

**SECRETARIAL COMPLIANCE REPORT
OF
TEGA INDUSTRIES LIMITED (CIN: L25199WB1976PLC030532)
FOR THE YEAR ENDED MARCH 31, 2022**

[As per Regulation 24A (2) of the SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

I, Sweety Kapoor, Practising Company Secretary, having office at Business Communication Centre, 21, Parsee Church Street, Kolkata- 700001, have conducted the Secretarial Compliance Audit of the applicable SEBI Regulations and the circulars/guidelines issued thereunder for the period commencing from December 13, 2021 (the date on which the Equity Shares of the Company were listed and admitted to dealings on National Stock Exchange Limited of India and BSE Ltd) to March 31, 2022 of Tega Industries Limited (“the listed entity”).

The audit was conducted in a manner that provided a reasonable basis for evaluating the statutory compliances and expressing my opinion thereon.

I have examined:

- (a) all the documents and records made available to me and explanation provided by 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 period ended March 31, 2022 (“Review Period”) in respect of compliance with the provisions of:

- (i) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (ii) 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, to the extent applicable, 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 to the listed entity during the Review Period);



- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 - (Not applicable to the listed entity during the Review Period);
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

And based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with all the material 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 thereunder in so far as it appears from my examination of those records;
- (c) There was no instance 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;
- (d) The Company's equity shares were admitted for trading on BSE and NSE Ltd w.e.f December 13, 2021. This being the first report issued to the listed entity post listing, no action was required to be taken for any previous reports;
- (e) The reporting of clause 6(A) and 6(B) of the 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" is not applicable during the Review Period.



Place: Kolkata

Date: 24.05.2022

Sweety Kapoor
SWEETY KAPOOR

Practising Company Secretary

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UDIN: F006410D000379904