SANDEEP KUMAR S.
B.A.L., L.L.B, F.C.S., M.B.A.
Practising Company Secretary

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To,
The Board of Directors,
THE WESTERN INDIA PLYWOODS LIMITED.
(CIN:L20211KL1945PLC001708).

Sub: Annual Secretarial Compliance Report for the Financial Year 2021-22

Dear Sir,

I have been engaged by THE WESTERN INDIA PLYWOODS LIMITED (hereinafter referred to as "the listed entity"), bearing CIN: L20211KL1945PLC001708 whose equity shares are listed on National Stock Exchange of India Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the listed entity to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

My responsibility is to verify compliances by the listed entity with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

SANDEEP KUMAR. S
BAL, LLB, FCS, MBA
Practising Company Secretary
39/4781, 2nd Floor, Thoufeeq Complex
M.G. Road, Ernakulam, Kochi-16
Ph:2351716 C.P. No. 9450.

Place: Ernakulam
Date: 20/05/2022

Annual Secretarial compliance report of The Western India Plywoods Limited for the year ended 31st March 2022.

Secretarial Compliance Report of THE WESTERN INDIA PLYWOODS LIMITED ("the listed entity"), bearing CIN: L20211KL1945PLC001708 and having its registered office at Mill Road,Baliapatam,Cannanore, Kerala 670010 for the year ended 31st March 2022.

I, Sandeep Kumar S, Practicing Company Secretary have examined:

a) all the documents and records made available to me and explanation provided by 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 :

   i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and

   ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

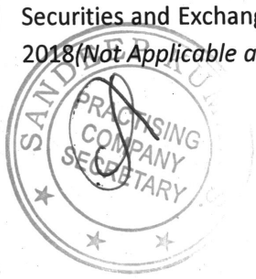
The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

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;

c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011*(Not Applicable as there was no reportable event during the Review Period);*

d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018*(Not Applicable as there was no reportable event during the Review Period);*



e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 *(Not Applicable as there was no reportable event during the Review Period);*

f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 *(Not Applicable as there was no reportable event during the Review Period);*

g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 *(Not Applicable as there was no reportable event during the Review Period);*

h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013*(Not Applicable as there was no reportable event during the Review Period);*

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, except in respect of matters specified below:-

S.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Regulation 31 (2) - The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board.	The entire shareholding of Promoters and Promoter Groups are not in dematerialised form	As required under regulation 31 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the hundred percent of shareholding of promoter(s) and promoter group are not in dematerialized form.However as per the information provided by the management of the listed entity, the listed entity has dematerialized 157671 shares during the financial year, and efforts are being made to dematerialize the remaining physical shares.

b) The listed entity has clarified all the queries raised by the Stock Exchange.

c) As per the information and representations provided by the Management, the listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.

d) 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

e) 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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The entire shareholding of Promoters and Promoter Groups are not in dematerialised form.	2018-19, 2019-20 and 2020-21	As per the information and explanations provided by the Management, the listed entity has made all efforts to demat the shares. Some of the promoters and promoter group have already dematted the shares and others are in the process of dematting. Some of the members of the promoter group had expired and	As required under regulation 31 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the hundredpercent of shareholding of promoter(s) and Promoter group are not in dematerialised form.

			their legal heirs are in the process of transmission.	
2.	Intimation of disclosure of related party transactions to the stock exchange was not done within 30 days from the date of publication of its standalone and consolidated financial results for the half year 30th September 2020.	2020-21	As per the information and explanations provided by the Management, the listed entity intimated about thedisclosure of related party transactionsfor the half year 30th September 2020 on 19th January 2021.	As required under regulation 23 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Listed Entity intimated the stock exchange on 19th January 2021, which is not within 30days from the date of publication of its standalone and consolidated financial results for the half year.

SANDEEP KUMAR. S
BAL, LLB. FCS, MBA
Practising Company Secretary
39/4781, 2nd Floor, Thoufeeq Complex
M.G. Road, Ernakulam, Kochi-16
Ph:2351716 C.P. No. 9450.

Place: Ernakulam
Date: 20/05/2022
UDIN: F008348D000355961