



May 17, 2023

BSE Limited  
P. J. Towers,  
Dalal Street  
Mumbai – 400 001

National Stock Exchange of India Limited  
Exchange Plaza C-1, Block G,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

**Scrip Code: 532371**

**Scrip Symbol: TTML**

Dear Sir/Madam,

**Subject: Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations" 2015 ("Listing Regulations") - Submission of Annual Secretarial Compliance Report for the year ended March 31, 2023**

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. *CIR/CFD/CMD1/27/2019* dated February 8, 2019, please find enclosed the Secretarial Compliance Report dated April 24, 2023 issued by M/s. Mehta & Mehta, Practicing Company Secretaries, for the year ended March 31, 2023.

This is for your information and records please.

Thanking you,

Yours faithfully,  
For Tata Teleservices (Maharashtra) Limited

Vrushali Dhamnaskar  
Company Secretary

Encl.: As stated above.

**TATA TELESERVICES (MAHARASHTRA) LIMITED**

Registered Office : D-26, TTC Industrial Area, MIDC Sanpada, P.O. Turbhe, Navi Mumbai, Maharashtra, 400 703

Tel: 91 22 6661 5111 | Email : [investor.relations@tatatel.co.in](mailto:investor.relations@tatatel.co.in) | Website: [www.tatatelebusiness.com](http://www.tatatelebusiness.com)

CIN: L64200MH1995PLC086354

## COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018  
TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com. • Visit us : www.mehta-mehta.com

### AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

#### SECRETARIAL COMPLIANCE REPORT OF TATA TELESERVICES (MAHARASHTRA) LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

We, M/s. Mehta & Mehta, Company Secretaries have examined:

- all the documents and records made available to us and explanation provided by **Tata Teleservices (Maharashtra) Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2023 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(during the period under review not applicable to the company);**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018**(during the period under review not applicable to the company);**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021**(during the period under review not applicable to the company);**



- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(during the period under review not applicable to the company);**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Telecom Regulatory Authority of India Act, 1997;
- (i) The Indian Telegraph Act, 1885;
- (j) The Indian Wireless Telegraphy Act, 1993;

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)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Period of 180 days shall not elapse between consecutive meetings of Risk Management Committee	Regulation 21 (3C) of Securities and Exchange Board of India (Listing Obligations and Disclos	Period of 180 days elapsed between consecutive meetings of Risk	Management of the Company	Advisory-Internal Discusion	Period of 180 days elapsed between consecutive meetings of Risk	-	Period of 180 days has elapsed between consecutive meetings of Risk Management Committee held	Note d for compliance. The two RMC meetings during the year were held	-



		ure Requir ement s) Regula tions, 2015	Man age men t Com mitte e held durin g the year			Man age men t Com mitte e held durin g the year		during the year	on Augu st 23, 2022, and Marc h 24, 2023. The RMC meet ing of Marc h 24, 2023, was origin ally sche dule d on Febru ary 15, 2023. How ever, due to unav oida ble circu msta nces, the meet ing had to be resch edul ed.
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**Pursuant to BSE Notice No. 20230316-14 dated March 16, 2023 and NSE Circular Ref No: NSE/CML/ 2023/21 dated March 16, 2023.**

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<p><b><u>Secretarial Standard</u></b></p> <p>The compliances of listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)</p>	NO	Draft minutes of the Board and Committee meetings held on June 08 2022, August 09 2022, November 07 2022, February 07 2023, March 16 2023 and March 24 2023 are circulated at a later date
2.	<p><b><u>Adoption and timely updation of the Policies:</u></b></p> <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 has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	YES	
3.	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <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</li> </ul>	YES	



	re-directs to the relevant document(s)/ section of the website.		
4.	<b><u>Disqualification of Director:</u></b>  None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	YES	
5.	<b><u>To examine details related to Subsidiaries of listed entities:</u></b>  (a) Identification of material subsidiary companies  (b) Requirements with respect to disclosure of material as well as other subsidiaries	YES	
6.	<b><u>Preservation of Documents:</u></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	
7.	<b><u>Performance Evaluation:</u></b>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	YES	
8.	<b><u>Related Party Transactions:</u></b>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions  (b) In case no prior approval obtained, the listed entity shall	YES	



	provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee		
9.	<p><b><u>Disclosure of events or information:</u></b></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	YES	
10.	<p><b><u>Prohibition of Insider Trading:</u></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	
11.	<p><b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b></p> <p>No Actions 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>	NA	
12.	<p><b><u>Additional Non-compliances, if any:</u></b></p> <p>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	NA	

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



Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Financial Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	As per, Regulation 30 read with Schedule III of the Part A- (4) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015-The listed entity shall disclose the information within 30 minutes of closure of the meeting of Board of Directors.	Regulation 30 read with Schedule III of the Part A- (4) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015	There was a delay of 9 minutes in submitting the outcome of the meeting of the Board of Directors on BSE.	-	-	There was a delay of 9 minutes in submitting the outcome of the meeting of the Board of Directors on BSE.	-	The outcome of the meeting of the Board of Directors held on August 10, 2021 was submitted with a delay of 9 minutes on BSE.	Due to logistics of digital signatures and technical issues, there was a delay in signatures and uploading process which led to delay in uploading the results on Stock Exchange(s). Theref	-





								ore, no further action was requir ed to be taken by the Comp any.		
2	As per, Regulation 30 read with Schedule III of the Part A-(4) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015-The listed entity shall disclose the information within 30 minutes of closure of the meeting of Board of Directors.	Regulation 30 read with Schedule III of the Part A-(4) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015	There was a delay of 46 minutes on NSE and 48 minutes on BSE in submitting the outcome of the meeting of the Board of Directors	-	-	There was a delay of 46 minutes on NSE and 48 minutes on BSE in submitting the outcome of the meeting of the Board of Directors	-	The outcome of the meeting of the Board of Directors held on November 10, 2021 was submitted with a delay of 46 minutes on NSE and 48 minutes on BSE.	Due to logistics of digital signatures and technical issues, there was a delay in signatures and uploading process which led to delay in uploading the results on Stock Excha	-



								nge(s) There ore, no further action was requir ed to be taken by the Comp any.		
3	As per, Regulation 30 read with Schedule III of the Part A- (4) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015-The listed entity shall disclose the information within 30 minutes of closure of the meeting of Board of Directors.	Regulation 30 read with Schedule III of the Part A- (4) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015	There was a delay of 15 minutes on NSE and 13 minutes on BSE in submitting the outcome of the meeting of the Board of Directors	-	-	There was a delay of 15 minutes on NSE and 13 minutes on BSE in submitting the outcome of the meeting of the Board of Directors	-	The outcome of the meeting of the Board of Directors held on February 08, 2022 was submitted with a delay of 15 minutes on NSE and 13 minutes on BSE.	Due to logistics of digital signatures and technical issues, there was a delay in signatures and uploading process which led to delay in uploading the results	-



									on Stock Excha nge(s) . Theref ore, no further action was requir ed to be taken by the Comp any.
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For **Mehta & Mehta,**  
**Company Secretaries**  
 (ICSI Unique Code P1996MH007500)




**Atul Mehta**  
**Partner**

FCS No: 5782  
 CP No.: 2486

Place: Mumbai  
 Date: April 24, 2023

UDIN: F005782E000177613

**Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.**

To,  
**TATA TELESERVICES (MAHARASHTRA) LIMITED**  
D-26 TTC Industrial Area, MIDC Sanpada,  
Turbhe, Navi Mumbai,  
Thane - 400703.

Our report of even date is to be read along with this letter.

- 1) Maintenance of record is the responsibility of the management of the listed entity. Our responsibility is to express an opinion on these records based on our verification of the same.
- 2) We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the listed entity.
- 4) Wherever required, we have obtained the Management representation about the compliance of SEBI laws, rules and regulations thereof.
- 5) The compliance of the provisions of SEBI laws, rules, regulations is the responsibility of management. Our examination was limited to the verification of compliances done by the listed entity.
- 6) As regards the books, papers, forms, reports and returns filed by the listed entity under the above-mentioned regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the listed entity under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.



- 7) This report 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.

For **Mehta & Mehta,**  
**Company Secretaries**  
(ICSI Unique Code P1996MH007500)



**Atul Mehta**  
**Partner**

FCS No: 5782  
CP No.: 2486

Place: Mumbai  
Date: April 24, 2023

UDIN: F005782E000177613