



SL/SHR/8/

28th May, 2019

The Secretary – Listing Department,
Bombay Stock Exchange Limited,
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001.

Stock Code: 504961

Website: listing.bseindia.com

Dear Madam/Sir,

Annual Secretarial Compliance Report pursuant to SEBI Circular

Please find enclosed the Annual Secretarial Compliance Report of Tayo Rolls Limited, dated 23.05.2019, certified by Mr. Pramod Kumar Singh of P.K. Singh & Associates, Practicing Company Secretaries.

This Report have been issued in terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

This is for your information and records please.

Yours faithfully,
For TAYO ROLLS LIMITED


(Harpreet Kaur Bhamra)
Company Secretary & CO

Encl: As above

TAYO ROLLS LIMITED

Regd. Office : 3, Circuit House Area (North-East), Road No. 11, P.O. & P.S. - Bistupur, Jamshedpur-831 001, Jharkhand, INDIA
Works Office : Large Scale Industrial Estate, Gamharia-832 108, Jharkhand, INDIA
Office Phone : 91-657-2227821/6508041/2220472, E-mail : tayoregd@tayo.co.in
Website : www.tayo.co.in, Corporate Identity Number : L27105JH1968PLC000818

A **TATA** Enterprise



Secretarial compliance report of TAYO ROLLS LIMITED for the year ended on 31st March, 2019.

I/We, P.K. Singh & Associates (Company Secretaries) have examined:

1. all the documents and records made available to us and explanation provided by TAYO ROLLS LIMITED ("the listed entity"),
2. the filings/ submissions made by the listed entity to the stock exchanges,
3. website of the listed entity,
4. any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended on 31st March, 2019 ("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");



5. 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 (Buyback of Securities) Regulations, 2018;
- 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;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;



h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

and based on the above examination, I/We hereby report that, during the Review Period:

And based on the above examination, I/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:-

| S. No | Compliance Requirement (Regulations/ circulars / guidelines including specific clause) | Deviations | Observations/ Remarks of the Practicing Company |
|-------|--|------------|---|
| 1. | NIL | NIL | NA |
| | | | |



HO-Room No. -309, 3rd Floor, Vikash Bhawan, Adityapur, Jamshedur- 831013, 0657-2327440, amexis.09@gmail.com | Associates - Bengaluru | Chennai | Mumbai

O- 133, Hazara Road, Kolkata-26

2nd Floor, Vyapaar Bhawan, Lalji- Hirji Road, Ranchi

(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 my/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:

| S. 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. | Nil | NA | NA | NA |
| | | | | |
| | | | | |

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| S. No. | Observations of the Practicing Company | Observations made in the secretarial compliance | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on |
|--------|--|---|--|---|
| | | | | |

HO-Room No. -309, 3rd Floor,
Vikash Bhawan, Adityapur,
Jamshedur- 831013, 0657-2327440,
amexis.09@gmail.com | Associates - Bengaluru | Chennai | Mumbai

O- 133, Hazara Road,
Kolkata-26

2nd Floor, Vyapaar Bhawan,
Lalji- Hirji Road, Ranchi



| | Secretary in the previous reports | report for the year ended... (The years are to be mentioned) | | the actions taken by the listed entity |
|----|-----------------------------------|---|----|--|
| 1. | NA | NA | NA | NA |
| | | | | |
| | | | | |

Place: Jamshedpur

Date: 23/05/2019

Signature: 



Name of the Practicing Company Secretary
PRAMOD KUMAR SINGH

FCS No.: 5878 | C P No.: 19115