



Regd. Office :
Bengal Eco Intelligent Park, Tower-1
Block - EM, Plot No. 3, Salt Lake City
Sector - V, 3rd & 4th Floor
Kolkata - 700 091, W.B.
TEL. : 71122334, 71122445
WEBSITE : www.haldiapetrochemicals.com
CIN : U24100WB2015PLC205383
GSTIN :19AAGCB2001F1Z9

18th May, 2023

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report

**Re: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015.**

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Secretarial Compliance Report for the Financial Year ended on 31st March, 2023 .

Please arrange to bring the same to the Notice of all concerned.

Thanking you,

Yours Sincerely,

For Haldia Petrochemicals Limited

Sarbani Mitra
Company Secretary, GM – Legal &
Head – Corporate Communication
A14906

Encl: as above



S.SARKAR & ASSOCIATES
Company Secretaries

Angana Apartment, 2nd Floor
57/2/1 Sarat Park, Kolkata-700078
Mob: (+ 91) 9231699339, 7278563812
Email: cssandip.sarkar@gmail.com

To,
Board of Directors
HALDIA PETROCHEMICALS LIMITED
Bengal Eco Intelligent Park (Techna)
Tower - 1, 3rd Floor, Block-EM, Plot- 3
Sector -V, Bidhan Nagar
Kolkata - 700091

Secretarial Compliance Report in Terms of Regulation 24A (2) Of
SEBI(LODR) Regulations 2015 of HALDIA PETROCHEMICALS Limited
for the year ended 31st March, 2023

We, S.Sarkar & Associates, *Company Secretaries*, have examined:

all the documents and records made available to us and explanation provided by **Haldia Petrochemicals Limited** (CIN:U24100WB2015PLC205383) having its Registered Office at Bengal Eco Intelligent Park (Techna) Tower - 1, 3rd Floor, Block-EM, Plot- 3 Sector -V, Bidhan Nagar Kolkata - 700091 ("the listed entity");

- (a) the filings/submissions made by the listed entity to the stock exchanges;
- (b) website of the listed entity;
- (c) 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, as amended, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;



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- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and circulars/ guidelines issued thereunder; and based on above examination, we hereby report that, during the Review Period:

We hereby report that, during the Review Period the compliance status of the listed entity is appended below:

Sr. Number	Particulars	Compliance status (Yes/ No/ NA)	Observations/ Remarks by PCS*
1	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	NO	In First Two quarters of the Reporting period there are certain deviations of SS-1
2	<u>Adoption and timely up dation of the Policies:</u> 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 has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI	YES	



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3	<u>Maintenance and disclosures on Website:</u> 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	
4	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	YES	
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	YES	
6.	<u>Preservation of Documents:</u> 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	



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7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	YES	
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee	YES	
9.	<u>Disclosure of events or information:</u> 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.	NA	
10	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	

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11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions 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	YES	
12	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	NO	1. Reporting Format prescribed under Regulation 57 has not been properly maintained by the company during the reporting period. 2. The Company was required to adopt the fair disclosure code under Prohibition of Insider Trading regulation with effect from the date of Listing. However it has been adopted by the Company on 08/08/2022.

- (a) The listed entity has compiled with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-



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Sl. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken By	Type of Action (Advisory/ Clarification/ Fine/ Show Cause Notice / Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Intimation of date of payment of interest in September quarter	Regulation 57(4) of SEBI (LODR) REGULATIONS 2015	It was not intimated 5(five) working days before of the payment of interest.	No Action taken	NA	It was not intimated 5(five) working days before of the payment of interest. for the month of September,2022	N.A	It was slightly delayed intimation	Since the Company got listed on 5 th July, 2023 and therefore it did not get sufficient time to adopt all regulations accordingly within that short period of time.	
2	Delay appointment of Compliance officer	Regulation 6 of SEBI (LODR) REGULATIONS 2015	The Compliance officer was not appointed on the date of Listing	No action Taken	NA	There was no compliance officer on the date of listing	NA	<i>The Company got listed it's Debt Securities in BSE on 05/07/2022 . However the Company has appointed the Compliance officer on 08/08/2022.</i>	Since the Company got listed on 5 th July, 2023 and therefore it did not get sufficient time to adopt all regulations accordingly within that short period of time.	

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SARKAR

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

Sl. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken By	Type of Action (Advisory/ Clarification/ Fine/ Show Cause Notice / Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
NOT APPLICABLE. SINCE THE COMPANY GOT LISTED OF IT'S DEBT SECURITIES ON 05/07/2022										

For S.SARKAR & ASSOCIATES
Company Secretaries

SANDIP SARKAR
Digitally signed by SANDIP SARKAR
Date: 2023.05.18 07:51:19 +05'30'

SANDIP SARKAR
(Proprietor)
Membership No-FCS 7524
CP No-9483
PRC No- 2516/22

Date : 18/05/2023

Place: Kolkata

UDIN- F007524E000305019