

# **TCFC FINANCE LIMITED**

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27<sup>th</sup> May, 2019

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

Scrip Code: 532284

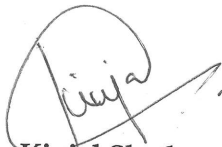
Sub : Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2019

Sir/Madam,

In compliance of Regulation 24A of SEBI (Listing Obligation Disclosure 2015, Requirement) Regulation, please find the enclosed copy of the Annual Secretarial Compliance Report dated 27<sup>th</sup> May, 2019 for the financial year 2018- 2019.

Thanking you,

For TCFC Finance Limited



Kinjal Sheth  
Company Secretary



**CIN No.: L65990MH1990PLC057923**

**Annex-A**

**Secretarial compliance report of TCFC Finance Limited for the year ended 31<sup>st</sup> March 2019**

We Aabid & Co. 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 TCFC Finance Limited the listed entity to the stock exchanges,
- (c) Website of TCFC Finance Limited 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 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 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 financial year under review)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable during the financial year under review)**



(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable during the financial year under review)**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable during the financial year under review)**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) (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.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.

(c) No 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.

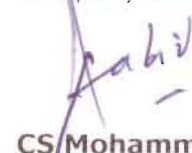
(d) The listed entity has taken the following actions to comply with the observations made in previous reports: **N/A**

**Place:** Mumbai

**Date:** 27/05/2019

For **Aabid & Co**

Company Secretaries



**CS/Mohammed Aabid**

Partner

Membership No.: **F6579**

COP No.: **6625**