



TILAK VENTURES LIMITED

Reg. Office : E - 109, Crystal Plaza, New Link Road, Andheri (West), Mumbai 400053.

• Tel: 022- 6692 1199 • Email Id : tilakfin@gmail.com • Website: www.tilakfinance.wordpress.com • CIN : L65910MH1980PLC023000

Date: 30/05/2023

**To,
The Department of Corporate Services,
Bombay Stock Exchange Limited,
Ground Floor, P.J. Towers,
Dalal Street Fort,
Mumbai, MH - 400001**

Ref.: Scrip Code- 503663

Sub: Submission of Annual Secretarial Compliance Report for the Year ended 31st March, 2023

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are submitting here with the Annual Secretarial Compliance Report for the year ended 31st March, 2023.

Please take the same on your record and acknowledge the receipt of the same.

**Thanking You,
Yours Faithfully,
For Tilak Ventures Limited**

Davendra
Kumar

Digitally signed by
Davendra Kumar
Date: 2023.05.30 13:10:38
+05'30'

**Davendra Kumar
Company Secretary**



NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

SECRETARIAL COMPLIANCE REPORT OF TILAK VENTURES LIMITED
For the year ended on 31st March, 2023
(Under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
TILAK VENTURES LIMITED
E/109, Crystal Plaza,
New Link Road, Opp. Infinity Mall,
Andheri (West), Mumbai City MH 400053 IN

I Nitesh Chaudhary have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. TILAK VENTURES LIMITED. ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) other documents/ filings, which were relevant, and relied upon to make this certification and issue this report,

For the year ended 31st March, 2023 ("Review Period") 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:-

- 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 (Buyback of Securities) Regulations, 2018; (not applicable for the year under review);
- v) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (not applicable for the year under review).
- vi) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable for the year under review);
- vii) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; (not applicable for the year under review);
- viii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- ix) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- x) Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018;

And based on the above examination, I 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:-

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S. No.	Compliance Requirement (Regulations / Circulars/ Guidelines Including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisory/ Clarification/ Fine/ Show Cause notice/ Warning, etc)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remark
1	Regulation 23 (9), 29(2)/29(3) & 44(3) of SEBI (LODR) Regulations 2015	Regulation 23 (9), 29(2)/29(3) & 44(3)	• Delay in submission of disclosure of related party transactions on consolidated basis.	The Company has submitted the Waiver application for SOP Fines imposed under Regulation 23(9)	waiver application letter cum clarification letter	delay in filling of disclosure of related party transactions on consolidated basis under Regulation 23(9) for the half year i.e. 1st October, 2021 to 31st March, 2022	5000 /-	As per the information given by the company, the Company has submitted the disclosure of related party transactions within 30 days and filed the waiver application also, but due to non-acceptance of waiver application, the Company was in Non-compliance with disclosure of related party transactions on consolidated basis and has	The Company has submitted Waiver application but due to non-acceptance of waiver application, the company has made the payment of fine of amount 5900/- To BSE Ltd.,	-



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PRACTISING COMPANY SECRETARY

made the payment of fine of amount 5900/- To BSE Ltd., the company is advised to comply with the requirements diligently.

- (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 Non-Compliance	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any.
NIL				

- (d) The Listed Entity has taken following Actions to comply the Observations made in Previous Reports:

S. No.	Compliance Requirement (Regulations/ Circulars/ Guidelines Including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisory/ Clarification/ Fine/ Show Cause notice/ Warning, etc)	Details of Violation	Fine Amount	Observations/ Remarks of the Practising Company Secretary	Management Response	Remark
-	-	-	-	-	-	-	-	-	-	-

The additional affirmations by Practising Company Secretary (PCS) in Annual Secretarial Compliance (ASCR) in terms of the BSE Circular reference No. 20230410-41 dated; April 10, 2023, are given in the attached Annexure.

UDIN: F010010E000419782
Date: 30-05-2023



For Nitesh Chaudhary & Associates
Practising Company Secretary

Nitesh Chaudhary
Nitesh Chaudhary
Proprietor
C.P. No.: 16275
Membership FCS - 10010

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Annexure

Additional affirmations by Practicing Company Secretary (PCS) in Annual Secretarial Compliance (ASCR) in terms of BSE Circular reference no. 20230410-41 dated : April 10, 2023

S. No.	Particulars	Compliance Status (yes/ No/ NA)	Observations/ Remarks by PCS*
1	<u>Secretarial Standards:</u> The compliances of the Company are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	-
2	<u>Adoption and timely updation of the policies:</u> <ul style="list-style-type: none">• All applicable policies under SEBI Regulations are adopted with the approval of the Board of Directors of the Company.• All the policies are in conformity with SEBI Regulations and have been reviewed and timely updated as per the regulations/ circulars/ guidelines issue by SEBI.	Yes	-
3	<u>Maintenance and disclosures on website:</u> <ul style="list-style-type: none">• The Company is maintaining a functional website.• Timely dissemination of the documents/ information under a separate section on the website.• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.	yes	-
4	<u>Disqualification of Director:</u> None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	-
5	<u>To examine details related to Subsidiaries of the Company:</u> <ul style="list-style-type: none">• Identification of material subsidiary companies.• Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	-
6	<u>Preservation of Documents:</u> The company is preserving and maintaining	Yes	-

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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.		
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S. No.	Particulars	Compliance Status (yes/ No/ NA)	Observations/ Remarks by PCS*
7	<u>Performance Evaluation:</u> The Company has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations/ companies Act, 2013	yes	-
8	<u>Related Party Transactions:</u> <ul style="list-style-type: none">The Company has obtained prior approval of the Audit Committee for all related Party Transactions.In case no prior approval obtained, the Company shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified / rejected by the Audit Committee.	yes	-
9	<u>Disclosure of events or information:</u> The Company has provided all the required disclosure(s) under Regulation 30 read with schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	yes	-
10	<u>Prohibition of Insider trading:</u> The Company is in compliance with Regulations 3(5) & 3(6) of SEBI(Prohibition of Insider Trading) Regulations, 2015	yes	-
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Action taken against the Company/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	yes	-
12	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for all SEBI Regulation/ circular/ guidance note etc.	yes	-

*Observations/ Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'.

N. Chaudhary

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