

**Annual Secretarial Compliance Report of M/s. Tyche Industries Limited
for the year ended 31/03/2023
(Pursuant to Regulation 24A of SEBI (LOOR) Regulations, 2015)**

I, D Renuka, Practicing Company Secretary conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s. Tyche Industries Limited [CIN: L72200TG1998PLC029809] (hereinafter referred as the "listed entity"), having its Registered Office at H.No C-21/A, Road No.9. Film Nagar, Jubilee Hills, Hyderabad-500096. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that in my opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the listed entity has appropriate Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I D. Renuka has examined:

- (a) all the documents and records made available to us and explanation provided by **Tyche Industries 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 31/03/2023 ("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 there under; and
- (b) The Securities Contracts (regulation) Act,1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, including:-

- (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 to the listed entity during the 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 to the listed entity during the review period)

OFFICE :

Plot No. 143, Flat No. 301, SV's Kausalya Complex, Rajeev Nagar, Hyderabad - 45.



(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021. (Not applicable to the listed entity during the review period).

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the listed entity during the review period)

(g) 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)

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

(i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/guidelines issued thereunder.

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations Remarks by PCS
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under Section 118(1 0) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2	Adoption and timely updation of the Policies: •All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entity • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes Yes	None None
3	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website	Yes	None



	<ul style="list-style-type: none"> Timely dissemination of the documents/ information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website 	Yes	None
4	Disqualification of Director: None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	None
5	Details related to Subsidiaries of listed entities have been examined wrt: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA NA	The listed company doesn't have any subsidiaries including material subsidiary.
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	None
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	None



8	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved /ratified /rejected by the Audit committee.</p>	Yes Yes	None None
9	<p>Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.</p>	Yes	None
10	<p>Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	None
11	<p>Actions taken by SEBI or Stock Exchange(s) if any: No Actions taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.</p>	Yes	None
12	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	Yes	None

I further report that during the review period, M/s. P. S. N. Ravishanker & Associates, Chartered Accountants, (Firm's Registration No. 003228S) were appointed as the Statutory Auditors of the Company in place of M/s. SURYAM & CO, Chartered Accountants, (Firm Registration No. 012181S), the retiring auditors, to hold office from the conclusion of the 24th Annual General Meeting held on 30th day of September 2022 until the conclusion of 29th Annual General Meeting of the Company. There was no other event of reappointment/resignation of statutory auditors of the Company.



I further report that :

(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: -

SI No	Compliance requirement(Regulations/Circulars /guidelines including specific Clause	Regulation/ Circular no.	Deviation	Action Taken by	Type of action	Fine amount	Observation s/remarks of the practicing company secretary	Management response	Remarks
NONE									

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

SI No	Compliance requirement(Regulations/Circulars /guidelines including specific Clause	Regulation/ Circular no.	Deviation	Action Taken by	Type of action	Fine amount	Observation s/remarks of the practicing company secretary	Management response	Remarks
1	Submission of Audit Report	Regulation 33	Non-submission of Auditor Report within the period prescribed under this regulation for the qtr/year ended March 2021	BSE Ltd	BSE Ltd has levied a penalty	Rs.2,77,300/-	Company's representation was made for waiver of fine and in reply on 06.05.2022 BSE Waived the same	Company's representation was made for waiver of fine and in reply on 06.05.2022 BSE Waived the same	nil



Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Hyderabad
Date: 23.05.2023



Signature
Name: D Renuka

UDIN : **A011963E000358311**
ICSI Peer Review UIN: I2000TL172900