



THE SOUTH INDIA PAPER MILLS LIMITED

Regd. Office & Factory : Chikkayana Chatra, Nanjangud - 571 302, Karnataka State, India
Corporate & Marketing Office : # 1205 / 1206, Prestige Meridian II, M.G Road, Bangalore - 560 001.

Ref: Stock- Ex / 2022/ 678

30.05.2022

BSE Limited

25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Tel: (022) 2272 1233/34

Dear Sir,

Sub: Submission of Annual Secretarial Compliance Report
Ref: Scrip Code 516108

Pursuant to Reg. 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No CIR/CFD/CMD1/27/2019 Dt 08.02.2019 we are enclosing herewith the Annual Secretarial Compliance Report for the Financial Year ended 31st March 2022, duly signed by Mr S N Hitaish Kumar, Secretarial Auditor of the Company.

Kindly take the above on your records.

Thanking you,

Yours faithfully

For THE SOUTH INDIA PAPER MILLS LTD

Vidya Bhat
Company Secretary
ACS 29436

Encl: As above

SIPM

CIN (Corporate Identity No.) L85110KA1959PLC001352

FACTORY : PHONE : (91) (08221) 228265-67 FAX : (91) (08221) 228270

CORPORATE : PHONE : (91) (080) 41123605 FAX : (91) (080) 41512508

E-mail : marketing@sipaper.com Grams : PAPER MILLS Website : www.sipaper.com

Secretarial Compliance Report
of
The South India Paper Mills Limited
(CIN: L85110KA1959PLC001352)
for the year ended 31st March 2022

I, Hitaish Kumar S N, Practicing Company Secretary, Mysuru, have examined:

- (a) all the documents and records made available to us and explanation provided by **The South India 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 2022 ("Review Period") in respect of compliance with the provisions of:

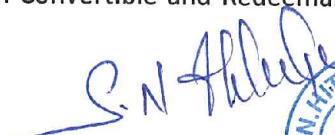

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities 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 (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

The following Regulations were not applicable to the listed entity during the Review Period:

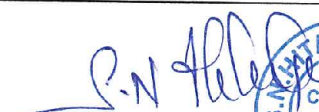
- (a) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

and based on the above examination, I 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 proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) There were no 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 in so far as it appears from my examination of those records.
- (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 (for the year ended 31.03.2020)	Observations made in the Secretarial Compliance Report for the year ended 31.03.2021	Action taken by listed entity	Comments of Practicing Company Secretary on the actions taken by Listed Entity.
1	Nil	Fine levied by Listing Compliance, BSE Limited vide email dated 18.01.2021 for Non-compliance with disclosure of related party transactions on consolidated basis for half year ended September 2020 in terms of Regulation 23(9) of SEBI (LODR) Regulations, 2015	As per application filed by the listed entity with the Listing Compliance, BSE seeking waiver of fine, no fresh Related Party Transactions / Contracts have been entered into during the half year ended 30 th September 2020 and only remuneration paid to KMP's i.e Wholetime Directors (MD), Non Whole Time Directors, Executives/ Officers, are as per existing resolutions / approvals / policies. However the listed entity has filed the necessary details of Related Party Transaction on consolidated basis for the half year ended 30 th Sept 2020 with BSE on 30.01.2021 through the BSE listing portal.	Company's request for waiver of the fine was approved by Committee for Reviewing Representations for Waiver of Fines Levied under Standard Operating Procedure (SOP) as per e-mail dated 20 th July 2021.




2	The listed entity has re-appointed Mr. Dineshchandra C Patel as director in its Annual General Meeting held on 20.09.2018 by way of ordinary resolution which was approved unanimously. The Listed entity contemplates to obtain requisite shareholder's approval pursuant to Regulation 17(1A) of the SEBI (LODR) Regulations 2015 in the ensuing Annual General Meeting.	Fine levied by Listing Compliance, BSE on 03.09.2020 for non-compliance with the requirements pertaining to amended Regulation 17(1A) of SEBI (LODR) Regulations, 2015 regarding continuation of Non executive Director who has attained the age of seventy five years.	The listed entity has ratified the re-appointment of Mr. Dineshchandra C Patel (DIN: 00167581) who has attained the age of 75 years by passing Special Resolution in the 61 st Annual General Meeting of the listed entity held on 24.09.2020 in terms of the amended Regulation 17(1A) of the SEBI (LODR) Regulations 2015.	The listed entity has made application to Listing Compliance, BSE on 17 TH July 2021 for waiver of fine levied after complying with the amended Regulation.
3	NIL	Delay in compliance with amended Regulation 20(2)/(2A) of SEBI (LODR) Regulations, 2015 regarding re-constitution of stakeholder relationship committee	The listed entity has reconstituted its Stakeholder Relationship Committee by appointing Mrs. Girija Shankar (DIN: 07148094) as a member of the committee in terms of the amended Regulation 20(2A) of the SEBI (LODR) Regulations 2015 at the Board Meeting held on 30.07.2020.	The listed entity has made application to Listing Compliance, BSE on 17 TH July 2021 for waiver of fine levied after complying with the amended Regulation.

- (e) The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable during the Review Period.


(CS Hitaish Kumar S N)

Company Secretary in Practice
FCS 6564/C P No.6553
PR Certificate No.1626/2021
UDIN: F006564D000391157



26th May 2022
Mysuru