



# Seshasayee Paper and Boards Limited

Regd Office & Works : Pallipalayam, Namakkal District,  
Erode - 638 007, Tamilnadu, India, Ph : 91 - 4288 - 240221 to 240228  
Fax: 91 - 4288 - 240229 email : edoff@spbltd.com Web : www.spbltd.com  
CIN : L21012TZ1960PLC000364

Ref: SH/ S 6/ 835

2020 05 23

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No C/1, G Block  
Bandra - Kurla Complex, Bandra (E)  
Mumbai 400 051  
Stock Code : **SESHAPAPER**

Listing Department  
Corporate Services Department  
BSE Limited  
Floor 25, P J Towers  
Dalal Street  
Mumbai 400 001  
Stock Code : **502450**

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the Financial Year ended  
March 31, 2020**

With reference to the above mentioned subject and in compliance with the Provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Amendment Regulations, 2018, read with SEBI Circular dated February 08, 2019, we enclose the Annual Secretarial Compliance Report from the Practicing Company Secretary, for the financial year ended March 31, 2020.

Thanking you,

Yours faithfully  
**For Seshasayee Paper and Boards Limited**

**(K S KASI VISWANATHAN)  
MANAGING DIRECTOR**

**B.K.SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES.**

**OFFICE :  
30, PANDAMANGALAM  
AGRAHARAM,  
WORIUR, TRICHY-620003.  
PHONE:0431-2761590.**

**B.KALYANASUNDARAM,  
B.Com.,ACMA.,ACS.,**

**SECRETARIAL COMPLIANCE REPORT  
OF  
M/s. SESHASAYEE PAPER AND BOARDS LIMITED,  
Pallipalayam, Erode - 638 007  
(CIN: L21012TZ1960PLC000364)  
For the year ended 31-03-2020**

We have examined:

- (a) all the documents and records made available to us electronically and explanation provided by **M/s. SESHASAYEE PAPER AND BOARDS LIMITED**, ("the listed entity")
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity,

for the year ended 31-03-2020 in respect of compliance with the provisions of :

- (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (ii) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), the Rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The SEBI Regulations and the circulars/ guidelines issued thereunder which are relevant and applicable to the review period viz. Financial Year ended 31<sup>st</sup> March 2020 to the Company, are listed hereunder : -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
- d) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;
- e) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealings with client;



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
- (b) The listed entity has maintained requisite records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.
- (c) No action was 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:
- (d) The Secretarial Compliance Report for the financial year ended 31-03-2019 did not contain any observation detailing the action to be taken.

Place: Trichy  
Date : 22-05-2020



FOR B.K. SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES

  
(B.KALYANASUNDARAM)  
COMPANY SECRETARY  
ACS NO. A672. CP. NO. 2209  
UDIN: A000672B000272042

Note: This report has to be read along with the Annexure which forms an integral part of this report.

**B.K.SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES.**

**B.KALYANASUNDARAM,  
B.Com.,ACMA.,ACS.,**

**OFFICE :  
30, PANDAMANGALAM  
AGRAHARAM,  
WORIUR,TRICHY-620003.  
PHONE:0431-2761590.**

**ANNEXURE TO SECRETARIAL COMPLIANCE REPORT  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2020  
OF  
M/s. SESHASAYEE PAPER AND BOARDS LIMITED**

1. Maintenance of records with reference to the SEBI Act, SCRA and Regulations thereunder is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our audit.
2. We have followed the audit practices and procedures as were appropriate to obtain reasonable assurance about the correctness of the contents of the records. We have sought and obtained all the information electronically and explanations which to the best of our knowledge and belief were necessary for the purposes of our Secretarial Compliance Report. The verifications were done on a random test basis to ensure the correctness of the facts reflected in the records.
3. We have obtained the Management representation about the compliance of Laws, Regulations and occurrence of events.

Place: Trichy  
Date : 22-05-2020



FOR B.K. SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES

A handwritten signature in black ink, appearing to read "B. Kalyanasundaram".

(B.KALYANASUNDARAM)  
COMPANY SECRETARY  
ACS NO. A672. CP. NO. 2209  
UDIN: A000672B000272042