TILAKNAGAR INDUSTRIES LTD.

CIN: L15420PN1933PLC133303
Registered Office: P.O. Tilaknagar, Tal. Shrirampur, Dist. Ahmednagar, Maharashtra-413 720
Corporate Office: 3rd Floor, Industrial Assurance Building, Churchgate, Mumbai, Maharashtra-400 020
Email: investor@tilind.com, **Website:** www.tilind.com, **Phone:** +91 22 22831716/18, **Fax:** +91 22 22046904

ONLINE FILING

Ref: TI/BSE/COMP/20-21/14 **July 03, 2020**

To,
The Manager (Listing),
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001
Ph: 022 2272 1233/34
Fax: 022 2272 1919

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2020
Ref: Scrip Code – 507205

Dear Sir/Madam,

With reference to SEBI's Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended March 31, 2020 obtained from M/s. Ragini Chokshi & Co., Practicing Company Secretaries.

Please note that due to the outbreak of COVID-19, the Company has adopted 'Work From Home' as per directives issued by Central and State Government. Hence, we are submitting Sd/- copy of the disclosure.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours faithfully,

For Tilaknagar Industries Ltd.

Sd/-
Gaurav Thakur
Company Secretary
Encl: a/a

Tel 022-2283 1120
022-2283 1134

RaginiChokshi& Co.

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai- 400 001
E-mail: ragini.c@rediffmail.com/mail@csraginichokshi.com
Web: csraginichokshi.com

SECRETARIAL COMPLIANCE REPORT OF TILAKNAGAR INDUSTRIES LTD.
FOR THE YEAR ENDED MARCH 31, 2020

[Under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, RaginiChokshi& Co. haveexamined:

(a) all the documents and records made available to us and explanation provided by **TILAKNAGAR INDUSTRIES LTD.** ("the listed entity"),
(b) the filings/submissions made by the listed entity to the stockexchanges,
(c) website of the listedentity,
(d) any other document/filing, as may be relevant, which has been relied upon to make thiscertification,

for the year ended March 31, 2020('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;
(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2011;
(d) Securities and Exchange Board of India (Buy-back of Securities) Regulations,2018**(Not applicable during the Review Period)**;
(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2014;

(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 Redeemable Preference Shares)Regulations,2013**(Not applicable during the Review Period);**
(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/guidelines issued thereunder;

and based on the above examination, we 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:

Sr. No	**Compliance Requirement (Regulations/circulars/ guidelines including specific clause)**	**Deviations**	**Observations/Remarks of the Practicing CompanySecretary**
1.	**Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**: The listed entity shall submit annual auditedstandalone financial results for the financial year, within sixty days from the end of the financial year along with the audit report and [Statement on Impact ofAudit Qualifications (applicable only)for audit report with modified opinion] Provided that if the listed entity has subsidiaries, it shall, while submitting annual audited standalone financial results also submit annual audited consolidated financial results along with the audit report and [Statement on Impact of Audit Qualifications (applicable only) for audit report with modified opinion]	The audited financial results (consolidated and standalone) for thefinancialyear ended March 31, 2019 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not filed by the Company within the prescribed timeline i.e. May 30, 2019.	The audited financial results (consolidated and standalone) for the financial year ended March 31, 2019 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were filed by the Companyon July 26, 2019 with a delay of 57 days.
2.	**Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015:** The listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter In case the listed entity has subsidiaries, the listed entity shall also submit quarterly/year-to-date consolidated financial results.	The un-audited financial results (consolidated and standalone) for the quarter and half year ended September 30, 2019 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not filed by the Company within the prescribed timeline i.e. November 14, 2019.	The un-audited financial results (consolidated and standalone) for the quarter and half year ended September 30, 2019pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were filed by the Company on December16, 2019 with a delay of 32 days.

(b) The listed entity has 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 issuedthereunder:

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.**
1.	National Stock Exchange of India Ltd.("NSE") and BSE Limited ("BSE")	The Company had filed the audited financial results (consolidated and standalone) for thefinancialyear ended March 31, 2019 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on July 26, 2019as against the due date of May 30, 2019.	The Company was charged with the fine of Rs. 3,36,300/- each by NSE and BSE.	The Company had paid the fineof Rs. 3,36,300/- each to NSE and BSE in this regard.
2.	National Stock Exchange of India Ltd.("NSE") and BSE Limited ("BSE")	The Company had filed un-audited financial results (consolidated and standalone) for the quarter and half year ended September 30, 2019 on December 16, 2019 as against the due date of November 14, 2019.	The Company was charged with the fine of Rs. 1,88,800/- each by NSE and BSE.	The Company had paid the fine of Rs. 1,88,800/- each to NSE and BSE in this regard.

(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 inthe previous reports**	**Observations made in the secretarial compliance report for the year ended March 31, 2020**	**Actions taken by the listed entity, if any**	**Comments of the Practicing Company Secretary on the actions taken by the listed entity**
1	The audited financial results (consolidated and standalone) for theyear ended March 31, 2018 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not filed by the Company within the	NIL	The audited financial results (consolidated and standalone) for theyear ended March 31, 2018 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were filed by the Company on June 14, 2018. The Company was charged with the fineof Rs. 88,500/- each by BSE and NSE and has paid the fine of	The Company has complied with the observation.

	prescribed timeline i.e. May 30, 2018.		Rs. 88,500/- each to BSE and NSEin this regard.	
2	The un-audited financial results (consolidated and standalone) for the quarter ended June 30, 2018 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not filed by the Company within the prescribed timeline i.e. August 14, 2018.	NIL	The un-audited financial results (consolidated and standalone) for the quarter ended June 30, 2018 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were filed by the Company on October 31, 2018. The Company was charged with the fine of Rs.19,29,698 by BSE and Rs.19,26,422 by NSE and has paid the fine of Rs. 19,29,699 to BSE and Rs.19,26,422 to NSE in this regard.	The Company has complied with the observation.
3	The un-audited financial results (consolidated and standalone) for the quarter and nine months ended December 31, 2018 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were not filed by the Company within the prescribed timeline i.e. February 14, 2019.	NIL	The un-audited financial results (consolidated and standalone) for the quarter and nine months ended December 31, 2018 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were filed by the Company on February 22, 2019. The Company was charged with the fine of Rs. 47,200 each by BSE and NSE and has paid the fine ofRs. 47,200 each to BSE and NSE in this regard.	The Company has complied with the observation.

(e) The Company has suitably included the conditions as mentioned in Para 6(A) and6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of Statutory Auditorsof the Company.

For Ragini Chokshi& Co.
(Company Secretaries)

RaginiChokshi
(Partner)
C.P No. 1436
FCS No. 2390
UDIN: F002390B000410151

Place: Mumbai
Date: 02/07/2020