



# ALPESH VEKARIYA & ASSOCIATES

## Company Secretaries

Alpesh Vekariya  
FCS, MBA

### COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,  
The Members,  
HCP Plastene Bulkpack Limited  
H.B. Jirawala House,  
Nr. Panchshil Bus Stand,  
Usmanpura, Ahmedabad-13

We, M/s. Alpesh Vekariya & Associates, Company Secretaries, have been appointed as the Secretarial Auditors vide a resolution passed by the Board of Directors of HCP Plastene Bulkpack Limited (hereinafter referred to as 'the Company'), having CIN: L25200GJ1984PLC050560 and having its registered office at H.B. Jirawala House, Nr. Panchshil Bus Stand, Usmanpura, Ahmedabad-380013 in its meeting held on 26<sup>th</sup> May, 2023. This Certificate is issued under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations"), for the financial year ended 31<sup>st</sup> March, 2023.

#### Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records and devising proper systems and effective internal controls to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

#### Verification:

The Company has implemented# "Plastene Group Employee Stock Option Plan-2022" (hereinafter after referred as "ESOP- 2022" or "Scheme") in accordance with the Regulations and the Special Resolution passed by the Members of the Company at their Extra-Ordinary General Meeting held on Thursday, 12<sup>th</sup> May, 2022 at 11:00 a.m.

For the purpose of verifying the compliance of the Regulations, we have examined the following documents/papers as sought and made available to us and the explanations provided by the Company:

1. Aforementioned Scheme;
2. The Articles of Association of the Company;
3. Minutes of the Meeting of the Board of Directors;
4. Minutes of the General Meeting held for approving the Scheme;
5. Minutes of the Meeting of the Board of Directors w.r.t modifications/alterations/amendments in the Scheme to meet the regulatory requirements;
6. Minutes of the Meetings of the Compensation Committee/Nomination and Remuneration Committee;
7. Detailed Terms and Conditions of the Scheme as approved by Compensation Committee;
8. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder;
9. Other relevant documents made available to me and the explanations provided by the Company.





# ALPESH VEKARIYA & ASSOCIATES

## Company Secretaries

Alpesh Vekariya  
FCS, MBA

### Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers, we certify that the Company has implemented# the "Plastene Group Employee Stock Option Plan-2022" (hereinafter after referred as "ESOP- 2022" or "Scheme"), is in accordance with the applicable provisions of the Regulations and the Special Resolution passed by the Members of the Company at their Extra-Ordinary General Meeting held on Thursday, 12<sup>th</sup> May, 2022 at 11:00 a.m.

#As per the documents/papers made available to us and the explanations, information and declarations furnished to us by the Company, its officers and agents, the Company has granted options under the aforesaid Scheme during the financial year.

### Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

FOR ALPESH VEKARIYA & ASSOCIATES  
COMPANY SECRETARIES

ALPESH VEKARIYA  
FCS: 11100  
COP: 21541



UDIN: F011100E000882731

PRC: 1799/2022

Place: Ahmedabad

Date: 31<sup>st</sup> August, 2023