

**Date: 24<sup>th</sup> May, 2019**

**Ref: TRIL/SECT/2019-20/NSE-BSE/COMPL/08**

<b>To, The Secretary BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Security Code : 532928</b>	<b>To, The Secretary National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051 Trading Symbol : TRIL</b>
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Dear Sir/Madam,

**Sub: Secretarial Compliance Report for the financial year ended on  
31<sup>st</sup> March, 2019**

With reference to the captioned subject, we send herewith Secretarial Compliance Report pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 from Mr. Tapan Shah, Practicing Company Secretary for the financial year ended on 31<sup>st</sup> March, 2019.

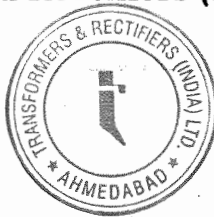
Please take the same on your record.

Thanking you,

Yours faithfully,

**For Transformers and Rectifiers (India) Limited**

  
**Rakesh Kiri  
Company Secretary**



Encl.: As above

**SECRETARIAL COMPLIANCE REPORT OF  
TRANSFORMERS AND RECTIFIERS (INDIA) LIMITED  
FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019**

To,  
Board of Directors of  
**Transformers and Rectifiers (India) Limited**  
CIN : L33121GJ1994PLC022460  
Survey No. 427 P/3-4 & 431  
P/1-2 Sarkhej Bavla Highway,  
Village: Moraiya, Taluka: Sanand  
Ahmedabad-382213

I, Mr. Tapan Shah, Practicing Company Secretary have examined:

- a) all the documents and records made available to me and explanation provided by **Transformers and Rectifiers (India) Limited** ('the Company'),
- 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 31 March, 2019 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 there under; 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");

Apart from above, 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, as amended from time to time;





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- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018:- N.A.
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018:- N.A.
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014:- N.A.
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008:- N.A.
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013:- N.A.
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time;
- i) SEBI (Delisting of Equity Shares) (Amendment) Regulations, 2016:- N.A.
- j) Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008:- N.A.
- k) SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003:- N.A.
- l) SEBI (Issue of Sweat Equity) Regulations, 2002:- N.A.
- m) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- n) SEBI (Depositories and Participant) Regulations, 2018 ;

and based on the above information, I hereby report that, during the Period under Review:

- (a) The Company has generally complied with all the material provisions of the above applicable Regulations and circulars/ guidelines issued there under.
- (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 my examination of those records.



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- (c) As per the undertaking and declaration given by the Management and concern person, no actions has been taken against the Company/its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under.
- (d) No Observations has been issued on the Company, as this is a first report of the Company.

Place: Ahmedabad

Name of Company Secretary : **TAPAN SHAH**Date: 23<sup>rd</sup> May, 2019Membership No. : **FCS4476**C P No. : **2839**