



Tatva Chintan Pharma Chem Limited

(CIN:L24232GJ1996PLC029894)



Date: 23 May 2024

Ref. No.: TCPCL/SEC/2024-25/00018

To,
The General Manager,
Corporate relationship department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001
Scrip Code: 543321

The Manager,
Listing department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra-Kurla Complex, Bandra(E),
Mumbai-400 051
Scrip Symbol: TATVA

Subject: Submission of Annual Secretarial Compliance Report for the Financial Year ended 31 March 2024 (2023-24)

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, read with SEBI, BSE and NSE Circulars issued from time to time, please find enclosed herewith the Annual Secretarial Compliance Report of the Company issued by M/s. TNT & Associates, Practicing Company Secretaries, Vadodara, Gujarat, India for the financial year ended 31 March 2024 (2023-24).

The above information shall be uploaded on the website of the Company at www.tatvachintan.com.

Kindly take the above information on your record.

Thanking You,

Yours Faithfully,
For Tatva Chintan Pharma Chem Limited

Ishwar Nayi
Company Secretary and Compliance Officer
M. No.: A37444

Encl.: As above

SECRETARIAL COMPLIANCE REPORT

OF

TATVA CHINTAN PHARMA CHEM LIMITED

CIN: L24232GJ1996PLC029894

FOR THE YEAR ENDED ON 31ST MARCH, 2024

We TNT & Associates, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Tatva Chintan Pharma Chem Limited** (CIN: L24232GJ1996PLC029894) (hereinafter referred as 'the listed entity'), having its Registered Office at Plot No. 502/17, GIDC Estate, Ankleshwar – 393 002, District: Bharuch, Gujarat, India. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on 31st March, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We **TNT & Associates** have examined:

- a) all the documents and records made available to us and explanation provided by Tatva Chintan Pharma Chem Limited ("the listed entity");
- b) the filings/ submissions made by the listed entity to the stock exchanges;
- c) website of the listed entity; and



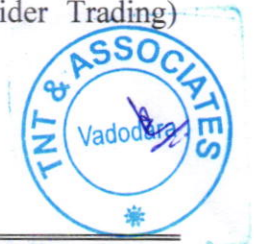
- d) any other document/ filing, as may be relevant, which has been relied upon to make this Report;

for the financial year ended on 31st March, 2024 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;
b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable for period under review**
e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable for period under review**
f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable for period under review**
g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



- h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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 as 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
<i>Not Applicable</i>										

- b) The listed entity has taken the following actions to comply with the observations made in previous reports 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
<i>Not Applicable</i>										



c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

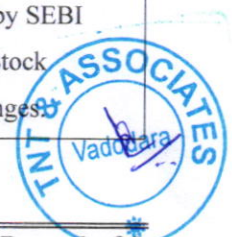
Sr. No.	Particulars	Compliance Status Yes or No	Observations/ Remarks by PCS
1	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under Section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	--
2	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/ guidelines issued by SEBI. 	<p>Yes</p> <p>Yes</p>	<p>--</p> <p>--</p>
3	<p>Maintenance and disclosure on Website:</p> <ul style="list-style-type: none"> • The Listed Entity is maintaining a functional website. • Timely dissemination of the documents/ information under a Separate Section on the website. 	<p>Yes</p> <p>Yes</p>	<p>--</p> <p>--</p>



	<ul style="list-style-type: none"> Web-links provided in annual corporate governance reports under Regulation 27 (2) are accurate and specific which re-directs to the relevant documents (s)/section of the website. 	Yes	--
4	Disqualification of Director: None of the Director(s) of the Company is/are disqualified under Section 164 of the Companies Act, 2013.	Yes	--
5	Details related to Subsidiaries of listed entities have been examined w.r.t: (a) Identification of material subsidiary companies (b) Disclosure Requirement of material as well as other subsidiaries	Yes Yes	-- --
6	Preservation of Documents: 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	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors, and the Committees during the financial year as prescribed in SEBI Regulations.	Yes	--



8	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.</p>	<p>Yes</p> <p>N.A.</p>	<p>Prior Approval of all related Party Transactions were obtained from Audit Committee.</p>
9	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure (s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	<p>Yes</p>	<p>--</p>
10	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	<p>Yes</p>	<p>--</p>
11	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p>	<p>NA</p>	<p>No action(s) has been taken against 'the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges.</p>



12	Resignation of statutory auditors from the listed entity or its material subsidiaries In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	No Such resignation event happened during the period under review.
13	No. additional Non-compliances observed: No additional non-compliance observed for any of the SEBI regulation/circular/guidance note, etc. except as reported above.	NA	No additional Non – compliance was observed.

Assumptions & Limitation of Scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.



4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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, TNT & ASSOCIATES
COMPANY SECRETARIES



DATE : 23RD MAY, 2024

PLACE : VADODARA

SIGNATURE :

NAME OF PARTNER : NIRAJ TRIVEDI

C. P. NO. : 3123

FCS : 3844

P R. No. : 3209/2023

UDIN : F003844F000427971

Plus 5/-