



ITFL/SEC/2022-23/MAY/11

30th May 2022

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001
Scrip Code - 533329

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai- 400051
NSE Symbol: INDTERRAIN

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to above, please find enclosed Secretarial Compliance Report issued by the Practising Company Secretary under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March 2022.

This is for your information and records. Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For Indian Terrain Fashions Limited

E. Elamugilan
Company Secretary & Compliance Officer
Encl: a/a

INDIAN TERRAIN FASHIONS LIMITED

Registered office: No. 208, Velachery Tambaram Main Road, Narayanapuram, Pallikaranai, Chennai-600 100
Address for communication: Plot No 4 Thirukkachiyur and, Sengundram Industrial Area
Singaperumal Koil Post Chengalpet Taluk Chennai 603204.
Email ID: response.itfl@indianterrain.com
Website: www.indianterrain.com
CIN: L18101TN2009PLC073017

INDIAN TERRAIN



BP & ASSOCIATES

Company Secretaries

**SECRETARIAL COMPLIANCE REPORT OF INDIAN TERRAIN FASHIONS
LIMITED FOR THE YEAR ENDED 31ST MARCH 2022.**

[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We have examined:

- a) All the documents and records made available to us and explanation provided by INDIAN TERRAIN FASHIONS LIMITED.
- b) The filings/ submissions made by the listed entity to the stock exchanges,
- c) Website of the listed entity,
- d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March 2022 (“Review Period”) in respect of compliance with the provisions of:
 - i. The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
 - ii. 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:-

- i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- iv. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
- v. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





- vi. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;

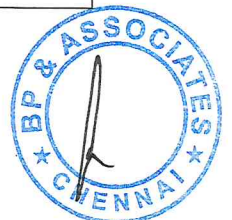
and based on the above examination, we hereby report that, during the Review Period:

- a) The 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	Deviations	Observations/ Remarks
1	Reg 6(1) of SEBI (LODR) 2015- A listed entity shall appoint a qualified company secretary as the compliance officer.	The Company has not appointed a compliance officer from 27 th March, 2021. However, The Company have subsequently appointed a Compliance Officer w.e.f. 21 st May, 2021.	During the period, Mr. Ravi B.S.G has resigned from the post of Company Secretary and Compliance officer at the closure of business hours on 26 th March 2021. The Board of Directors opined that in view of Covid-19 Conditions, it was not able conduct the Board meeting to fulfill the position of Compliance Officer of the Company However, in the subsequent quarter Mr. E. Elamugilan was appointed as Compliance Officer with effect form the 21 st May, 2021.

- 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 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:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks
NIL				





BP & ASSOCIATES

Company Secretaries

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


Sr. No	Observations in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March 2021.	Actions taken by the listed entity, if any	Comments on the actions taken by the listed entity
NIL				

Date: 18th May, 2022

Place: Chennai



For BP & Associates
Company Secretaries


K. J. Chandra Mouli
Partner

M No: F11720

CP No: 15708

UDIN: F011720D000325385