



TGL/2021-22/SEC-623

Date: 24.06.2021

To,  
The Manager  
Department of Corporate Services-Listing  
**BSE Limited**  
16th floor, P J Towers,  
Dalal Street, Mumbai- 400001

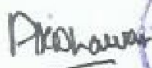
**Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular CIR/CFD/CMD1/27/2019 dated 08.02.2019**  
**Ref: Triveni Glass Limited (Scrip Code 502281)**

Dear Sir,

In pursuance to the applicable clauses of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular CIR/CFD/CMD1/27/2019 dated 08.02.2019, we are enclosing herewith the Annual Secretarial Compliance Report issued by a practicing Company Secretary, for the quarter and year ended 31.03.2021.

This is for your information and record purpose.

**Thanks and regards**  
**For Triveni Glass Limited**

  
**A.K. Dhawan**  
**Director Finance**



Encl.: Annual Secretarial Compliance Report

Regd. Off. :

1, Kanpur Road, Allahabad - 211 001, India

Phone : +91-532-2407325

Fax : +91-532-2407450

E-mail : akd@triveniglassltd.com

Website : www.triveniglassltd.com

CIN No. : L26101UP1971PLC003491

IF IT'S GLASS IT'S US



**Saurabh Basu**

ACS, ACMA, MBA (Fin)  
Practising Company Secretary  
Insolvency Professional

**S BASU & ASSOCIATES**

Company Secretaries  
Code No.- S2017WB456500  
10/6/2 Raja Rammohan Roy Road,  
3<sup>rd</sup> Floor, Kolkata - 700008

**The Board of Directors,**

Triveni Glass Ltd.

1, Kanpur road,

Prayagraj- 211001 (U.P)

**Sub: Annual Secretarial Compliance Report for the Financial Year 2020-21**

Dear Sir,

We have been engaged by **Triveni Glass Ltd** (hereinafter referred to as the 'Company') bearing **CIN: L26101UP1971PLC003491** whose equity shares are listed on 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 and marked as **Annexure A**.

In view of lockdown due to COVID 19, we have conduct part of our audit on the basis of details /documents provided by the Company through Email and/or other digital mode

Place: Kolkata  
Date: 24.06.2021

For S Basu & Associates  
Company Secretaries  
Firm Registration No : S2017WB456500



Saurabh Basu  
Proprietor  
ACS: 18686 ; C.P.: 14347  
Peer Review No : 1017/2020  
UDIN : A018686C000507460

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**Saurabh Basu**

ACS, ACMA, MBA (Fin)  
Practising Company Secretary  
Insolvency Professional

**S BASU & ASSOCIATES**

Company Secretaries  
Code No.- S2017WB456500  
10/6/2 Raja Rammohan Roy Road,  
3<sup>rd</sup> Floor, Kolkata - 700008

**Annexure A**

**Secretarial Compliance Report of Triveni Glass Ltd for the year ended 31<sup>st</sup> March,2021**

Pursuant to circular issued by Securities and Exchange Board of India dated 08.02.2019 (No : CIR /CFD/CMD1/27/2019)

We **S Basu & Associates**, Company Secretaries, have examined:

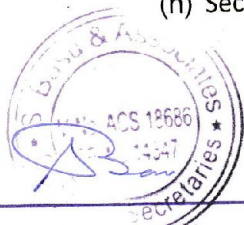
- (a) all the documents and records made available to us and explanation provided by **Triveni Glass Ltd** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March ,2021 ("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:-

- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,



# Continuation Sheet

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Company Secretaries

Code No.- S2017WB456500

2015; and clause 6(A) and 6(B) of circular No.CIR/CFD/CMD1/114/2019 Dated October 18,2019 issued by the Securities and Exchange Board of India on "Resignation of Statutory Auditors from Listed Entities and their material subsidiaries";

and based on the above examination, to the extent it applicable to the Company ,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 below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Company have requisite number of Independent Director	One Independent Director has been suddenly resigned and accordingly at that time the Composition of Board of Directors suddenly changed.  The Company has an women Independent Director since 24.03.2015.
2.	Regulation 23 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of disclosure of related party transactions on consolidated basis for the half year ended 30 <sup>th</sup> September,2020	Since it is a First time compliance in respect of the SEBI circular dated 22.01.2020 and disruption of the workload due to COVID -19 pandemic the Company has applied for waiver of penalty but no reply received till date.



# Continuation Sheet

**S BASU & ASSOCIATES**  
Company Secretaries  
Code No.- S2017WB456500

(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.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	BSE Limited	<b>Regulation 23 (9)</b> Delay in submission of disclosure of related party transactions on consolidated basis for the half year ended 30 <sup>th</sup> September,2020	Fine of Rs. 2,40,000/- Imposed by BSE vide notice dated 18.01.2021	Since it is a First time compliance in respect of the SEBI circular dated 22.01.2020 and disruption of the workload due to COVID -19 pandemic the Company has applied for waiver of penalty but no reply received till date.
2.	BSE Limited	<b>Regulation 17(1)</b> The composition of Board of Directors	Fine of Rs.65,000/- imposed by BSE vide notice dated 17.05.2021	One Independent Director has been suddenly resigned and accordingly at that time the Composition of Board of Directors suddenly changed.  The Company has an women Independent Director since 24.03.2015. The Company has applied for waiver of penalty but no reply received till date.



# Continuation Sheet

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Company Secretaries

Code No.- S2017WB456500

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March,2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
No such cases				

Place: Kolkata

Date: 24.06.2021

For S Basu & Associates

Company Secretaries

Firm Registration No. S2017WB456500



Saurabh Basu

Proprietor

Membership No A18686 CP No 14347

Peer Review No : 1017/2020

UDIN : A018686C000507460