



TSIL/SE/2019-20/26

May 27, 2019

**The Secretary, Listing Department
BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

**The Manager, Listing Department
National Stock Exchange of India Ltd**
"Exchange Plaza", 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra
(East), Mumbai 400 051

Scrip Code: 513010

Symbol: TATASPONGE

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2019

Dear Sir/ Madam,

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed the Annual Secretarial Compliance Report of Tata Sponge Iron Limited, dated May 15, 2019, for the year ended March 31, 2019, issued by M/s. S.M. Gupta & Co., Practicing Company Secretaries.

This is for your information and records.

Thanking you,

Yours faithfully,

For Tata Sponge Iron Limited

Sanjay Kasture
Chief Risk & Compliance Officer
and Company Secretary

Encl. As above

Tata Sponge Iron Limited

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S. M. GUPTA & CO.
COMPANY SECRETARIES
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No.....
Secretarial compliance report
of
Tata Sponge Iron Ltd
for the year ended 31st March, 2019
Dated

[Pursuant to Circular No. CIR/CFD/CMD1/27/2019 dated 08.02.2019 issued by
Securities and Exchange Board of India]

To,
The Members,
TATA SPONGE IRON LIMITED
P.O Joda, Keonjhar
Odisha-758034

1. We have examined:

- (a) all the documents and records made available to us and explanation provided by Tata Sponge Iron Ltd ("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 31.03.2019 ("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");

2. 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; **NA**
- (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; **NA**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **NA**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **NA**

(g) Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013; **NA**

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

and based on the above examination, we hereby report that, during the Review Period:

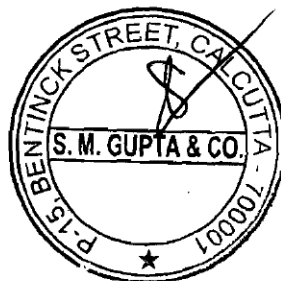
(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	NIL	NIL	NA

(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 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.
NA	NA	NA	NA	NA



(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA	NA	NA	NA	NA

Place: Kolkata
Date: 15.05.2019


(S. M. Gupta)
Partner

S. M. Gupta & Co.,
Company Secretaries

Firm Registration No. : P1993WB046600

Membership No. - FCS No:896

C P No. : 2053

