



**SANDEEP KUMAR S.**  
**B.A.L., L.L.B, F.C.S., M.B.A.**

**Practicing Company Secretary**

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To,

The Board of Directors,  
THE WESTERN INDIA PLYWOODS LIMITED.  
(CIN:L20211KL1945PLC001708).  
Mill Road, Baliapatam, Cannanore-670010, Kerala

**Sub:** Annual Secretarial Compliance Report for the Financial Year 2025-26

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 08<sup>th</sup> 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.

Place: Ernakulam  
Date: 26/05/2026

**SANDEEP KUMAR S**  
Company Secretary in Practice  
FCS No. : 8348  
CP No. : 9450  
**SANDEEP KUMAR. S**  
**BAL, LLB, FCS, MBA**  
**Practicing Company Secretary**  
**63/2680, Mundadan House**  
**First Floor, Karithala Road**  
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**ANNUAL SECRETARIAL COMPLIANCE REPORT OF**  
**THE WESTERN INDIA PLYWOODS LIMITED**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2026**

I, Sandeep Kumar S, have examined:

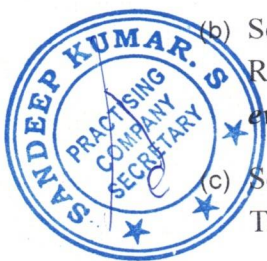
- (a) all the documents and records made available to us and explanation provided by **THE WESTERN INDIA PLYWOODS LIMITED**, CIN:L20211KL1945PLC001708 (hereinafter referred to as “the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Report,

for the year ended 2026 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 as there was no reportable event during the Review Period)*;
- (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 (Buyback of Securities) Regulations, 2018; *(Not Applicable as there was no reportable event during the Review Period);*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 *(Not Applicable as there was no reportable event during the Review Period);*
- (f) 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);*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 *(Not Applicable as there was no reportable event during the Review Period);*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines issued thereunder;
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018 and amendments from time to time;

and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India. I, hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

- (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 (PCS)	Management Response	Remarks
						Advisory/ Clarification/ Fine /Show Cause Notice/ Warning, etc.				



1.	The listed entity shall ensure that hundred percent shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continues basis in the manner as specified by the Board.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015-Regulation 31(2)	The entire shareholding of Promoters and Promoter Groups are not in dematerialized form		Advisory		Nil	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, efforts are being made to dematerialize the remaining physical shares.	The Board discussed the matter in the Board Meeting and considered the same and affirms that noncompliance of provision is not intentional and in future Company will take extra precaution	Acknowledged
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

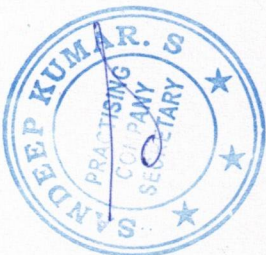
Sr.No	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended.... (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	The listed entity shall ensure that hundred percent shareholding of promoter(s) and promoter	2018-19, 2019-20, 2020-21, 2021-22, 2022-23,	Securities and Exchange Board of India (Listing Obligations and Disclosure	The entire shareholding of Promoters and Promoter Groups are not in dematerialized form	As per the information and explanations provided by the management, the listed entity has made all	As required under regulation 31 (2) of the SEBI (Listing Obligations and



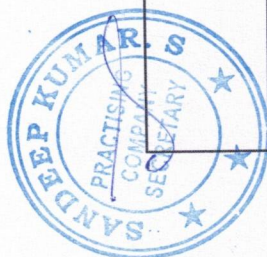
	group is in dematerialized form and the same is maintained on a continues basis in the manner as specified by the Board.	2023-24 and 2024-2025	Requirement s) Regulation 2015- Regulation 31(2)		the efforts to demat the shares.  Some of the promoters and promoter group have already dematted the shares and others are in the process of dematting.  Some of the members of the promoter group have expired and their legal heirs are in the process of transmission.	Disclosure Requirements) Regulations, 2015, the hundred percent of shareholding of promoter(s) and Promoter group are not in dematerialized form.
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I, hereby report that, during the review period the compliance status of the listed entity with the following requirements:

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).	YES	NIL



2.	<b>Adoption and timely update 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	NIL
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	NIL
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	NIL
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> <ol style="list-style-type: none"> <li>Identification of material subsidiary companies</li> <li>Disclosure requirement of material as well as other subsidiaries</li> </ol>	YES	NIL
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 Documents and 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	YES	NIL



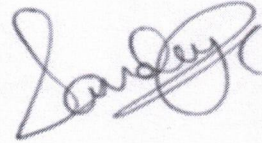
	prescribed in SEBI Regulations.		
8.	<p><b>Related Party Transactions:</b></p> <p>a) The listed entity has obtained prior approval of Audit Committee for all related party transactions;</p> <p>b) In case no prior approval obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee.</p>	YES	NIL
9.	<p><b>Disclosure of events or information:</b></p> <p>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.</p>	YES	NIL
10.	<p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	YES	NIL
11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>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.</p>	YES	NIL
12.	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	NOT APPLICABLE	NOT APPLICABLE



13.	<b>Additional Non-compliances, if any:</b> No additional compliances observed for all SEBI regulation/circular/guidance note etc.except as reported above.	YES	NIL
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**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.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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



**Place:** Ernakulam  
**Date:** 26/05/2026

**SANDEEP KUMAR S**  
Company Secretary in Practice  
FCS No. : 8348  
CP No : 9450  
UDIN : F008348H000485990

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