



**HCP Plastene  
Bulkpack Limited**  
Formerly Known as Gopala Polyplast Limited

Date: 30.05.2022

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400 001

Ref- HCP Plastene Bulkpack Limited (HPBL | 526717 | INE136C01044)

**Subject- Annual Secretarial Compliance Report for the financial year ended on March 31, 2021**

Dear Sir/ Madam,

In terms of Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Secretarial Compliance Report duly issued by the Practicing Company Secretary for the financial year ended March 31, 2022.

This is for your information and records.

For HCP Plastene Bulkpack Limited

  
  
\_\_\_\_\_  
**Krushang Shah**  
Company Secretary

Encl: As above.



# ALPESH VEKARIYA & ASSOCIATES

## Company Secretaries

Alpesh Vekariya  
FCS, MBA

### SECRETARIAL COMPLIANCE REPORT OF HCP PLASTENE BULKPACK LIMITED FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022

[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019]

We, M/s. Alpesh Vekariya & Associates, have examined:

- all the documents and records made available to us and explanation provided by HCP PLASTENE BULKPACK LIMITED [Formerly known as Gopala Polyplast Limited] ("the listed entity"),
- the filings / submissions made by the listed entity to the stock exchange,
- website of the listed entity,
- any other document / filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2022 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - (Not applicable during the period under review);
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - (Not applicable during the period under review);
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - (Not applicable during the period under review);
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - (Not applicable during the period under review);
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars / guidelines issued thereunder;

and based on the above examination, We hereby report that, during the Review Period:

- 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
	Nil	NA	NA





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- (b) The listed entity has prima facie 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 Practicing Company Secretary, if any.
-	NA	NA	NA	NA

- (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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	There was no Company Secretary and Compliance Officer in the Company till 29 <sup>th</sup> October, 2020 - Regulation 6(1) of SEBI (LODR) Regulations, 2015.	31.03.2021	The necessary action has been taken by the Company. No further action required during the year.	None
2	The Board of Directors was not duly constituted as per the requirements of SEBI (LODR) Regulations, 2015 till 21 <sup>st</sup> October, 2020.  The Company did not have any Independent Director or Woman Director on its Board till 21 <sup>st</sup> October, 2020.  The Audit Committee, Nomination and Remuneration Committee and	31.03.2021	The necessary actions have been taken by the Company. No further action required during the year.	None





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	<p>Stakeholders' Relationship Committee were not duly constituted as per the requirements of SEBI (LODR) Regulations, 2015 till 29<sup>th</sup> October, 2020.</p> <p>Non-submission of Corporate Governance Report to BSE Limited for the quarter ended 31<sup>st</sup> March, 2020, 30<sup>th</sup> June, 2020 and 30<sup>th</sup> September, 2020.</p> <p>- Regulation 17, 18, 19, 20, 25, 27(2) of SEBI (LODR) Regulations, 2015</p>			
3	<p>Prior intimation regarding meetings for adoption of Financial Results / Statements for quarter / half year / year ended 31<sup>st</sup> March, 2020 and 30<sup>th</sup> June, 2020 have not been given to Stock Exchange - Regulation 30 of SEBI (LODR) Regulations, 2015.</p>	31.03.2021	<p>As the powers of the Board were vested in the Resolution Professional, the Audited and Unaudited Financial Results were submitted by the Resolution Professional.</p>	None
4	<p>Delay in submission of Approval of Resolution plan by the Hon'ble NCLT - Regulation 30 of SEBI (LODR) Regulations, 2015.</p>	31.03.2021	<p>The necessary action has been taken by the Company. No further action required during the year.</p>	None
5	<p>Non-submission of events in relation to CIRP specified in Sub Point 16 (d to j &amp; l to n) of Part-A, of Schedule-III of SEBI (LODR) Regulations, 2015 - Regulation 30 of SEBI (LODR) Regulations, 2015.</p>	31.03.2021	None	<p>The Company has not complied with the referred provisions during CIRP Period, hence no further explanation requires.</p>





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6	Delay in submission of Annual Report for the year ended on 31 <sup>st</sup> March, 2020 in XBRL mode - Regulation 34 of SEBI (LODR) Regulations, 2015.	31.03.2021	The Company has submitted the same on 31 <sup>st</sup> May, 2021 to the Stock Exchange.	None
7	Financial Results for quarter / half year / year ended 31 <sup>st</sup> March, 2020 and 30 <sup>th</sup> June, 2020 were not published within prescribed time - Regulation 47 of SEBI (LODR) Regulations, 2015.	31.03.2021	The necessary actions have been taken by the Company. No further action required during the year.	None
8	Non - submission of disclosure in respect of encumbrance of shares of the Company, directly or indirectly, during the financial year ended on 31 <sup>st</sup> March, 2020 by the promoters of the Company - Regulation 31(4) of SEBI (SAST) Regulations, 2011.	31.03.2021	Regulation 31(4) of SEBI (SAST) Regulation, 2011 cast duty on promoters of Company to make disclosure to the Stock Exchange and simultaneously to Company about encumbrance of shares.	As per information provided by Company, promoters have not made disclosure under specified Regulation.
9	Non - submission of disclosure of material impact of COVID-19 to Stock Exchange - SEBI Circular No. SEBI/HO/CFD/CMD 1/CIR/P/2020/84 dated 20 <sup>th</sup> May, 2020.	31.03.2021	None	As per information received from management and available at BSE, business operations (Plants) of Company were non operating since March 2019 and then Company was admitted for CIRP under IBC.
10	System driven disclosure [Initial as well as subsequent updates made from time to time] to the Depositories - SEBI Circular No. SEBI/HO/CFD/DCR1 /CIR/P/2018/85 dated 28 <sup>th</sup> May, 2018 under SEBI	31.03.2021	New management has approached to depositories for record updation and to get required credential for disclosure.	However, the disclosures about change of management and promoters as per approved resolution plan were not made in timely manner.





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	(Prohibition of Insider Trading) Regulations, 2015.			
11	The Company does not have a qualified Company Secretary as the Compliance officer since 14 <sup>th</sup> April, 2019 - Regulation 6(1) of SEBI (LODR) Regulations, 2015.	31.03.2020	Newly constituted Board of Directors of the Company has appointed qualified Company Secretary as Compliance Officer w.e.f. 29 <sup>th</sup> October, 2020.	After approval of Resolution Plan for revival of Company by Hon'ble NCLT, newly constituted Board has appointed Company Secretary and Compliance Officer.
12	<p>The Board of Directors, Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee have not been duly constituted as per the requirements of SEBI (LODR) Regulations, 2015 for the F.Y. 2019-20;</p> <p>The Company does not have any Independent Director or Woman Director on its Board for the F.Y. 2019-20 - Regulation 17, 18, 19, 20, 25, 27(2) of SEBI (LODR) Regulations, 2015.</p>	31.03.2020	On introduction and constitution of new Board of Directors w.e.f. 21 <sup>st</sup> October, 2020, the Company has complied with the requirements.	As Board has been re-constituted as per applicable provisions of SEBI (LODR) Regulation, no comment requires.
13	Annual Secretarial Compliance Report was submitted to Stock Exchange beyond 60 days from the end of Financial year 2018-19 - Regulation 24(A) of SEBI (LODR) Regulations, 2015 & SEBI Circular No. CIR/CFD/CMD/1/27 / 2019.	31.03.2020	As report has been submitted with BSE, no further action required.	None





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14	Delay in submission of Shareholding pattern for the quarter ended 30 <sup>th</sup> September, 2019 - Regulation 31 of SEBI (LODR) Regulations, 2015.	31.03.2020	Company has submitted the referred Shareholding pattern with BSE on 2 <sup>nd</sup> December, 2019 so no further action requires.	None
15	Delay in submission of Audited Financial Results for the year ended 31 <sup>st</sup> March, 2019 and delay in Submission of Unaudited Financial Results for the quarter ended 30 <sup>th</sup> June, 2019, 30 <sup>th</sup> September, 2019 and 31 <sup>st</sup> December, 2019 - Regulation 33 of SEBI (LODR) Regulations, 2015.	31.03.2020	As submissions are made lately, no further action requires.	None
16	Delay in submitting Reconciliation of Share Capital Audit Report for the quarter ended 30 <sup>th</sup> September, 2019 - Regulation 76 SEBI (Depositories and Participants) Regulations, 2018.	31.03.2020	The Company had submitted the compliance under Regulation 76 on 04 <sup>th</sup> December, 2019	As Company has submitted the report, no further explanation requires.
17	Delay in submission of Half-Yearly Compliance Certificate from RTA and Compliance Officer of the Company for the half-year ended 30 <sup>th</sup> September, 2019 - Regulation 7 of SEBI (LODR) Regulations, 2015.	31.03.2020	As submission has been made so no further action requires.	None
18	Delay in submission of Half-Yearly Certificate from a Practicing Company Secretary for the half-year ended 30 <sup>th</sup> September, 2019 - Regulation 40 of SEBI (LODR) Regulations, 2015.	31.03.2020	The Company had submitted the compliance under Regulation 40(9) on 04 <sup>th</sup> December, 2019 so no further action required.	None





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19	Website of the Company is not updated as per the requirements of SEBI (LODR) Regulations, 2015 - Regulation 46 of SEBI (LODR) Regulations, 2015.	31.03.2020	Newly constituted Board of Directors has taken necessary steps and updated the same.	None
20	The Company has not published any advertisements pertaining to financial results in the newspapers - Regulation 47 of SEBI (LODR) Regulations, 2015.	31.03.2020	The Company has published the Financial Results on 4 <sup>th</sup> December, 2020.	None
21	Delay in disclosure of aggregate shareholding as on 31 <sup>st</sup> March, 2019 by the promoters of the Company - Regulation 30 (1) & (2) of SEBI (SAST) Regulations, 2011.	31.03.2020	No action requires.	There was delay of 3 days in making disclosure by the Promoter to the Stock Exchange. No further comments required.
22	Delay in submission of Unaudited Financial Results within 30 minutes of conclusion of Board Meeting held on 14 <sup>th</sup> November, 2018 - Regulation 33 of SEBI (LODR) Regulations, 2015.	31.03.2019	The Company had duly paid penalty levied by BSE Limited during FY 2018-19 itself.	None
23	Delay in making disclosure to the Stock Exchange under Clause 7(2)(b) of SEBI (Prohibition of Insider Trading) Regulations, 2015: Notifying the particulars of trading by promoter / employee / director to the Stock Exchanges within two trading days of receipt of the disclosure or from becoming aware of such information.	31.03.2019	The disclosure was made to the Stock Exchange with a delay of 1 day.	None







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24	Regulation 17(1)(a) of SEBI (LODR) Regulations, 2015 - at least one woman director and not less than fifty per cent. of the board of directors shall comprise of non-executive directors.	31.03.2019	Company has complied with Regulation after approval of Resolution Plan by re-constitution of Board of Directors on 21 <sup>st</sup> October, 2020.	None
25	SEBI Circular No. SEBI/HO/MIRSD/D OP1/CIR/P/2018/73 dated 20 <sup>th</sup> April, 2018 relating to special efforts to collect copy of PAN, and bank account details of all securities holders holding securities in physical form. The Company is obliged to take special efforts.	31.03.2019	The Company has placed note for the same on the Annual Report for the year 2018-19 and 2019-20.	As per explanation provided by management, Company has informed to shareholders to convert shares into demat mode while sending intimation about reduction of Shares Capital. However, no specific intimation has been sent to shareholders vide referred SEBI Circular.

- (e) The Reporting of Clause 6(A) and 6(B) of the SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019 regarding "Resignation of Statutory Auditors from listed entities and their material subsidiaries" is not applicable during the period under review.

FOR ALPESH VEKARIYA & ASSOCIATES  
COMPANY SECRETARIES

  
ALPESH VEKARIYA  
FCS: 11100  
COP: 21541



UDIN: F011100D000422962  
PRC: 1799/2022  
Place: Ahmedabad  
Date: 30<sup>th</sup> May, 2022