a fine of Rs. 75,520 (including 18% GST) for the period from October 01, 2020 to November 01, 2020 , as the Company has constituted the Risk Management Committee in its Board Meeting held on November 02, 2020.	As confirmed by the management, the Company has paid the fine under protest to NSE and BSE and filed reply cum waiver application with both BSE and NSE and the matter is still pending.

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2020.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

Signature valid

Digitally signed by CHANDRASEKARAN SETHURAMAN
 Date: 2021.05.27 16:36:14 IST
 Reason: DIGITALLY SIGNED
 Location: NEW DELHI



- (e) The company has suitably included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the Company.

**For Chandrasekaran Associates
Company Secretaries**

CHANDRASEKARAN
SETHURAMAN

Digitally signed by
CHANDRASEKARAN SETHURAMAN
Date: 2021.05.27 16:40:04 +05'30'

Dr. S. Chandrasekaran
Senior Partner
Membership No. FCS 1644
Certificate of Practice No. 715
UDIN: F001644C000376777

Date: May 27, 2021
Place: New Delhi

Notes: Due to restricted movement amid COVID-19 pandemic, we conducted the secretarial audit by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are the true and correct. This Report is limited to the Statutory Compliances on laws / regulations / guidelines listed in our report of which, the due date has been ended/expired on or before March 31, 2021 pertaining to Financial Year 2020-21.

Signature valid

Digitally signed by CHANDRASEKARAN SETHURAMAN
Date: 2021.05.27 16:38:14 IST
Reason: DIGITALLY SIGNED
Location: NEW DELHI