

24 May, 2021

National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051. <u>NSE Symbol: TIMKEN</u>	BSE Limited. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. <u>Scrip Code: 522113</u>
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Dear Sir,

Re. Annual Secretarial Compliance Report

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith the Annual Secretarial Compliance Report for the year ended 31 March, 2021 issued by a Practicing Company Secretary.

Kindly take note of the same.

Yours faithfully,

For TIMKEN INDIA LIMITED

Mandar
Mohanjiraj Vasmatar
Vasmatar

Digitally signed by
Mandar Mohanjiraj
Vasmatar
Date: 2021.05.24
12:24:22 +05'30'

Mandar Vasmatar
Company Secretary
& Chief - Compliance

Secretarial compliance report of Timken India Limited (CIN:

L29130KA1996PLCo48230) for the year ended

March 31, 2021

I have examined:

- (a) all the documents and records made available to us and explanation provided by Timken India 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, 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: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR);
- (b) The 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;

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- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
(Not applicable to the listed entity during the Review Period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(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 and Redeemable Preference Shares) Regulations, 2013 **(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
- (j) and circulars/ notifications/ 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;
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.
- (c) No action has been 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 there under:

(d) There were not observations in the previous report. Hence, the listed entity was not required to take any action to comply with the observation made in previous reports.

NOTE: *Due to Covid-19 pandemic situation, we have conducted online verification and examination of records, as facilitated by the listed entity for the purpose of issuing this Report.*




Nagarjun Y G
Practicing Company Secretary
Membership No: A52406
CP: 19301
PR: 714/2020

Date: May 20, 2021
Place: Bengaluru
UDIN: A052406C000347349