



# **TRITON CORP LIMITED**

July 02, 2020

To

**Corporate Service Dept.**  
**Bombay Stock Exchange,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001.

Scrip Code: 523387

Sub: **Annual Secretarial Compliance Report under Regulation 24 (A) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith, Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March 2020.

Kindly take the same on your record.

Thanking you,

Yours Faithfully,

**For Triton Corp Limited**

For TRITON CORP LIMITED

Company Secretary

**Tara Rawat**

(Company Secretary and Compliance Officer)



SECRETARIAL COMPLIANCE REPORT OF  
"TRITON CORP LIMITED" FOR THE YEAR ENDED MARCH 31, 2020

I, *Ganesh Datt*, have examined:

- (a) all the documents and records made available to us and explanation provided by **TRITON CORP 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 March 31, 2020 ("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: *(Not Applicable During Review 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; *(Not Applicable During Review Period)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(Not Applicable During Review Period)*



**DATT GANESH & ASSOCIATES**

Company Secretary

B - 62, Sector - 57, Noida,

Gautam Budh Nagar, Uttar Pradesh - 201301

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- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not Applicable During Review Period)*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *(Not Applicable During Review Period)*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, replaced by The Securities and Exchange Board of India (Depositories and Participants) Regulations 2018 (with effect from October 03, 2018).

and circulars/ guidelines issued thereunder;

and based on the above examination, I 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 (Regulation/ circular/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Appointment of company Secretary as the compliance officer under Regulation 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.	The Listed entity had not appointed a qualified company secretary since April 09, 2018 to February 23, 2020.	The listed entity has appointed a qualified company secretary w.e.f. February 24, 2020
2.	Section 21A of Securities Contracts (Regulations) Act, 1956 read with Rule 21 of Securities Contract (Regulations) Rules, 1957 and SEBI (Regulatory Fee on Stock Exchange) Regulations, 2006	During the year company has paid Rs. 5,00,000/- towards the Listing Fees pertaining to previous years.	As on March 31, 2020 total outstanding Listing Fees Rs. 6,82,519/- which includes Listing Fee for financial year 2019 - 2020, arrears of
		earlier years and arrears of Interest up to the financial year 2019 - 2020.	



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Company Secretary

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- (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 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, warnings letter, debarment etc.	Observations/ Remarks of the Practicing Company Secretary, if any
1.	Regulation 13(3) Non-Submission of the Statement on shareholders complaints within the period prescribed	Letter No. LIST/ COMP/ 523387/ Reg. 13(3) - Mar- 19/44/2020- 20	Basic fine 3,000/- and GST as Applicable	No outstanding under this regulation.
2.	Regulation 14 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non Payment of Listing Fees	During the year company has paid Rs. 5,00,000/- towards the Listing Fees pertaining to previous years.	As on March 31, 2020 total outstanding Listing Fees Rs. 6,82,519/- which includes Listing Fee for financial year 2019 - 2020, arrears of earlier years and arrears of Interest up to the financial year 2019 - 2020.



(d) The listed entity has taken the following actions to comply with the observations made in the 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 March 2019,	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Appointment of company Secretary as the compliance officer under Regulation 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure	The listed entity had appointed a qualified company secretary till April 09, 2018.	The listed entity has appointed a qualified company secretary w.e.f. February 24, 2020.	No violation continues under this regulation, though penalties under regulation 6(1) for non compliances up to date of appointment is to be paid by the listed

