



**TV VISION LTD**

A SRI ADHIKARI BROTHERS ENTERPRISE

June 18, 2021

To  
The Manager - DCS  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001  
**Scrip Code: 540083**

Dear Sir,

**Sub.: Annual Secretarial Compliance Report for the year ended March 31, 2021**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, enclosed herewith please find the Annual Secretarial Compliance Report issued by M/s. Shweta Mundra & Associates, Practising Company Secretary for the year ended March 31, 2021.

Kindly take the above in your record.

Thanking you,  
Yours faithfully,

For **TV Vision Limited**

**Shilpa Jain**  
**Company Secretary & Compliance Officer**  
**ACS: 24978**

Encl.: A/a

**Secretarial Compliance Report**

of TV Vision Limited for the year ended 31<sup>st</sup> March 2021.

[pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019]

To,

The Members,  
TV Vision Limited,  
4th Floor, Adhikari Chambers,  
Oberoi Complex, New Link Road,  
Andheri (West), Mumbai - 400053.

We, Shweta Mundra & Associates, Practicing Company Secretaries have examined:

- (a) All the documents and records made available to us and explanation provided by TV Vision Limited (having Corporate Identification Number L64200MH2007PLC172707 and whose equity shares are listed at BSE Limited and National Stock Exchange of India Limited with Scrip Code/Symbol of "540083" and "TVVISION" respectively) ("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<sup>st</sup> March 2021 ("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: -



## Shweta Mundra & Associates

Office Address: B- 202, Chandrakant Residency, 150 Feet Road, Near Maxus Mall, Bhayander (W)  
PIN- 401 101 (INDIA), Mobile No. 7021723346, Email: shwetamundra@gmail.com

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein with referred to as LODR);
- (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 (No compliances were required to be made during the review period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (No compliances were required to be made during the review period);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (No compliances were required to be made during the review period);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (No compliances were required to be made during the review 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/guide-lines including specific clause)	Description	Observations/Remarks of the Practicing Company Secretary
1	Regulation 18(3) read with Part B (4) of Schedule II of SEBI (LODR) Regulations 2015	The Audit Committee shall mandatorily review the internal audit reports relating to internal control weaknesses.	The Company has not appointed the Internal Auditor as mandatory for Listed Entities u/s 138 of the Companies Act, 2013. Therefore, the Audit Committee could not review the internal audit report



- (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) There are no evidences of action 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 as intimated by the representatives and compliance officer of the Company.
- (d) Observations in the previous reports requiring follow-up actions by the listed entity:
1. The Company has not appointed the internal auditor in the reporting time to rectify the deviation in the previous year.
  2. Further, the Company has paid the listing fees to the Stock Exchanges in time, for the current reporting year.
  3. The Company was not having the CFO for some period of time in the previous year, FY 2019-20, which was rectified within the year and CFO was appointed with effect from 18.04.2019. Also, the observation related to CSR was settled in due course of action.

**Note:**

**\*Re-submission of Scrutinizer Report and Voting Results (revised) on October 01, 2020 for the 13th Annual General Meeting of the Company:** The earlier submission was done well within the stipulated time on September 30, 2020 of the Scrutinizer Report and Voting Results of the 13th Annual General Meeting of the Company held on Monday, September 28, 2020 at 2.45 PM. Later, the email received from BSE Ltd for Discrepancies in Voting Result, the Company submitted revised voting results along-with Scrutinizer report. As intimated to us, the Company has inadvertently mentioned incorrect interest of the Promoters in the resolution.

\*The Company informed the respective Stock Exchanges on September 16, 2020 that M/s, Sharex Dynamic (India) Pvt Ltd., existing RTA of the Company has now merged with M/s, Link Intime India Pvt Ltd as per the order passed by Regional Director on July 16, 2020. Accordingly, M/s, Sharex Dynamic (India) Pvt Ltd has ceased to exist as a separate entity and hereafter post-merger is known as Link Intime India Pvt Ltd.



## Shweta Mundra & Associates

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\*In the wake of COVID-19, various relaxations are provided & time limit is extended for various applicable compliances by SEBI. The Company has done various compliances related to Quarter ended on June 30, 2020 and March 31, 2021 under relaxation.

\*Due to lockdown (on account of COVID-19 second wave), we have not been able to carry out physical visit to the Company office for verification of the data. The certificate is based on the virtual data provided by the Company received through email, Verification with the available data on BSE Limited and National Stock Exchange of India Limited and oral confirmation from the Company Representatives.

For Shweta Mundra & Associates,  
Practicing Company Secretaries

*Shweta Mundra*

CS Shweta Mundra  
ACS- 38115, COP - 15387  
UDIN: A038115C000401445



Place: Mumbai  
Date: May 31, 2021