

A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES



S. Anil Kumar Jain B.Com., FCS
Balu Sridhar M.A.C.S., FCS., LLB
Pankaj Mehta B.Com (C.S.), ACS

SECRETARIAL COMPLIANCE REPORT
Of

M/s. SANCO TRANS LIMITED

For the Financial Year ended March 31, 2026

[Pursuant to Regulation 24A (2) of SEBI (LODR) Regulations, 2015
as amended from time to time]

We, **M/s. A K Jain & Associates, Practicing Company Secretaries**, 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 Exchanges;
- (c) website of the listed entity;
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Report;

for the year ended March 31, 2026 ("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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



- (e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 and circulars/ guidelines issued thereunder;

and circulars/ guidelines issued thereunder.

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:

Sr. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisory / Clarification/ Fine/ Show Cause Notice/ Warning etc.,	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
1	Non-Submission of shareholding pattern within the period prescribed	Reg 31 of SEBI (LODR) Regulations, 2015	The Company had belatedly submitted the Shareholding Pattern for the quarter ended 30.06.2025 with the Stock Exchange as prescribed under Regulation 31 of the SEBI (LODR) Regulations, 2015	BSE	BSE imposed a Fine	The Company had belatedly submitted the Shareholding Pattern for the quarter ended 30.06.2025 with the Stock Exchange as prescribed under Regulation 31 of the SEBI (LODR), 2015	Rs. 2,360/- inclusive of GST levied by BSE vide their e-mail dated 14.08.2025 for the quarter ending 30.06.2025	The Company has complied with the SEBI (LODR) Regulations, 2015.	Upon identification of the inadvertent omission to submit the Shareholding Pattern for the quarter ended 30.06.2025, the Company immediately filed the returns with one day delay and paid the fine.	NA



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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31.03.2025	Compliance Requirement (Regulations/ circulars/ guide-lines including specific clause)	Details of violations/deviations and action taken / penalty imposed, if any, on the listed entity	Remedial Actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	The company has complied with the SEBI (LODR) Regulations, 2015.	The Board of Directors of the Company did not comprise with the required number of Independent Directors from 15.09.2024 to 17.01.2025 as prescribed under the LODR Regulations, 2015.	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director Reg 17(1).	The Board of Directors of the Company did not comprise with the required number of Independent Directors from 15.09.2024 to 17.01.2025 as prescribed under the LODR Regulations, 2015.	The Board has appointed two Independent Directors on 21.11.2024 within three months of vacancy. The Company has paid the fine amount for non-compliance period.	The company has since complied with the SEBI (LODR) Regulations, 2015.
2	The company has a duly constituted Stake Holders Relationship Committee.	The Composition of the Stakeholder relationship committee was not as per Reg 21 (2) of SEBI (LODR), 2015	Non-compliance with the constitution of stakeholder relationship committee	The BSE limited has issued notice that the Composition of the Stakeholder relationship committee was not as per Reg 21 (2) of SEBI (LODR), 2015	The Company has constituted Stakeholders Committee on October 26, 2024 within three months of vacancy of the Directors. The Company has paid the fine. Further the Company has clarified BSE and requested for waiver of the fine amount.	The company has since complied with the SEBI (LODR) Regulations, 2015

Note:

During the year 2024-25, Mr. K. Shankar was appointed as an Additional – Non Executive Independent Director of the Company w.e.f January 18, 2025. However, due to his demise, the company could not conduct the postal ballot for the said appointment.

However, the Company received an e-mail dated March 18, 2026 from the Stock Exchange regarding the payment of fine amounting to Rs. 51,920/- (inclusive of GST) under Regulation 17(1A) of the SEBI (LODR), 2015 and the same has been duly complied with by the Company.

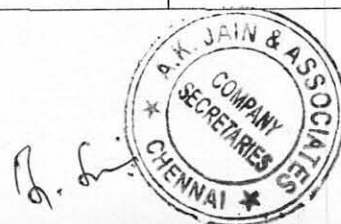


I. We hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

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 of India (ICSI).	Yes	-
2	Adoption and timely updation of the Policies:		
	<ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entities. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/ circulars/ guidelines issued by SEBI. 	Yes	-
3	Maintenance and disclosures on Website:		
	<ul style="list-style-type: none"> The listed entity is maintaining a functional website. 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	-
4	Disqualification of Director:		



	None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5	Details related to Subsidiaries of listed entities have been examined w.r.t.:		
	(a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA	The listed entity does not have any 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	-
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 /during the financial year as prescribed in SEBI Regulations.	Yes	-
8	Related Party Transactions:		
	(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions;	Yes	-
	(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.	NA	-
9	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 thereunder.	Yes	-
10	Prohibition of Insider Trading:		
	The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11	Actions taken by SEBI or Stock Exchange(s), if any:		
	<p>No action(s) has been 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 (or)</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	No	The Company had belatedly submitted the Shareholding Pattern for the quarter ended 30.06.2025 with the Stock Exchange as prescribed under Regulation 31 of the SEBI (LODR) Regulations, 2015 for which the BSE levied a fine of Rs. 2,360/- inclusive of GST vide their e-mail dated 14.08.2025 for the quarter ending 30.06.2025
12	Resignation of statutory auditors from the listed entity or its material subsidiaries:		
	In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	No such resignation during the year.
13	Additional Non-compliances, if any:		



No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc. except as reported above.	Yes	-
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Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations - **NA**

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. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We 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.

**For A. K. JAIN & ASSOCIATES
Company Secretaries**



B. Sridhar

BALU SRIDHAR

Partner

M.No. F5869

C.P. No.3550

UDIN: F005869H000522077

PR: 7863/2026

Place: Chennai
Date: May 28, 2026