



Telephone : + 91- 44 - 6644 9000
E-mail : mail@sancotrans.com
Web : www.sancotrans.com
GSTIN : 33AAACS7690F1ZB



**Sanco
Trans
Limited**



CIN : L60220TN1979PLC007970
S.T. TOWER, New Number : 24 & 25,
Jehangir Street (2nd Line Beach Road),
Chennai 600001, INDIA.

May 30, 2022

The Department of Corporate Relations
BSE Limited
PJ Towers
Dalal Street
Mumbai – 400 001

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report

Pursuant to SEBI circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find attached the Annual Secretarial Compliance report from Practicing Company Secretary for the year ended March 31, 2022.

Thanking you,

Sincerely,
For SANCO TRANS LIMITED

PRASANNA N
Company Secretary

Encl: As above

“Service And Trust - Part Of Our Tradition”

■ Container Freight Station (CFS) ■ Terminal Operations ■ Stevedoring & Break Bulk ■ Empty Container Yard / Repair ■ Public Bonded Warehouse
■ Customs Broker ■ Warehousing & Distribution ■ Transport ■ Freight Forwarding (Air/Sea) ■ Multimodal Transport Operator (MTO)



**SECRETARIAL COMPLIANCE REPORT
OF M/S. SANCO TRANS LIMITED
FOR THE FINANCIAL YEAR ENDED 31.03.2022**

We, A.K. Jain & Associates, have examined:

- a) all the documents and records made available to us and explanation provided by M/s. **SANCO TRANS LIMITED** ("the Listed Entity"),
- b) the filings/ submissions made by the listed entity to the Stock Exchange,
- 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 31.03.2022 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). The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



S. Anil Kumar Jain

- b). The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c). The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d). The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- e). The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

We further report that, the following Regulations / Guidelines were not applicable to the Company during the audit period:-

- a). The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- b). The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- c). The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- d). The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- e). The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; and
- f). The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.



Dr. K. S. S.

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:-

S. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 17(1) read with Regulation 25(6) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 – Composition of Board of Directors with appointment of adequate number of Independent Directors and filing up of vacancy of the Independent Director.	Delay of 107 days in filling up of the vacancy caused by the cessation of Mr. T R Chandrasekaran Independent Director due to completion of his tenure.	The Company has not appointed an Independent Director in place of the vacancy caused by the cessation of Mr. T R Chandrasekaran. The Company appointed Mr. Bharat Venkat Epur with effect from 31.03.2022 to fill the vacancy caused by cessation of Mr. T R Chandrasekaran on 14.09.2021 and complied with the composition of Board of Directors as prescribed in Regulation 17(1) of SEBI (LODR) Regulations, 2015.

- 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 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:



[Handwritten signature]

S.No	Action taken by	Details of violation	Details of Action taken E.g. fines, warning letter, debarment, etc.	Observations/Remarks of the Practicing Company Secretary, if any
1	BSE Limited (Stock Exchange)	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director for the Quarter ended December, 2021 and March, 2022.	The Stock Exchange vide its Notice Reference-SOP-CReview-(21-Feb-2022) dated 21.02.2022 and Reference-SOP-Review-(20-May-2022) dated 20.05.2022 has levied a fine of Rs.1,06,200/- (Including GST) and Rs.5,25,100/- (Including GST) respectively in accordance with the SEBI Circular SEBI / HO / CFD / CMD / CIR / P / 2020 / 12 dated January 22, 2020	The Company appointed Mr. Bharat Venkat Epur with effect from 31.03.2022 to fill the vacancy caused by cessation of Mr. T R Chandrasekaran on 14.09.2021 and complied with the composition of Board of Directors as prescribed in Regulation 17(1) of SEBI (LODR) Regulations, 2015.

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.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	<i>Regulation 17(1) read with Regulation 25(6) of Securities Exchange Board of India (Listing Obligations</i>	For Financial Year ended 31 st March, 2021	The Company has appointed Independent Director Mr. P R Renganath with effect from 19.11.2020 to fill the vacancy caused by cessation of Mr. R Raghavan on 18.08.2020 and complied with the composition of Board of Directors as prescribed in Regulation 17(1)	The action taken by the Company as reported herein is self-explanatory.



<p><i>and Disclosure Requirements) Regulations, 2015 –</i></p> <p>Composition of Board of Directors with appointment of adequate number of Independent Directors and filing up of vacancy of the Independent Director.</p>		<p>of Composition of Board SEBI(LODR)Regulations, 2015.</p> <p>The Stock Exchange vide its Notice Reference-SOP-CReview-Feb2021 dated 15.02.2021 has levied a fine of Rs.5,900/- (Including GST) in accordance with the SEBI Circular SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 and the Company paid the same.</p>	
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Place: Chennai
Date:30.05.2022

For A.K.JAIN & ASSOCIATES
Company Secretaries



Balu Srithar

BALU SRIDHAR
Partner
M.No. F5869
C.P. No. 3550
UDIN: F005869D000424199