

TTL/SEC/2020-2021/  
25<sup>th</sup> May 2020

To,  
The General Manger,  
Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Fort, Mumbai - 400 023

Sub. : Compliance Report of Interim Order No. WTM/PS/09/CFD/MAY/2015 dated 20-05-2015 issued by SEBI.

This is with reference to the SEBI Order No. WTM/PS/09/CFD/MAY/2015 dated 20-05-2015.  
In continuation to the earlier compliance reports, we hereby submit the further Compliance Report as under:

1. Voting rights and corporate benefits like dividend, rights, bonus shares have been frozen to the extent specified in para 22(a) of the Interim Order.
2. As required by para 22(b) of the Interim Order, the Promoters and alleged promoters have been already informed that they should not buy/sale or deal with shares of Taparia Tools Ltd.
3. The promoters and alleged promoters have been advised that they should not accept new directorships of any listed company, as required by para 22(c) of the Interim Order.
4. All directors have been advised that they should not accept new directorships of any listed company, as required by para 22(d) of the Interim Order.

As regards reducing of promoters shareholding to less than 75% as mentioned in para 22 of the SEBI Interim Order dated 20-05-2015, we have to state that as per the proper interpretation of the statutory provisions, the promoters shareholding is already less than 75%. It is not 94% as mentioned in the SEBI Interim Order. In the SEBI Interim Order, some shareholders have been mentioned as 'promoter group'. However, they are not at all of promoters group, as per definition of 'promoter and promoter group'. In this regard, the Company had already submitted detailed reply to SEBI vide letter dated 14-10-2015.

Thereafter, the Company has received Order dated 26th June 2019 from SEBI confirming the directions issued vide Interim Order dated 20th May 2015.

The Company has filed an Appeal on 13<sup>th</sup> August 2019 at Securities Appellate Tribunal (SAT) Mumbai against the Order dated 26<sup>th</sup> June 2019 received from SEBI confirming the directions issued by SEBI vide Interim Order dated 20<sup>th</sup> May 2015. The matter regarding the said Appeal was heard by Honourable Judge on 21<sup>st</sup> February, 2020. After the hearing, the company explained to SAT that the company is evaluating de-listing option with SEBI. Therefore, the Company has requested SAT to fix next date of hearing after the conclusion of evaluation of de-listing option. The matter pertains to the event which has taken place sometime ago and ever since the Company has been disclosing the correct shareholding pattern to the Bombay Stock Exchange. The Company has been disclosing the same shareholding pattern since 31<sup>st</sup> December 2010 and wish to continue till the matter is decided by the Hon'ble Securities Appellate Tribunal.

The hearing of Appeal which was fixed on April 23, 2020 at SAT, Mumbai, was cancelled and postponed to July 6, 2020 at SAT, Mumbai.

Thanking you.

Yours faithfully,  
For Taparia Tools Ltd.  
Sd/-  
V.S. Datey (Contact no. 9823155883)  
Company Secretary