



23rd June, 2021

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai - 400 001

Scrip Code - 532513

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor

Plot No. C/1 G Block

Bandra - Kurla Complex, Bandra - (E)

Scrip Symbol - TVSELECT

Mumbai - 400 051

Dear Sirs,

Sub: Filing of Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.CIR/CFD/CMD1/27/2019 dated 8th February 2019, we are filing herewith the Secretarial Compliance Report for the year ended 31st March 2021, issued by the Secretarial Auditors of the Company, M/s. V Suresh Associates, Company Secretaries, Chennai.

Kindly take the same on record.

Thanking you,

For TVS Electronics Limited

K. Santosh

Company Secretary



TVS Electronics Limited

"Arihant E-Park", No.117/1, 8th & 9th Floor, L.B.Road, Adyar, Chennai - 600 020. Tel.: + 91-44-4200 5200

Registered office : No.249A, Ambujammal Street, Off TTK Road, Alwarpet, Chennai-600 018.

Corporate Identity Number : L30007TN1995PLC032941

E-mail id : webmaster@tvs-e.in Website: www.tvs-e.in

**SECRETARIAL COMPLIANCE REPORT OF TVS ELECTRONICS LIMITED FOR
THE YEAR ENDED 31.03.2021**

We, V Suresh Associates, Practising Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by TVS Electronics Limited (“the listed entity”).
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,

for the year ended 31.03.2021, 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; (no events during the audit period)
- (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; (no events during the audit period)
- (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; (no events during the audit period)

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (no events during the audit period)

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

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 Practising Company Secretary
NIL	NIL	NIL	NIL

(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 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 Practising Company Secretary, if any.
NIL	NIL	NIL	NIL	NIL



(d) The listed entity has taken the following actions to comply with the observations made in previous reports: **(NOT APPLICABLE)**

Sr.No	Observations of the Practising Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended..	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity.
1.	<p>Regulation: Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>Regulation No. :18(1)(d)</p> <p>Compliance requirement: The chairperson of the audit committee shall be an independent director and he/ She shall be present at Annual general meeting to answer shareholder queries.</p>	31.03.2020	<p>The Chairperson of the Audit Committee was present at the Annual General Meeting to answer the queries.</p> <p>Previous AGM was held on 08th August 2020.</p>	Action taken as mentioned by the Company
2.	<p>Regulation: Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>Regulation No.:20(3)</p> <p>Compliance requirement: The Chairperson of the Stakeholders Relationship Committee shall be present at the annual general meetings to answer queries of the security holders.</p>	31.03.2020	<p>The Chairman of the Stakeholders Relationship Committee was present at the Annual General Meeting to answer the queries.</p> <p>Previous AGM was held on 08th August 2020.</p>	Action taken as mentioned by the Company



3.	<p>SEBI Circular: SEBI/HO/CFD/DCR1/CIR? P/2018/85. Dated 28" May 2018, on "System driven disclosures in the Securities Market"</p> <p>Compliance requirement: The information with respect to changes in directors / employees as defined under the said circular is required to be provided to the designated depository within two working days, as specified in Annexure A, clause 4 in PIT regulations in the said Circular.</p>	31.03.2020	The Same is updated as on the date of this report.	Action taken as mentioned by the Company
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(e) The Listed entity has complied with the provisions of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18,2019, in terms of Para 6(A) and 6(B) of the said circular and has suitably modified the terms of appointment of its Statutory Auditor.

Place: Chennai
Date: 21.05.2021

For V Suresh Associates
Practising Company Secretaries



V Suresh
Senior Partner
FCS No. 2969
C.P.No. 6032

Peer Review Cert. No. : 667/2020
UDIN:F002969C000352604