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

June 29, 2021

BSE Limited The Corporate Relationship Dept, 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 **Scrip Code : 507205**	**National Stock Exchange of India Ltd** Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 **Scrip Code : TI**

Dear Sir/Madam,

Sub.: Annual Secretarial Compliance Report for the financial year ended March 31, 2021

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, 2021 obtained from M/s. Ragini Chokshi & Co., Practicing Company Secretaries.

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

Thanking you,

Yours faithfully,
For Tilaknagar Industries Limited

SHEKHAR
RAMJEET SINGH

Digitally signed by SHEKHAR RAMJEET SINGH
DN: c=IN, o=Personal,
pseudonym=9d802484a61891f05a34f8312e2d51f1f0b5d1bb3ca1c6d5ff5afa050170df88,
postalCode=400066, st=MAHARASHTRA,
serialNumber=b35a0382a16a37158fe5f7b1555932b62916fd1d5ef81cb365dd31088c8a8a5c,
cn=SHEKHAR RAMJEET SINGH
Date: 2021.06.29 18:18:06 +05'30'

Shekhar R Singh
Company Secretary

Tel. : 022-2283 1120
022-2283 1134

Ragini Chokshi & 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, 2021

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

We have examined:

(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 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 March 31, 2021 ('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 Company Secretary
1.	**Regulation 17(1)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**: The Board of directors of the top 1000 listed	There was no Independent Woman Director on the Board of the listed entity from April 01, 2020 to July 30, 2020.	There was no Independent Woman Director on the Board of the listed entity from April 01, 2020 to July 30, 2020. The company appointed Ms. Aparna Praveen

	entities shall have at least one independent woman director by April 1, 2020. The listed entity is among top 1000 listed entities as per NSE by market capitalization.		Chaturvedi as an Independent Woman Director with effect from July 31, 2020.
2.	**Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**: The listed entity shall submit annual audited standalone financial results for the financial year, within sixty days from the end of the financial year along with the audit report [Statement on Impact of Audit Qualifications (applicable only) for audit report with modified opinion] and as per **SEBI Circular No. SEBI/HO/CFD/CMD/1/CIR/P/2020/106** dated June 24, 2020 the Company was required to submit to Stock Exchanges, the Audited Financial Statements for financial year ended March 31, 2020 by July 31, 2020 and the listed entity shall submit quarterly financial results to the	• The audited financial results (consolidated and standalone) for the financial year ended March 31, 2020 were filed by Company with a delay of 45 days. • The audited financial results (consolidated and standalone) for the quarter ended June 30, 2020 were filed by Company with a delay of 20 days.	• The audited financial results (consolidated and standalone) for the financial year ended 31st March, 2020 were filed by the Company on September 15, 2020 i.e beyond the prescribed time (July 31, 2020). • The audited financial results (consolidated and standalone) for the quarter ended June 30, 2020 were filed by Company on October 6, 2020 i.e beyond the prescribed time (September 15, 2020).

	stock exchange within forty-five days of end of each quarter other than the last quarter and as per **SEBI Circular No.SEBI/HO/CFD/CMD1/CIR/P/2020/140** dated July 29, 2020 the Company was required to submit to Stock Exchanges, the Audited Financial Statements for quarter ended June 30, 2020 by September 15, 2020. 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]		
3	**SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2019/140 dated November 21, 2019:** The listed entity shall disclose defaults on payment of interest/repayment of	• The Company submitted the disclosure to NSE with a delay of 3 days.	• The company defaulted in the payment of interest on principal loan amount to Edelweiss Asset Reconstruction Company Ltd. on March 31, 2020.

	principal amount on loan from banks/financial institutions and unlisted debt securities not later than 24 hours from the 30th day of such default. And disclosure of continuous defaults within 7 days from the end of each quarter.	• The Company submitted the disclosure to BSE & NSE with delay of 1 day.	The disclosure was submitted to NSE on May 04, 2020. However, the same was submitted to BSE within prescribed time. • The company defaulted in the payment of interest on principal loan amount to Edelweiss Asset Reconstruction Company Ltd. on April 30,2020. The disclosure was submitted to BSE & NSE on June 1, 2020.

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 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.
1	National Stock Exchange of India Ltd.("NSE")	There was no woman independent director on the Board of the listed entity with effect from 1st April, 2020 to 30th July, 2020.	The Company was charged with a fine of Rs. 1,77,000/- by NSE.	The Company had paid the fine of Rs. 1,77,000/- in this regard.
2	National Stock Exchange of India Ltd.("NSE") and BSE Limited ("BSE")	The Company had filed the audited financial results (consolidated and standalone) for the financial year ended March 31, 2020 pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on September 15, 2020 as against the due date of July 31, 2020.	The Company was charged with a fine of Rs. 94,400/- each by NSE and BSE.	The Company had paid the fine of Rs. 94,400/- each to NSE and BSE in this regard.

3	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 ended June 30, 2020 on October 6, 2020 as against the due date of September 15, 2020.	The Company was charged with a fine of Rs. 1,23,900/- each by NSE and BSE.	The Company had paid the fine of Rs. 1,23,900/- 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 in the previous reports**	**Observations made in the secretarial compliance report for the year ended**	**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 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 Company on July 26, 2019 with a delay of 57 days.	2020	The Company had paid the fine of Rs. 3,36,300/- each by NSE and BSE.	Complied
2	The un-audited financial results	2020	The Company had paid the fine of Rs.	Complied

	(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 filed by the Company on December16, 2019 with a delay of 32 days.		1,88,800/- each charged by NSE and BSE.	

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

For Ragini Chokshi& Co.
(Company Secretaries)

Ragini Kamal Chokshi
Digitally signed by Ragini Kamal Chokshi
Date: 2021.06.29 17:33:29 +05'30'

Ragini Chokshi
(Partner)
C.P.NO.: 1436
FCS NO.: 2390
UDIN:F002390C000540576

Place: Mumbai
Date: 29/06/2021