



T.T. LIMITED

(CIN: L18101DL1978PLC009241)

879, Master Prithvi Nath Marg, Opp. Ajmal Khan Park, Karol Bagh, New Delhi, 110005, INDIA

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21st June 2021

M/s National Stock Exchange of India Ltd. "Exchange Plaza" Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 Ph.: 022-26598100-8114	Bombay Stock Exchange Limited Floor 35, P.J.Towers Dalal Street Mumbai-400001 Fax-022-22722061/41/39/37
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Reg.: Scrip Code: TTL/ 514142

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Annual Secretarial Compliance Report for the year ended 31st March 2021 issued by M/s. Deepak Kukreja & Associates, Practicing Company Secretaries.

You are requested to take the same on your records.

For TT Limited

Sumit Jindal
Company Secretary
M No. : A-24995



DEEPAK KUKREJA & ASSOCIATES
C O M P A N Y S E C R E T A R I E S
SECRETARIAL COMPLIANCE REPORT OF T T LIMITED

FOR THE YEAR ENDED MARCH 31, 2021

We have examined:

- a) all the documents and records made available to us and explanation provided by **T T Limited** ("the Listed Entity" -hereinafter called "**the company**") having its Registered Office at 879, Master Prithvi Nath Marg , Opp. Ajmal Khan Park, Karol Bagh, New Delhi-110005,
- b) the filings/ submissions made by the Company to the stock exchanges,
- c) website of the Company,
- 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 (herein after referred as "SEBI LODR");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable to the Company during the review period**)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the review period**)
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the Company during the review period**)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not applicable to the Company during the review period**)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Company during the review period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the review Period:

- a) The Company has complied with the provisions of the above regulations and circulars/ guidelines issued thereunder.
- b) The Company has maintained proper records under the provisions of the above regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.



- c) The following are the details of actions taken against the Company/ 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.	BSE Limited	Non-compliance with disclosure of related party transactions on consolidated basis for the half year ended September 2020.	BSE Limited vide its mail dated 18.01.2021 has imposed fine of Rs.253700/- in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 [for Regulation 23(9) of SEBI (LODR) Regulation, 2015	The Company vide its letter dated January 20, 2021 sent through email on January 23, 2021 has requested to condone the delay in filing of the disclosure and waiver of fine.
2	National Stock Exchange of India Limited (NSE)	Same as above	National Stock Exchange of India Limited vide its mail dated 19.01.2021 has imposed fine of Rs.253700/- in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 [for Regulation 23(9) of SEBI (LODR) Regulation, 2015	The Company vide its letter dated January 20, 2021 sent through email on January 23, 2021 has requested to condone the delay in filing of the disclosure and waiver of fine. The request of the Company was considered and the fine was waived by (NSE)

- d) The Company 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 March 31, 2020	Actions taken by the Company, if any	Comments of the Practicing Company Secretary on the actions taken by the Company



1	Prior Intimation under Regulation 29 (1)(a) of SEBI(LODR)	The Company Equity shares are listed at National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), during the Audit Period the Company has given prior notices of all its Board Meeting to both NSE & BSE <i>except the notice for the Board Meeting held on May 15, 2019 to BSE Limited.</i> We have been informed that the Company has prepared and given prior notice of Board Meeting dated May 15, 2019 to NSE, however due to inadvertent mistake it was not sent to BSE Limited.	No further action taken.	The company has inadvertently missed the sending of notice to BSE , however the above noncompliance was not detrimental in public interest as the prior notice was timely file with the NSE.
2	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	The Company has submitted compliance certificates as required under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for all quarters except for the period ended March 31, 2019, however we have been informed that the Company is regular in submitting the certificate(s) timely but due to oversight certificate for the period ending March 31, 2019 was not submitted.	No further action taken.	As stated in observation column, that the said non submission of compliance certificate for the quarter ended March 31, 2019 was due to oversight.

Due to prevailing second wave of COVID-19 and subsequent lockdown, we have conducted online verification & examination of records as provided by the Company and based on these records, this report is being issued.

**For DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**


(DEEPAK KUKREJA)
FCS, LL.B., ACIS(UK), IP
UDIN: F004140C000487348
FCS 4140
C P 8265
Place: New Delhi
Date: 19.06.2021

