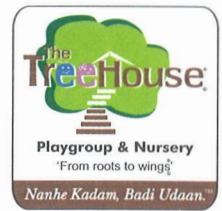


Tree House Education & Accessories Ltd.

Office No.101, Sapphire Plaza, Dadabhai Road, Opp. CNMS School, Vile Parle West, Mumbai - 400 056.
Tel: +91 22 26201029 CIN : L80101MH2006PLC163028



December 12, 2022

To, BSE Limited Phiroze Jeejeebhoy Tower Dalal Street, Fort Mumbai - 400 001	To, The National Stock Exchange of India Ltd. Bandra (East) Mumbai - 400 051	To, Metropolitan Stock Exchange of India Ltd. Exchange Square, CTS No. 25, Suren Road, Andheri (East), Mumbai - 400 093
--	---	---

Sub: Letter received from Securities and Exchange Board of India (SEBI), dated November, 28, 2022 and Company's reply for the same.

Ref.: Scrip Code: 533540 / Symbol: TREEHOUSE

Dear Sir/Madam,

With reference to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we would like to intimate that Company has received letter from SEBI as "Administrative warning for non- compliance with Regulation 23(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 "(Letter attached for ready reference), for not framing RPT policy in accordance with the Regulation 23(1) of SEBI LODR, 2015.

With reference to the above, company has replied to SEBI vide letter dated 12th December, 2022 (reply letter attached for ready reference) which is self explanatory.

We request you to kindly take the above information on record.

Thanking you,

Yours truly,

For Tree House Education & Accessories Limited

GUDDI CHANDRIKA PRASAD BAJPAI
Digitally signed by GUDDI CHANDRIKA PRASAD BAJPAI
Date: 2022.12.12 16:23:32 +05'30'

Guddi Bajpai

Company Secretary & Compliance Officer

Encl.: 1) SEBI letter dated 28th November, 2022

2) Company's reply dated 12th December, 2022



भारतीय प्रतिभूति
और विनिमय बोर्ड
Securities and Exchange
Board of India

(Through E-mail)

GENERAL MANAGER
CORPORATION FINANCE DEPARTMENT
SUPERVISION ENFORCEMENT AND COMPLAINTS (SEC -1)

SEBI/CFD/SEC-1/59581 /11/2022
November 28, 2022

To,
Tree House Education & Accessories Limited
Office No. 101, Sapphire Plaza, Dadabhai Road, Opp.
CNMS School, Maharashtra 400056
(Through Compliance Officer)

Sub.: Administrative warning for non-compliance with Regulation 23(1) of SEBI LODR (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. With reference to the Regulation 23(1) of SEBI LODR, 2015 read as under –
“The listed entity shall formulate a policy on materiality of related party transactions and on dealing with related party transactions [including clear threshold limits duly approved by the board of directors and such policy shall be reviewed by the board of directors at least once every three years and updated accordingly]”
2. As informed by MSEI, your company has not framed RPT policy in accordance with the Regulation 23(1) of SEBI LODR, 2015. Further MSEI has also confirmed that RPT policy is not available on your website. Hence, your company has failed to comply with the Regulation 23(1) of SEBI LODR, 2015
3. The above violation is viewed seriously. You are hereby warned and advised to ensure compliance with all applicable provisions of SEBI Regulations including Regulation 23(1) of SEBI LODR, 2015. Any such aberration in future would be viewed seriously and appropriate action would be initiated.
4. You are also advised to place this letter before your Board of Directors in your next meeting and disseminate the letter to the stock exchange(s). A compliance report should also be submitted to stock exchange(s) within 15 days time.

Yours faithfully,


Achal Singh

Copy to: MSEI.

Tree House Education & Accessories Ltd.

Office No.101, Sapphire Plaza, Dadabhai Road, Opp. CNMS School, Vile Parle West, Mumbai - 400 056.
Tel: +91 22 26201029 CIN : L80101MH2006PLC163028



Date: 12th December, 2022

To,
Achal Singh
SEBI Bhavan, Plot No. C4-A,
"G" Block, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051.

Sub: Reply to your letter dated 28th November, 2022
Ref: SEBI letter No. SEBI/CFD/SEC- 1/59581/11/2022

Respected sir,

Apologies for late reply,

With reference to your letter dated 28th November, 2022 received by us on 29th November, 2022 and email dated 29th November, 2022, we would like to inform you that the Company has framed RPT policy and it has been in accordance with the regulation 23 (1) SEBI (LODR), 2015 and the same has been uploaded on the Company's website. The link for the same is https://primeinfobase.in/z_TreeHouse/pdf-files/TREEHOUSE_POLICY_ON_RELATED_PARTY_TRANSACTION_Policy.pdf (for your ready reference).

Further the same was also informed to MSEI through company's reply wide email dated 31st October, 2022 (attached for your ready reference) against MSEI email for Website Maintenance Reminder – Reg. 46 received by us on 28th October, 2022 (attached for your ready reference). We will also be placing this letter in the upcoming Board Meeting.

It is worthwhile to mention that Corporate Governance and legal compliances have always been the topmost priority of the Company.

It's our humble request to kindly consider our reply in the said matter, we ensure that company has and will be complying with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In case of any further details or explanation, please feel free to contact us at compliance@treehouseplaygroup.net.

Thanking you,

For Tree House Education & Accessories Limited


Guddi Bajpai

Company Secretary and Compliance Officer

Encl: As mentioned above.

Copy to: MSEI

Guddi

From: Jeel Shah/MSE/Regulatory Services <jeel.shah@msei.in>
Sent: Friday, October 28, 2022 5:50 PM
To: compliance@treehouseplaygroup.net
Subject: Website Maintenance Reminder - Reg 46

As you are aware that in accordance with Regulation 23(1) of SEBI (LODR) Regulations, 2015, “the listed entity shall formulate a policy on materiality of related party transactions and on dealing with related party transactions including clear threshold limits duly approved by the board of directors and such policy shall be reviewed by the board of directors at least once every three years and updated accordingly”. In view of the same, it is observed that website of the Company is not updated/functional with requisite details such as materiality policy, name of designated officials, latest shareholding pattern, financial results etc.

The Company is required to provide clarification for the above non-compliance as penal provisions can be attracted with norms pertaining to functional website as per regulation 46. Kindly update the website at the earliest.

In case of any clarification, revert on email at listingcompliance@msei.in or to this email.

The information in this E-mail (which includes any files transmitted with it) is CONFIDENTIAL and may be legally PRIVILEGED. It is intended solely for the addressee and access to this email by anyone else is unauthorized. If you have received it in error, please destroy any copies of this message, including any attachments, and delete it from your system notifying the sender immediately. Any disclosure, copying, distribution, dissemination, forwarding, printing or any action taken or omitted to be taken in reliance on it or utilising the same for any purpose other than what it is intended for, is prohibited and may be unlawful.

Tree House Education & Accessories Ltd.

Office No.101, Sapphire Plaza, Dadabhai Road, Opp. CNMS School, Vile Parle West, Mumbai - 400 056.
Tel: +91 22 26201029 CIN : L80101MH2006PLC163028



Date: 31.10.2022

To,
Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th Floor, Plot No C-62,
G Block, Opp. Trident Hotel Bandra Kurla Complex,
Bandra (E), Mumbai – 400098

Sub: Reply to your email dated October 28, 2022.

Dear Sir/Madam,

With reference to your email dated October 28, 2022 regarding updation of Website, kindly note the following link as per the company's website in connection with your queries.

Related party transactions policy	https://primeinfobase.in/z_TreeHouse/pdf-files/TREEHOUSE_POLICY_ON_RELATED_PARTY_TRANSACTION_Policy.pdf
Materiality policy	https://primeinfobase.in/z_TreeHouse/pdf-files/Treehouse_Policy_on_Materiality_SEBI_LODR_Reg_2015.pdf
Name of designated officials	https://primeinfobase.in/z_TreeHouse/companycontactdetails.aspx?value=zD8loHOugfiM600MSHCcMw==
Latest shareholding pattern	https://primeinfobase.in/z_TreeHouse/index.aspx?value=zD8loHOugfiM600MSHCcMw==
Financial results	https://primeinfobase.in/Pages/FinResultSummary.aspx?value=zD8loHOugfiM600MSHCcMw==

It's our humble request to kindly consider our reply in the said matter and we ensure that company has and will be complying with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,
Yours truly,
For Tree House Education & Accessories Limited


Guddi Bajpai
Company Secretary & Compliance Officer.

