

27<sup>th</sup> May, 2019

The Dy. General Manager (Listing Dept.)  
BSE Limited,  
Corporate Relationship Dept.,  
1<sup>st</sup> Floor, New Trading Ring,  
P. J. Towers, Dalal Street, Fort,  
Mumbai - 400 001  
**(BSE Scrip Code: 500420)**

The Manager – Listing Dept.,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G. Block,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai – 400 051  
**(NSE Scrip Code: TORNTPHARM)**

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the year ended 31-Mar-19**

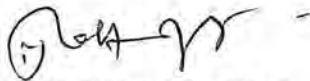
Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08-Feb-19, kindly find enclosed Annual Secretarial Compliance Report for the year ended on 31-Mar-19 issued by M/s. M. C. Gupta & Co., Practicing Company Secretaries, Ahmedabad.

Kindly take note of the above.

Thanking you,

Yours sincerely,

For TORRENT PHARMACEUTICALS LIMITED



MAHESH AGRAWAL  
VP (LEGAL) & COMPANY SECRETARY

Encl.: A/a

**Secretarial Compliance Report of Torrent Pharmaceuticals Limited  
for the year ended 31<sup>st</sup> March, 2019**

To,  
Torrent Pharmaceuticals Limited,  
Torrent House,  
Off Ashram Road,  
Ahmedabad – 380 009.

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 Dated February 8, 2019, we have examined:

- (a) all the documents and records made available to us and explanation provided by Torrent Pharmaceuticals Limited (“the listed entity”) CIN: L24230GJ1972PLC002126 and having its Registered office at Torrent House, Off Ashram Road, Ahmedabad – 380 009,
- (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, 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”);

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 the reporting 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 the reporting period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not Applicable during the reporting period);



*M. C. Gupta & Co.*  
*Company Secretaries*

**CS Mahesh C. Gupta**  
B.Com (Hons.), LL.M., MBA, ACMA, FCS

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 (Not Applicable during the reporting period);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- and the circulars/ guidelines issued thereunder;

and based on the above examination, I/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.
- (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/ 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, department, etc.	Observations/Remarks of the Practicing Company Secretary, if any
NIL				

- (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 (years to be mentioned)	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the Action taken by the listed entity
NOT APPLICABLE				

Place: Ahmedabad  
Date: 20<sup>th</sup> May, 2019

For M C Gupta & Co.  
Company Secretaries,  
UCN: S1986GJ003400

*Mahesh Gupta*

Mahesh Chand Gupta  
Proprietor  
FCS: 2047 (CP: 1028)

