

LAST MILE ENTERPRISES LIMI

(Formerly Known as Trans Financial Resources Limited)

Date: 29.05.2024

To. **BSE LIMITED** P J Towers, Dalal Street, Fort, Mumbai-400001

Dear Sir/ Madam

Sub: Submission of Annual Secretarial Compliance Report Under Regulation 24A(2) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 Of the Company For The Financial Year Ended March 31, 2024 (BSE SCRIP CODE: 526961)

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular (CIR/CFD/CMD1 /27/ 2019) dated February 8, 2019 and other applicable provisions, if any, please find enclosed herewith Annual Secretarial Compliance Report of the Company for the financial year ended on March 31, 2024, issued by a M/s A. Shah & Associates, Practicing Company Secretaries.

You are requested to kindly take note of the same.

Thanking You

Yours faithfully

FOR, LAST MILE ENTERPRISES LIMITED

(FORMELY KNOWN AS TRANS FINANCIAL RESOURCES LIMITED)

Vaghela

Digitally signed by Vaghela Hemrajsinh Hemrajsinh Date: 2024.05.29

MR. HEMRAJSINH VEGHELA **DIRECTOR**

(DIN: 00287055)



A.SHAH &ASSOCIATES PRACTICING COMPANY SECRETARIES

CS ANISH B. SHAH





™ anishshahcs@gmail.com

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ANNUAL SECRETARIAL COMPLIANCE REPORT UNDER REGULATION 24A (2) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF M/S. LAST MILE ENTERPRISES LIMITED FOR THE YEAR (FORMELY KNOWN AS TRANS FINANCIAL RESOURCES LIMITED) ENDED 31ST MARCH, 2024

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **LAST MILE ENTERPRISES LIMITED** (FORMELY KNOWN AS TRANS FINANCIAL RESOURCES LIMITED) (hereinafter referred as 'the listed entity'), having its Registered Office at 4TH FLOOR, VAGHELA AVENUE, NR. HAVMORE RESTAURANT, NAVRANGPURA, AHMEDABAD GUJARAT- 380009 INDIA. Secretarial Review was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my/our observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

I, M/s. A. Shah & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **LAST MILE ENTERPRISES LIMITED** (FORMELY KNOWN AS TRANS FINANCIAL RESOURCES **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 **31**st **March, 2024** ("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 (Depository Participant) Regulations, 2018 and circulars/guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period the compliance status of the listed entity is upended as below:

I. (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:-

Se	Complia	Regulation/	Deviati	Act	Туре	Details	Fine	Obser	Manag	Rema
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1	require			tak	action	Violati	oun	by PCS	respon	
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1.	100% Demate rialized Holding of Promot er and Promot er Group	Regulation - 31(2) of SEBI (LODR) Regulations , 2015	100% (Hundred percent) shareh olding of promoter and promoter group is notheld in Dematerialized Form.		- 🔾	100% (Hundred percent) shareh olding of promoter and promoter group is notheld in Dematerialized Form.	-	The Comp any is yet to compl y with the requirement of said regulation. As one of the promoter share holder is havin g shares in	The compa ny has not complied with the said regulation as one of the share holder is having shares in physical.	The comp any is yet to comp ly with the said regul ation.

							physic al.		
2	Financi al results to be disclos ed within 30 minute s from the conclus ion of the Board Meetin g	Regulation 30 of SEBI (LO DR) Regulations , 2015 and Para A.4 of Part A of Schedule III of SEBI (LODR) Regulati ons, 2015	Delay in submis sion of financi al results for the quarte rly results for the month ended June, 2023.	BS E	Clarification	Delay in submis sion of financi al results for the quarte rly results for the month ended June, 2023.	The comp any has made delay in submi ssion of the financ ial result within 30 minut es from the conclu sion of the meeti ng and has submi tted clarifi cation for the same as asked by BSE.	The compa ny has taken corrective measures to not repeat the same and submitted clarification to the exchange for the same.	The comp any has taken corrective meas ures to not repe at the same .

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

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Seri		Observati	Compliance		Remedial	Commen
al	Observatio	ons made	Requirement	Details of	Actions,	ts of PCS
No.	ns/	in the	(Regulations/	Violation/Devia	if any,	on the
	remarks of	secretaria	circulars/	tions and	taken by	action
	the PCS in	1	guidelines	actions	the listed	taken by
	the	complianc	including specific	taken/penalty	company	the listed
	previous	e report	clause	imposed, if any,		entity
	reports	for the		on the listed		
		year		company		
		ended		900 1007		
		(the years				
		to be				
		mentione				
		d)				
1.	The		Regulation 13	Non-redressal	The	The
	company	2022-23	(1) of SEBI	of Investor	company	company
	has not	V	(LODR)	Complaint for	has paid	has paid
	redressed		Regulations,	the period of	fine	fine
	complaints		2015 to redress	Jul 11, 2022 to	imposed	imposed
	made by		Investor	Aug 10, 2022	by BSE in	by BSE
	the		Complaint	and penalty of	regard to	in regard
	investor			Rs. 41,300 was	the said	to the
	and the			imposed on the	non-	said non-
	company			company.	complian	complian
	has paid				ce and	ce.
	fine				taken	
	imposed by				correctiv	
	BSE on				e	
	17.08.2022				measure	
	in regard				s to not	
	to the said				repeat	
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	compliance					

			ab	·s		
2.	The company has not redressed complaints made by the investor and the company has paid fine imposed by BSE on 16.11.2022 in regard to the said non-compliance	2022-23	Regulation 13 (1) of SEBI (LODR) Regulations, 2015 to redress Investor Complaint	Non-redressal of Investor Complaint for the period of Oct 11, 2022 to Nov 10, 2022 and penalty imposed of Rs. 1,02,660 on the company.	The company has paid fine imposed by BSE in regard to the said noncomplian ce and taken corrective measure s to not repeat the same	The company has paid fine imposed by BSE in regard to the said noncomplian ce.
3.	Delay in submission of the outcome of the Board Meeting held on 14.11.20 22 for the quarter ended 30.09.20 22	2022-23	Regulation 30 of SEBI(LO DR) Regulations, 2015	The company Has made delay in submission of outcome of Board Meeting by 3-4 Minutes	The company has taken corrective steps to not repeat the same in future.	The comp any has taken corrective measures to not repeat the same in future
4.	Delay in Publication of Advertisem ent in Newspaper for Unaudited financial Results.	2022-23	Regulation - 47 of SEBI(LO DR) Regulations, 2015	Delay in Publication of Advertisement in Newspaper for Unaudited financial Results	The company has made delay in the said complian ce and taken corrective steps to not repeat	The company has taken corrective measures to not repeat the same in future.

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	5.	The	2022-23	Regulati	Delay in	The	The
		company		on 74(5)	submission of	company	company
		has made		of	the said	has	has
		delay in		SEBI(DP	regulation.	taken	made
		submission)Regulat		correctiv	delay in
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							in future.
	6.	The	2022-23	LIST/COMP/54/	Details of RTA	The	The
		Company		2019-20 DATED	is not updated	company	company
		has		20-01-2020	on BSE through	has	has
		clarified		4	Management	taken	updated
		that the			details tab on	correctiv	the said
		company			BSE Listing	e steps to	details
		has	4		center	update	but the
		updated				details	details
		the details				regardin	are still
		of RTA				g the	not
		through				same but	updated
		BSE Listing				it is still	on the
		center.				not	BSE
		However,				updated	Website.
		the details	•			on the	
		are still not				BSE	
		updated on				website	
		BSE.					
	7.	The	2022-23	Regulation -	The Company	The	The
		company		31(2) of SEBI	is yet to comply	company	company
		has not		(LODR)	with the	has not	is yet to
		complied		Regulations,	requirement of	complied	comply
		with the		2015	said regulation.	with the	with the
		said			As one of the	said	said
		regulation			promoter	regulatio	regulatio
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II. I hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr.	Particulars	Compliance	Observations
1	Particulars	Compliance	
No.		Status	/Remarks by PCS*
		(Yes/No/NA	
1.	Secretarial Standards:	YES	
	The compliances of the listed		
	entity are in accordance with		
	the applicable Secretarial		
	Standards (SS) issued by the		
	Institute of Company Secretaries		
	India (ICSI)		
2.	Adoption and timely updation of the	YES	
	Policies:		
	• All applicable policies under		
	SEBI Regulations are adopted		
	with the approval of board of		
	directors of the listed entities		
C			
	• All the policies are in conformity		
	with SEBI Regulations and has		
	been reviewed & timely		
	updated as per the		
	regulations/circulars/guideline		
	s issued by SEBI		

3.	Maintenance and disclosures on Website:	YES	
	 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 redirects to the relevant document(s)/ section of the website 		
4.	Disqualification of Director:	YES	
	 None of the Director of the Company are disqualified underSection 164 of Companies Act, 2013 	3	
5.	To examine details related to Subsidiaries of listed entities:	YES	The company has disclosed regarding acquiring the company
	 Identification of material subsidiary companies Requirements with respect to disclosure of material as wellas other subsidiaries 		under Regulation 30. The company has subsidiaries which are as follows: 1. Damson Technologies Private Limited
6.	Preservation of Documents:	YES	
	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.		
7.	Performance Evaluation:	YES	
	 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 	,	

8.	Related Party Transactions:	YES	
	 The listed entity has obtained prior approval of Audit Committee for all Related party transactions 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 		
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	The listed entity has made disclosures regarding the events as required under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015.
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	
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 thereunder	Fine imposed by BSE of Rs. 821280/-for Delay in submission of Regulation	already paid the amount of Rs. 5,42,800 on 03.07.2021 in regard to the non-compliance of Regulation 17(1) and the remaining amount of Rs. 2,78,480 in regard to delay in submission of Regulation 13(3), 31, 33, 19 (1), 29 (2) & (3) of SEBI (LODR) Regulations, 2015

		2016, March 2017, December 2018, August 2021, December 2020, respectively.	
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.	NO	No such instance.
13.	 Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. except as reported above 	NO	No such additional non-compliance.

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.

PLACE: AHMEDABAD DATE: 29-05-2024

FOR, M/S. A. SHAH & ASSOCIATES PRACTICING COMPANY SECRETARIES

ANISH BABUBHAI SHAH Digitally signed by ANISH BABUBHAI SHAH Date: 2024.05.29 12:57:39 +05'30'

MR. ANISH B. SHAH
PROPRIETOR
FCS NO.: 4713
C P NO.:6560
PR NO: 725/2020

(UDIN: F004713F000479484)