



Sindhu Trade Links Limited

Regd. Office : 129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035

Ref. No.

STLL/BSE-NSE/2024-25/10

Dated

29/5/2024

To,

BSE Limited

Floor 25, P.J. Tower
Dalal Street,
Mumbai- 400001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051

BSE Scrip Code: 532029

NSE Symbol: SINDHUTRAD

Sub: Sindhu Trade Links Limited

Compliance under Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement), Regulation 2015.

Sir,

In compliance with regulation 24(A) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby enclose Secretarial Compliance Report duly issued by M/s Payal Sharma & Associates, Company Secretaries, for the Financial year ended on March 31st, 2024.

Please take the same on your record for the Company.

Thanking You,

Yours Faithfully,

For **Sindhu Trade Links Limited**

(Company Secretary)



Ref. No.

Date

SECRETARIAL COMPLIANCE REPORT

of Sindhu Trade Links Limited (CIN- L63020DL1992PLC121695)

for the year ended 31st March, 2024

{Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015}}

I, Payal Sharma, Practicing Company Secretary have examined:

- all the documents and records made available to me and explanation provided by M/s Sindhu Trade Links Limited (CIN NO- L63020DL1992PLC121695) ("the listed entity"),
- the filings/ submissions made by the listed entity to the Stock Exchanges,
- website (<https://www.sindhutrade.com>) of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this Report.

for the year ended 31.03.2024 in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued there under; and
- Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India SEBI;

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;- Not applicable to the Listed Entity during the year under review.
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - Not applicable to the Listed Entity during the year under review;



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- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;- Not applicable to the Listed Entity during the year under review.
 - 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 year under review.;
 - Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016; - Not applicable to the Listed Entity during the year under review
 - Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;
 - Securities and Exchange Board of India (Depository Participant) Regulations, 2018;
- and based on the above examination, I, hereby report that, during the review period:

(a) The company has complied with the provision of the above Regulations and circulars/ Guidelines issued there under, except in respect of the matter specified below:

| S. No. | Compliance requirement (regulations/circulars/guidelines including specific clause) | Regulation/Circular Number | Deviations | Action taken by | Type of action | Details of Violation | Fine imposed | Observation/ remarks of the Practicing Company Secretary | Management Response | Remarks |
|----------------|---|----------------------------|------------|-----------------|----------------|----------------------|--------------|--|---------------------|---------|
| -----NONE----- | | | | | | | | | | |

(b) The company has taken the following actions to comply with the observations made in Previous report:

| S. No. | Compliance requirement (regulations/circulars/guidelines including specific clause) | Regulation /Circular Number | Deviations | Action taken by | Type of action | Details of Violation | Fine imposed | Observation / remarks of the Practicing Company Secretary | Management Response | Remarks |
|--------|---|-----------------------------|---|-----------------|----------------|---|---------------|---|--|---------|
| 1. | Regulation 33(3) of SEBI (LODR) 2015 reporting of Annual Results within 60 days of closure of Financial year. | Regn. No 33(3) | Standalone and consolidated Financial results for the year ended 2022-2023 were submitted to stock exchange on 30.08.2022 | BSE | FINE | Not submitted the financial year results within the prescribed time | INR 531,000/- | Standalone and consolidated financial results for the financial year ended 31.03.2022 were not filled within the prescribed time. | Management has paid the fine and assures to comply the Quarterly submission with in prescribed time. | NIL |



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|----|---|----------------|---|-----|------|---|--------------|--|--|
| 2. | Regulation 33(3) of SEBI (LODR) 2015 reporting of Quarterly results for the quarter ended 30.06.2022, within 45 days of closure of the quarter. | Regn. No 33(3) | Standalone and consolidated Financial results for the Quarter ended 30.06.2022 were submitted to stock exchange on 30.06.2022 | BSE | FINE | Not submitted the financial year results within the prescribed time | INR 76,700/- | Standalone and consolidated financial results for the Quarter ended 30.06.2022 were not filled within the prescribed time. | Management has paid the fine and assures to comply the Quarterly submission with in prescribed time. |
|----|---|----------------|---|-----|------|---|--------------|--|--|

Additional affirmations to be given by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) in terms of BSE & NSE vide circular reference No. 20230316-14 and Circular No. NSF/GMI/2023/21 dated March 16, 2023 are provided below:

| S.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 India (ICSI) | Yes | The company has duly complied with the SS issued by ICSI |
| 2 | Adoption and timely updation of the Policies: ●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 has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI | Yes Yes | The company has updated all applicable policies under SEBI Regulations and the same are in conformity with SEBI Regulations and has been reviewed. |
| 3 | Maintenance and disclosures on Website: ●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 Yes Yes | The company has maintained fully functional website at https://www.sindhutrade.com |



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| 4 | Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 | Yes | None of the director of the company is disqualified under section 164 of the Companies Act, 2013. |
| 5 | Details related to Subsidiaries of listed entities have been examined w.r.t: a) Identification of material subsidiary companies (b) Disclosure requirements of material as well as other subsidiaries | Yes Yes | The company has appropriately identified the Related parties and proper disclosures were made with respect to disclosure of material as well as other subsidiaries. |
| 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 | The company has complied with the SEBI Regulations for preserving and maintaining records as prescribed and has duly in place the said policy |
| 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 as prescribed in SEBI Regulations. | Yes | The company has duly conducted performance evaluation of the Board, Independent Directors and the committees at the start of every financial year. |
| 8 | Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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 Committees. | Yes Yes | The company has obtained prior approval of Audit committee for all Related Party transactions. Transactions with holding company and its wholly owned subsidiary whose accounts are consolidated with such company are exempted. |
| 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 there under. | Yes | The company has complied with the requirement of Disclosure and Information. |



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| 10 | Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015 | Yes | The company has duly complied with Regulation- 3(5) & 3(6) of SEBI (prohibition of Insider Trading) Regulations, 2015. |
| 11 | Actions taken by SEBI or Stock Exchange(s), if any: No Actions 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 there under | Yes | The company is not in receipt of any such notices from SEBI or Stock exchange (including under the standard operating Procedures issued by SEBI through various circulars) under SEBI Regulations and Circular/ Guidelines issued there under. |
| 12 | Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc. | NA | NA |

Compliance related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

| S.No | Particulars | Compliance status(Yes/No/NA) | Observations/Remarks by PCS* |
|------|--|------------------------------|--|
| 1 | <p>i. If the Auditor has resigned with in 45 days from the end of quarter of a financial year, the auditor before such resignation, has issued the Limited Review/ Audit Report for such quarter; or</p> <p>ii. If the Auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such Resignation, has issued the Limited Review/ Audit Report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the Limited Review/ Audit Report for the first three quarters of a financial year, the auditor before such resignation, has issued the Limited Review/Audit Report for the last quarter of such financial year as well as the Audit Report for such financial year.</p> | NA | There is no instance of Resignation of Statutory Auditors from the Company and its Material Subsidiaries. Hence, disclosure in such respect, are not applicable to the company. |



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| 2 | <p>i. Reporting of concerns by Auditor with respect to the Listed Entity/its Material Subsidiary to the Audit Committee:</p> <p>ii.</p> <p>(a) In case of any concern with the management of the Listed Entity/Material subsidiary such as non-availability of information/ non-cooperation by the management which has hampered the audit process, the Auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee Meetings.</p> <p>(b) In case the Auditor proposes to resign, all concerns with respect to the proposed resignation, along with the relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information/ explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the Management, as applicable.</p> <p>(c) The audit Committee/ Board of directors, as the case may be, deliberately on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the Auditor.</p> <p>iii. Disclaimer in case of non-receipt of information:</p> <p>The Auditor has provided an appropriate disclaimer in its Audit Report, which is in accordance with the standards of Auditing as specified by ICAI/ NFRA, in case where the Listed Entity/ its material subsidiary has not provided information as required by the Auditor.</p> | NA | <p>There is no instance of Resignation of Statutory Auditors from the Company and its Material Subsidiaries. Hence, disclosure in such respect, are not applicable to the company.</p> |
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| 3 | The Listed Entity/ its Material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI circular CIR/CFD/ CMD1/114/2019 dated 18 th October, 2019. | NA | There is no instance of Resignation of Statutory Auditors from the Company and its Material Subsidiaries. Hence, disclosure in such respect, are not applicable to the company. |
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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 company.
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 account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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.

Place: Noida
Date: 29.05.2024

PAYAL SHARMA
Digitally signed by PAYAL SHARMA
Date: 2024.05.29 15:49:32 +05'30'

Payal Sharma
Company Secretary in Practice
M.No- 8053
C.P.- 8116

Peer Review Certificate No- 2489/2022
UDIN: 50090525000482207

