Date: 05.03.2021

To	To
Corporate Relationship Department **BSE Limited** **1st Floor, Rotunda Building** **P.J Towers, Dalal Street,** **Mumbai-400 001.**	**National Stock Exchange of India Limited** **Exchange Plaza, 5th Floor,** **Plot No. C/1, G Block,** **Bandra Kurla Complex, Bandra (E)** **Mumbai- 400 051.**

Dear Sir,

Subject: Report of violation related to Code of Conduct under the SEBI (Prohibition of Insider Trading) Regulations, 2015

Scrip Code: BSE- 541700/Stock Symbol: NSE- TCNSBRANDS

Dear Sir/Madam,

Pursuant to the captioned subject, we enclose herewith the reports of violation related to Code of Conduct to report, monitor and regulate Insider Trading formulated under SEBI (Prohibition of Insider Trading) Regulations, 2015 as Annexure A and B in the format prescribed by SEBI vide its Circular SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020.

We request you to kindly take the above information on record.

For and on behalf of TCNS Clothing Co. Limited

TCNS CLOTHING CO. LIMITED NEW DELHI

Piyush Asija
Company Secretary and Compliance Officer
M.No: A21328

ANNEXURE-A

Report by TCNS CLOTHING CO. LIMITED for violations related to Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015.

[For listed companies: Schedule B read with Regulation 9 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015

For Intermediaries/ Fiduciaries: Schedule C read with Regulation 9(1) and 9(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1</td><td>Name of the listed company/ Intermediary/Fiduciary</td><td colspan="3">TCNS Clothing Co. Limited</td></tr>
<tr><td>2</td><td>Please tick appropriate checkbox
Reporting in capacity of :
☐ Listed Company
☐ Intermediary
☐ Fiduciary</td><td colspan="3">Listed Company</td></tr>
<tr><td rowspan="13">3</td><td colspan="4">A. Details of Designated Person (DP)</td></tr>
<tr><td>i. Name of the DP</td><td colspan="3">Mr. Dharmender Kumar</td></tr>
<tr><td>ii. PAN of the DP</td><td colspan="3">ACWPK3974H</td></tr>
<tr><td>iii. Designation of DP</td><td colspan="3">Head of Department- Sourcing</td></tr>
<tr><td>iv. Functional Role of DP</td><td colspan="3">Sourcing of raw material and handling of supply chain</td></tr>
<tr><td>v. Whether DP is Promoter or belongs to Promoter Group</td><td colspan="3">No</td></tr>
<tr><td colspan="4">B. If Reporting is for immediate relative of DP</td></tr>
<tr><td>i. Name of the immediate relative of DP</td><td colspan="3">NA</td></tr>
<tr><td>ii. PAN of the immediate relative of DP</td><td colspan="3">NA</td></tr>
<tr><td colspan="4">C. Details of transaction(s)</td></tr>
<tr><td>i. Name of the scrip</td><td colspan="3">TCNS Clothing Co. Limited
BSE: 541700
NSE: TCNSBRANDS</td></tr>
<tr><td>ii. No of shares traded and value (Rs.) (Date- wise)</td><td colspan="3"><table>
<tr><th>No. of equity shares traded (Sold)</th><th>Date of transaction</th><th>Value of Trade (in Rs.)</th></tr>
<tr><td>3200</td><td>Aug 31, 2020</td><td>13,60,740</td></tr>
<tr><td>156</td><td>Sep 02, 2020</td><td>65,675</td></tr>
<tr><td>2201</td><td>Sep 23, 2020</td><td>8,57,934</td></tr>
</table></td></tr>
</table>

	D. In case value of trade(s) is more than Rs.10 lacs in a calendar quarter	
Sr. No.	**Particulars**	**Details**
	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under regulation 7 of SEBI (PIT) Regulations, 2015	Declaration in prescribed form-C of the above trades (sale of shares) was required to be intimated within 2 days of transaction to the Company as the cumulative transaction value (sale) during the quarter exceeded 10 lacs. The delayed intimation was given by Mr. Dharmender Kumar on Feb 23, 2021 to the Company.
	ii. Date of intimation of trade(s) by Company to stock exchanges under regulation 7 of SEBI (PIT) Regulations, 2015	The Company has intimated the stock exchanges on Feb 24, 2021.
4	Details of violations observed under Code of Conduct	Mr. Dharmender Kumar traded in the securities of the Company as mentioned in Section C (ii) above and inadvertently failed to report the details of such trades (3 in numbers) in prescribed form C as per Reg. 7 of SEBI (PIT) Regulations, 2015 within 2 trading days of aforesaid transactions. The total value of transactions (sale) during the quarter exceeded Rs. 10 lakhs. Mr. Dharmender Kumar made the delayed disclosures in prescribed form C to Company on Feb 23, 2021 with bona-fide intention.
5	Action taken by Listed company/ Intermediary/ Fiduciary	The Company sought clarification from Mr. Dharmender Kumar on the violations and the same was responded on Feb 23, 2021. A warning letter was also issued to Mr. Dharmender Kumar by the Management of the Company. Mr. Dharmender Kumar tendered sincere apologies and gave an undertaking that he shall abide by the Code of Conduct in future and ensure compliance to the same. Further, the Audit Committee post consultation with the Managing Director levied a penalty of Rs. 20000/- which was remitted by Mr. Dharmender Kumar to Company.
6	Reasons recorded in writing for taking action stated above	Timely disclosures were made by Mr. Dharmender Kumar for all previous and subsequent transactions during the quarter. This was the first violation on his part. Non-disclosure of trades was inadvertent and not intentional After consultation with the Managing Director, the Audit Committee as a deterrent imposed a penalty of Rs. 20000/- to ensure adherence to applicable regulations and Code of Conduct/ Insider Trading Policy of the Company.

<table>
<tr><td>7</td><td>Details of the previous instances of violations, if any, since last financial year</td><td>None</td></tr>
<tr><td>8</td><td>If any amount collected for Code of Conduct violation(s)
i. Mode of transfer to SEBI - IPEF (Online/Demand Draft)
ii. Details of transfer/payment In case of Online:
<table><tr><th>Particulars</th><th>Details</th></tr><tr><td>Name of the transferor</td><td>TCNS CLOTHING CO. LIMITED</td></tr><tr><td>Bank Name, branch and Account number</td><td>04672790000015</td></tr><tr><td>UTR/Transaction reference Number</td><td>N062211425858436</td></tr><tr><td>Transaction date</td><td>03/03/2021</td></tr><tr><td>Transaction Amount (in Rs.)</td><td>Rs. 20,000/-

(A consolidated amount of Rs, 40,000/- is paid against default mentioned under annexure A and B)</td></tr></table>In case of Demand Draft (DD):<table><tr><th>Particulars</th><th>Details</th></tr><tr><td>Bank Name and branch</td><td>NA</td></tr><tr><td>DD Number</td><td>NA</td></tr><tr><td>DD date</td><td>NA</td></tr><tr><td>DD amount (in Rs.)</td><td>NA</td></tr></table></td><td>Online</td></tr>
<tr><td>9</td><td>Any other relevant information</td><td>NA</td></tr>
</table>

Yours faithfully

TCNS CLOTHING CO. LIMITED NEW DELHI

Piyush Asija
Company Secretary and Compliance Officer
PAN: AJPPA6847F
Email: Piyush.asija@tcnsclothing.com
Date: 05th March 2021
Place: New Delhi

ANNEXURE- B

Report by TCNS CLOTHING CO. LIMITED for violations related to Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015.

[For listed companies: Schedule B read with Regulation 9 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015

For Intermediaries/ Fiduciaries: Schedule C read with Regulation 9(1) and 9(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Sr. No.	Particulars	Details		
1	Name of the listed company/ Intermediary/Fiduciary	**TCNS Clothing Co. Limited**		
2	*Please tick appropriate checkbox* Reporting in capacity of : ☐ Listed Company ☐ Intermediary ☐ Fiduciary	Listed Company		
3	**A. Details of Designated Person (DP)**			
	i. Name of the DP	Mr. Anil Chauhan		
	ii. PAN of the DP	ADGPC2076H		
	iii. Designation of DP	GM-Finance		
	iv. Functional Role of DP	Management of Finance and Accounts functions		
	v. Whether DP is Promoter or belongs to Promoter Group	No		
	B. If Reporting is for immediate relative of DP			
	i. Name of the immediate relative of DP	NA		
	ii. PAN of the immediate relative of DP	NA		
	C. Details of transaction(s)			
	i. Name of the scrip	TCNS Clothing Co. Limited BSE: 541700 NSE: TCNSBRANDS		
	ii. No of shares traded and value (Rs.) (Date- wise)	**Number of shares traded**	**Date of transaction**	**Value (in Rs.)**
		23 (Sale)	Dec 28, 2020	10,789
		500 (Contra- Buy Transaction)	Feb 19, 2020	2,53,023

	D. In case value of trade(s) is more than Rs.10 lacs in a calendar quarter	
Sr. No.	**Particulars**	**Details**
	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under regulation 7 of SEBI (PIT) Regulations, 2015	Mr. Anil Chauhan traded in the securities of the Company as mentioned in Section C (ii) above. He sold 23 shares on 28th December 2020 and inadvertently failed to report the details of such trades (1 in number) in prescribed form C as per Reg. 7 of SEBI (PIT) Regulations, 2015 within 2 trading days of aforesaid transactions. The total value of transactions (sale) during the quarter exceeded Rs. 10 lakhs. The delayed disclosures in prescribed form C to Company on Feb 23, 2021 with bona-fide intention. The contra Buy transaction of 500 shares mentioned in Section C (ii) above was done on 19th February 2021. The declarations were intimated in requisite form C by Mr. Anil Chauhan to the Company on Feb 23, 2021.(within two trading days)
	ii. Date of intimation of trade(s) by Company to stock exchanges under regulation 7 of SEBI (PIT) Regulations, 2015	The Company has intimated the stock exchanges on Feb 24, 2021.
4	Details of violations observed under Code of Conduct	Mr. Anil Chauhan traded in the securities of the Company **(sold 23 shares)** and inadvertently failed to report the details of such trades (1 in number) in prescribed form C as per Reg. 7 of SEBI (PIT) Regulations, 2015 within 2 trading days of aforesaid transactions. The total value of transactions during the quarter exceeded Rs. 10 lakhs. Mr. Anil Chauhan made the delayed disclosures in prescribed form C to Company on Feb 23, 2021 with bona-fide intention. On 19th February 2021, the broker of Mr. Anil Chauhan, Almonds Global Securities inadvertently did an intraday contra transaction of 500 equity shares of the Company on his behalf. The broker was instructed by Mr. Chauhan to do a delivery based sale transaction of 500 equity shares of the company but while executing the order the representative of the Broking firm inadvertently did an intraday sale resulting in contra trade (Buy) of 500 equity shares of the company on the same day. The contra transaction resulted in a gain of Rs. 1877/- to Mr. Anil Chauhan. However the same has been reported to the Company on Feb 23, 2021 in the applicable format. (within two trading days.

<table>
<tr><td>5</td><td>Action taken by Listed company/ Intermediary/ Fiduciary</td><td>The Company sought clarification from Mr. Chauhan on the violations and the same was responded on Feb 23, 2021.

A warning letter was also issued to Mr. Anil Chauhan by the Management of the Company.

Mr. Anil Chauhan tendered sincere apologies and gave an undertaking that he shall abide by the Code of Conduct in future and ensure compliance to the same.

The Audit Committee post consultation with the Managing Director levied a penalty of Rs. 20000/- which was remitted by Mr. Chauhan to Company.</td></tr>
<tr><td>6</td><td>Reasons recorded in writing for taking action stated above</td><td>Timely disclosures were made by Mr. Anil Chauhan for all previous and subsequent transactions during the quarter.

This was the first violation on his part.

Non-disclosure of 1 transaction was inadvertent and not intentional.

The quantity traded is marginal therefore warning letter was issued.

The gain from erroneously done Contra transaction is Rs.1877/- was attributable to the negligence on part of the Broker. There was no malafide intent on part of Mr. Anil Chauhan.

After consultation with the Managing Director, the Audit Committee as a deterrent imposed a penalty of Rs. 20000/- to ensure adherence to applicable regulations and Code of Conduct/ Insider Trading Policy of the Company.</td></tr>
<tr><td>7</td><td>Details of the previous instances of violations, if any, since last financial year</td><td>None</td></tr>
<tr><td>8</td><td>If any amount collected for Code of Conduct violation(s)
i. Mode of transfer to SEBI - IPEF (Online/Demand Draft)
ii. Details of transfer/payment In case of Online:
<table>
<tr><th>Particulars</th><th>Details</th></tr>
<tr><td>Name of th transferor</td><td>TCNS CLOTHING CO. LIMITED</td></tr>
<tr><td>Bank Name, branc and Account number</td><td>04672790000015</td></tr>
<tr><td>UTR/Transaction reference Number</td><td>N062211425858436</td></tr>
<tr><td>Transaction date</td><td>03/03/2021</td></tr>
<tr><td>Transaction Amour</td><td>Rs. 20,000/-</td></tr>
</table></td><td>Online</td></tr>
</table>

	(in Rs.) | (A consolidated amount of Rs, 40,000/- is paid against default mentioned under annexure A and B) In case of Demand Draft (DD): **Particulars** | **Details** Bank Name and branch | NA DD Number | NA DD date | NA DD amount (in Rs.) | NA	
9	Any other relevant information	NA

Yours faithfully

TCNS CLOTHING CO. LIMITED NEW DELHI

Piyush Asija
Company Secretary and Compliance Officer
PAN: AJPPA6847F
Email: piyush.asija@tcnsclothing.com

Date: 05th March 2021
Place: New Delhi