



September 19, 2024

To,
Listing Department
BSE Limited
P.J Towers, Dalal Street,
Fort, Mumbai – 400 001

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E), Mumbai – 400 050

Scrip Code: **532375**

Symbol: **TIPSINDLTD**

Dear Sir/Madam,

Ref: National Stock Exchange of India Limited requirement letter no. NSE/LIST/299 dated September 18, 2024 regarding application for name change of the Company.

Sub: Submission of Certificate under Regulation 45(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is with reference to the requirements letter received from National Stock Exchange of India Limited dated September 18, 2024 regarding compliance of condition of regulation 45(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations, 2015) for change in name of the Company from “**Tips Industries Limited**” to “**Tips Music Limited**”, please find attached the certificate dated June 17, 2024 issued by SSPA & Associates, Chartered Accountants, Firm Registration No. 131069W, regarding compliance of condition specified as per Regulation 45(1) of SEBI LODR Regulations, 2015, which is part of the Notice and Explanatory Statements of 28th Annual Report of the Company.

Kindly take the same on your records.

Thanking You,

For Tips Music Limited
(Formerly known as Tips Industries Limited)

Bijal R. Patel
Company Secretary
Encl: a/a

TIPS MUSIC LIMITED
(Formerly known as Tips Industries Limited)

601, Durga Chambers, 6th Floor, Linking Road, Khar (West), Mumbai - 400 052.
Tel.: +91-22-6643 1188, Email: info@tips.in, Website: www.tips.in
CIN : L92120MH1996PLC099359

SSPA & ASSOCIATES

Chartered Accountants

1st Floor, "Arjun", Plot No.6A,

V. P. Road, Andheri (W),

Mumbai – 400 058. INDIA.

Tel. : 91 (22) 2670 4376 / 77

91 (22) 2670 3682

Website : www.sspa.in

To,

The Board of Directors,

Tips Industries Limited

601, Durga Chambers, 6th Floor,

Opposite B.P.L. Gallery

278/E, Linking Road, Khar (West)

Mumbai - 400 052

Independent Auditor's Certificate

1. This Report is issued in accordance with the terms of our engagement letter dated June 10, 2024.
2. We have been requested by the management of Tips Industries Limited (herein referred to as the "Company"), to certify that the Company has complied with following conditions as specified in regulation 45(1) of Securities and Exchange Board of India (Listing Obligations and Disclosures requirements) Regulation, 2015 ('SEBI (LODR)') with respect to proposed change in the name of the Company from Tips Industries Limited to Tips Music Limited.

45(1)(a) time period of at least one year has elapsed from the last name change.

45(1)(b) at least fifty percent of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name.

45(1)(c) the amount invested in the new activity/project is at least fifty percent of the assets of the listed entity.

3. This certificate is required pursuant to regulation 45(3) of the SEBI (LODR) for onward submission to:
 - a. The Shareholders of the Company as part of explanatory statement to the notice of the annual general meeting for seeking approval of shareholders for proposed change in the name of the Company.
 - b. BSE Limited and National Stock Exchange of India Limited (NSE Limited) where the equity shares of the Company are listed.



Management's responsibility

4. Compliance with respect to conditions specified under regulation 45(1) of SEBI (LODR) and relevant provision of the Companies Act 2013 ('the Act') for proposed change in name of the Company, is the responsibility of the Management of the Company. This responsibility includes providing access to books of accounts and relevant documents for our verification.
5. The Management of the Company is also responsible for design, implementation and maintenance of internal control relevant to the preparation and presentation of the required details and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditor's Responsibility

6. Pursuant to the requirements as given in para 2 & 3 above, it is our responsibility to provide reasonable assurance that the Company has complied with the conditions specified under regulation 45(1) of Securities and Exchange Board of India (Listing Obligations and Disclosures requirements) Regulation, 2015 ('SEBI (LODR)') with respect to proposed change in the name of the Company from Tips Industries Limited to Tips Music Limited.
7. For the purpose of this certification, we have relied on following:
 - a. Copy of signed Board resolution dated June 17, 2024 provided by the Company.
 - b. Audited financial statements for the year ended March 31, 2024 audited by us.
 - c. Management representation provided by the Company that:
 - i. The Company had not altered its name of the Company in the last one year. Accordingly, the Company is complied with the condition specified under regulation 45(1)(a) of SEBI (LODR).
 - ii. The Company is continuing with the existing business activities i.e., Music and the proposed new name does not reflect any changes in the existing business activities, hence conditions specified under 45(1)(b) & 45(1)(c) of SEBI (LODR) are not applicable.
8. We have conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
9. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Conclusion

10. Based on the information and explanations given to us and verification of the records and documents of the Company as mentioned in para 7 above, we hereby certify that the Company is in compliance with the following conditions as specified in regulation 45(1) of SEBI (LODR):
 - i. The time period of at least one year has elapsed from the last name change and hence the Company has complied with the condition specified under regulations 45(1)(a) of SEBI (LODR).
 - ii. The Company is continuing with the existing business activities i.e., Music and the proposed new name does not reflect the changes in the existing business activities. Accordingly, the conditions specified under regulation 45(1)(b) & 45(1)(c) of SEBI (LODR) are not applicable to the Company.



Restriction on Use

11. Our certification is solely for the purpose set forth in para 2 & 3 above and it is not to be used for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For SSPA & Associates
Chartered Accountants
Firm Registration No. 131069W

Parag S. Ved



Parag Ved
Partner

Membership No.: 102432

UDIN: 24102432 BKC1ZV8060

Place: Mumbai

Date: June 17, 2024