

June 8, 2020

To,  
Listing Department  
**BSE Limited**  
P.J Towers, Dalal Street,  
Fort, Mumbai – 400 001

To,  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E), Mumbai – 400 050

Scrip Code: **532375**

Symbol: **TIPSINDLTD**

**Sub: Annual Secretarial Compliance Report for Financial Year ended March 31, 2020**

Dear Sir/Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, we have enclosed herewith the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2020 issued by M/s. N.L. Bhatia & Associates - Practicing Company Secretaries.

Kindly take the above mentioned document on your record and acknowledge a receipt of the same.

Thanking You,

**For Tips Industries Limited**



**Bijal R. Patel**  
Company Secretary



*Encl: As Above*

**TIPS INDUSTRIES LTD.**



**N L BHATIA & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

Tel. : 91-022-2510 0718  
Tel. : 91-022-2510 0698  
E-mail : navnitlb@hotmail.com  
brupadhyay@hotmail.com  
Website : www.nlba.in

To,  
**The Board of Directors,**  
**Tips Industries Limited,**  
CIN: L92120MH1996PLC099359  
601, Durga Chambers,  
6th Floor, Opp.B.P.L. Gallery,  
278/E, Linking Road,  
Khar(West) Mumbai 400 052

Dear Sirs,

**Sub: Annual Secretarial Compliance Report for the Financial year 2019-20**

We have been engaged by Tips Industries Limited, (hereinafter referred to as the Company') bearing CIN: L92120MH1996PLC099359 whose equity shares are listed on National Stock Exchange of India Limited and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with the provisions of all the applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

**Date:** 05<sup>th</sup> June, 2020

**Place:** Mumbai



**For M/s N L Bhatia & Associates**  
**Practicing Company Secretaries**

**UIN: P1996MH055800**

**Bhaskar Upadhyay**

**Partner**

**FCS: 8663**

**CP. No. 9625**



**N L BHATIA & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

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Website : www.nlba.in

**'ANNEXURE A'**

**Secretarial compliance report of Tips Industries Limited for year ended 31<sup>st</sup> March, 2020**

We, **M/s N L Bhatia & Associates**, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Tips Industries Limited (the 'Listed Entity');
- (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;
- (e) books, papers, minute books, forms and returns filed;

for the year ended 31<sup>st</sup> March, 2020 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:-

1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable during the Financial Year)**
3. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
4. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
5. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable during the Financial Year)**
6. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Financial Year)**



7. 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 Financial Year)**
8. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
9. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 **Not applicable to the Company;**
10. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not applicable to the Company during the financial year;**

and based on the above examination, we hereby report that, for the year ended 31<sup>st</sup> March, 2020;

- (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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
None			

- (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:



Sr. No.	Actions taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any.
None				

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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended...	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
Not Applicable				

Date: 05<sup>th</sup> June, 2020  
Place: Mumbai



For N. L. Bhatia & Associates  
Practising Company Secretaries  
UIN: P1996MH055800  
UDIN: F008663B000321241

**Bhaskar Upadhyay**  
Partner  
FCS: 8663  
CP. No. 9625