

# Neeraj Paper Marketing Ltd.

CIN : L74899DL1995PLC066194

Regd. Office : 218-222, Aggarwal Prestige Mall, Road No. 44, Near M2K Cinema,  
Pitampura, Delhi-110034 | Ph.: (91-11) 47527700 | Fax : 011-47527777  
E-mail: [accounts@neerajpaper.com](mailto:accounts@neerajpaper.com) | Website : [www.neerajpaper.com](http://www.neerajpaper.com)

30.05.2023

**SCRIP CODE: 539409**

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai – 400001

**Subject: Annual Secretarial Compliance Report for FY ended 31<sup>st</sup> March 2023**  
**Ref: SEBI Circular CIR/CFD/CMD1/27/2019 dated Feb 08, 2019**

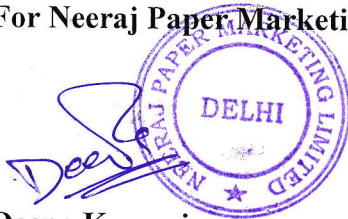
Dear Sirs,

Pursuant to the above SEBI Circular, we enclose herewith Annual Secretarial Compliance Report dated 30<sup>th</sup> May, 2023 of Neeraj Paper Marketing Limited duly issued by M/s. Shailly Goel & Co., Practicing Company Secretary for the financial year ended 31<sup>st</sup> March 2023.

This is for your information and record.

Yours faithfully,

**For Neeraj Paper Marketing Limited**



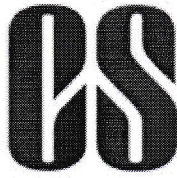
**Deepa Kumari**

(Company Secretary & Compliance Officer)  
Add: 218-222 Aggarwal Prestige Mall, Plot No. 2  
Community Center Along Road No. 44,  
Pitampura, Delhi – 110034  
Encl: As above

Mumbai Office : F-38, Nand Dham Udyog Premises Co-Op. Society Ltd. Marol Maroshi Road,  
Marol, Andheri (East) Mumbai - 400059 | Phone : 022-29201746

Branch Office : 4 Km, Bhopa Road, Behind Petrol Pump, Muzaffarnagar - 251002 (UP)





# Shailly Goel & Co.

## Company Secretaries

### SECRETARIAL COMPLIANCE REPORT OF NEERAJ PAPER MARKETING LIMITED FOR THE FINANCIAL YEAR ENDED 31/03/2023

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Neeraj Paper Marketing Limited (hereinafter referred as 'the listed entity'), having its Registered Office at 218-222, Agarwal Prestige Mall, Near M2K Cinema, Pitampura, Delhi – 110034. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We Shailly Goel & Co., have examined:

- (a) all the documents and records made available to us and explanation provided by Neeraj Paper Marketing 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 report, for

the year ended 31/03/2023 ("Review Period") in respect of compliance with the provisions of :

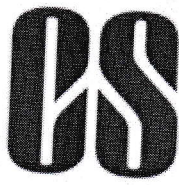
- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities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

The specific Regulations, 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018- Not applicable during the review period;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- Not applicable during the review period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations,

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2021- Not applicable during the review period;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not applicable during the review period;

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- Not applicable during the review period;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

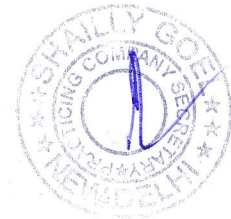
(i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

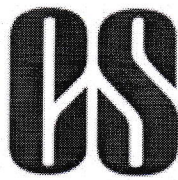
(j) and circulars/ guidelines issued thereunder;

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

I. (a) (\*\*) 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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
NIL										



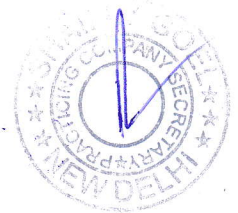


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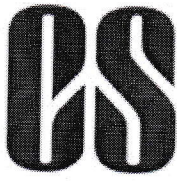
## Company Secretaries

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

Sr. No.	Compliance Requirement (Regulations / circulars/ guide lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by the listed entity, if any	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form.	Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	0.15% of shareholding of promoter group is not in dematerialized form	Company has informed the member of promoter group to dematerialize their group	No Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning issued by SEBI or Stock Exchange. However, the company is listed with BSE Limited under Trade-to-Trade segment	0.15% of shareholding of promoter group is not in dematerialized form	No Fine imposed	0.15% of shareholding of promoter group is not in dematerialized form. The company is listed with BSE Limited under Trade-to-Trade segment since hundred percent of shareholding of promoter(s) and promoter group is not in dematerialized form.	The listed entity informed the member of Promoter Group and the dematerialization has been done by member of Promoter Group	As on 31 <sup>st</sup> March, 2023, company has complied with the observation and the entire shareholding of Promoter and Promoter Group is in dematerialized Form.



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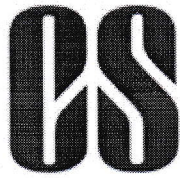
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## Company Secretaries

### II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	<p>Not applicable</p> <p>Not applicable</p> <p>Not applicable</p>	<p>There is no case of resignation by Statutory Auditor during the F.Y. 2022-23 in the listed entity.</p> <p>Post Completion of Term of Appointment of existing Statutory Auditor, the shareholders of Listed Entity has appointed the Statutory Auditor of the company in the Annual General Meeting held on 30<sup>th</sup> September, 2022 for a period of five years.</p>
2.	<b>Other conditions relating to resignation of statutory auditor</b>		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p>	<p>Not applicable</p>	<p>There is no case of resignation by Statutory Auditor during the F.Y. 2022-23 in the listed entity and no concerns were reported by statutory auditors with respect to the listed entity during the review period.</p>

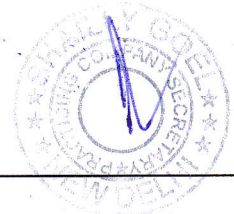


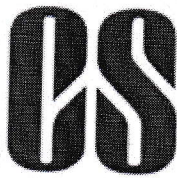


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	<p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non- cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	Not Applicable	There is no case of resignation by Statutory Auditor during the F.Y. 2022-23 in the listed entity
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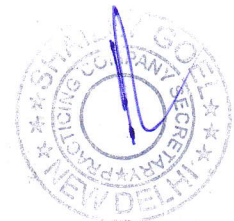
## Company Secretaries

3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	Not Applicable	There is no case of resignation by Statutory Auditor during the F.Y. 2022-23 in the listed entity.
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*\*Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

III. We hereby report that, during the review period the compliance status of the listed entity is appended as below :

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	NIL
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li><li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li></ul>	Yes  Yes	NIL  NIL





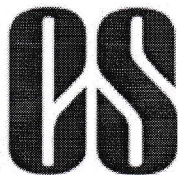
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## Company Secretaries

3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"><li>• The Listed entity is maintaining a functional website</li><li>• Timely dissemination of the documents/information under a separate section on the website</li><li>• 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</li></ul>	Yes  Yes  Yes	NIL  NIL  NIL
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013as confirmedby the listed entity.	Yes	NIL
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b>  (a) Identification of material subsidiary companies  (b) Disclosure requirement of material as well as other subsidiaries	Not Applicable	Listed Entity does not have any subsidiary during the F.Y ending 31/03/2023.
6.	<b>Preservation of Documents:</b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documentsand Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	NIL
7.	<b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	NIL







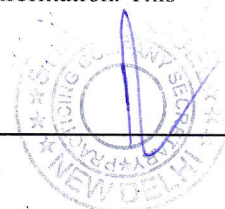
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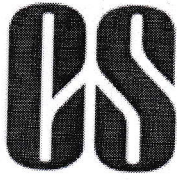
## Company Secretaries

8.	<b>Related Party Transactions:</b>  (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or  (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	(a) Yes  (b) Not Applicable	NIL  Prior approval of Audit Committee obtained for all Related Party Transactions.
9.	<b>Disclosure of events or information:</b>  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.	Yes	NIL
10.	<b>Prohibition of Insider Trading:</b>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	As on 31 <sup>st</sup> March, 2023, the company is compliant with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  No action(s) has been 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 except as provided under separate paragraph herein (**).	Yes	No action has been taken against the listed entity/ its promoters/ directors.
12.	<b>Additional Non-compliances, if any:</b>  No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	NIL

### Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.





# Shailly Goel & Co.

## Company Secretaries

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3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

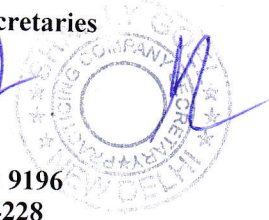
For Shailly Goel & Co.  
Practicing Company Secretaries

Shailly Goel  
Company Secretary

FCS No: 8769/C.P. No.: 9196

UDIN- F008769E000424228

Peer Review Certificate No. – 1634/2021



Date: 30<sup>th</sup> May, 2023  
Place: New Delhi