

# TCFC FINANCE LIMITED

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30<sup>th</sup> June, 2021

To,  
The Manager  
Listing Department,  
BSE Limited  
P.J Towers, Dalal Street,  
Fort, Mumbai – 400 001

**Scrip Code: 532284**

**Sub : Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2021**

Sir/Madam,

In compliance of Regulation 24A of SEBI (Listing Obligation Disclosure 2015, Requirement) Regulation, please find the enclosed the scanned copy of the Annual Secretarial Compliance Report for the financial year 2020-2021.

Thanking you,

**For TCFC Finance Limited**



**Kinjal Sheth  
Company Secretary**

**Encl: As Above**

**CIN No.: L65990MH1990PLC057923**

**Secretarial Compliance Report of TCFC Finance Limited for the year ended March 31,2021**

We, **Aabid & Company**, have examined:

- (a) all the documents and records made available to us and explanation provided by **TCFC Finance Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (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; **Not Applicable during the reporting period**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable during the reporting period**



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the reporting period**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable during the reporting period**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Depository Act, 1996 and the Regulations and Bye-laws framed there under;
- (j) Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; not applicable during the reporting period; **Not Applicable during the reporting period**
- (k) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act;
- (l) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable during the reporting period**
- (m)..... (other regulations as applicable) and circulars/ guidelines issued thereunder; 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 below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
<b>Not Applicable</b>			

(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	WAIVER OF FINE LEVIED PURSUANT TO SEBI CIRCULAR SEBI/HO/CFD/CMD/CIR/P/2018/77 DATED MAY 03, 2018	Warning received via email for submission of the compliance	<p>Company had requested for waiver of fine was placed before the "Committee for Reviewing Representations for Waiver of Fines Levied under Standard Operating Procedure (SOP)".</p> <p>Pursuant to the decision of the aforesaid Committee, we hereby inform you that the company's request for waiver of the fine has been approved. penalty of Rs. 61360/- that bse had imposed for late filing of Shareholding Pattern for the quarter 31.3.2020 has been waived by the Exchange and adjusted against the payment of annual listing fees for the f.y.2021-2022</p>



(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... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
<b>Not Applicable</b>				



**For Aabid & Co.  
Company Secretaries**

A handwritten signature in blue ink that reads "Shweta".

**CS Shweta Dinesh Sharma  
Partner  
Membership No: 23466  
CoP No: 22002  
UDIN:A023466C000536748**

**Date: 29<sup>th</sup> June, 2021  
Place: Mumbai**

***Disclaimer: We are providing this report on the request of managements of the Company and due to impact of Covid-19 no physical verification of documents could be made. However we were provided required documents and details via emails.***