



LAST MILE ENTERPRISES LIMITED

(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
Hemrajsinh

Digitally signed by
Vaghela Hemrajsinh
Date: 2024.05.29
14:28:34 +05'30'

MR. HEMRAJSINH VEGHELA
DIRECTOR
(DIN: 00287055)



**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 **31st 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:-

Serial No.	Compliance requirement	Regulation/ Circular No.	Deviation	Action taken by	Type of action	Details of Violation	Fine Amount	Observation by PCS	Management response	Remarks
1.	100% Dematerialized Holding of Promoter and Promoter Group	Regulation – 31(2) of SEBI (LODR) Regulations, 2015	100% (Hundred percent) shareholding of promoter and promoter group is not held in Dematerialized Form.	-	-	100% (Hundred percent) shareholding of promoter and promoter group is not held in Dematerialized Form.	-	The Company is yet to comply with the requirement of said regulation. As one of the promoter shareholder is having shares in	The company has not complied with the said regulation as one of the shareholder is having shares in physical.	The company is yet to comply with the said regulation.

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								physical.		
2.	Financial results to be disclosed within 30 minutes from the conclusion of the Board Meeting	Regulation 30 of SEBI (LODR) Regulations, 2015 and Para A.4 of Part A of Schedule III of SEBI (LODR) Regulations, 2015	Delay in submission of financial results for the quarterly results for the month ended June, 2023.	BSE	Clarification	Delay in submission of financial results for the quarterly results for the month ended June, 2023.	-	The company has made delay in submission of the financial result within 30 minutes from the conclusion of the meeting and has submitted clarification for the same as asked by BSE.	The company has taken corrective measures to repeat the same and submitted clarification to the exchange for the same.	The company has taken corrective measures to not repeat at the same.

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3.	Delay in submission of Financial results for the quarter ended March, 2023	Regulation 30 of SEBI (LODR) Regulations, 2015 and Para A.4 of Part A of Schedule III of SEBI (LODR) Regulations, 2015	Delay in submission of financial results for the quarterly results in the form of PDF for the month ended March, 2023.	-	-	Delay in submission of financial results for the quarterly results for the Quarter ended March, 2023.	-	The company has made delay in submission of the financial result within 30 minutes from the conclusion of the meeting.	The company has taken corrective measures to not repeat the same	The company has taken corrective measures to not repeat the same.
4.	Delay in submission of Financial results within 24 hours from the conclusion of the board meeting in the form of XBRL for the quarter ended March, 2023	Regulation 30 of SEBI (LODR) Regulations, 2015 and Para A.4 of Part A of Schedule III of SEBI (LODR) Regulations, 2015	Delay in submission of financial results for the quarterly results in the form of XBRL for the quarter ended March, 2023.	-	-	Delay in submission of financial results in the form of XBRL for the quarterly results for the quarter ended March, 2023.	-	The company has made delay in submission of the financial result in the form of XBRL within 24 hours from the conclusion of the meeting.	The company has taken corrective measures to not repeat the same	The company has taken corrective measures to not repeat the same.

5.	Redres sal of Investo r Compla int	Regulation 13 (1) of SEBI (LODR) Regulations , 2015 for the period of Aug 11, 2023 to Sep 10, 2023	Non- redres sal of Invest or Compl aint	BS E	Fine	Non- redres sal of Invest or Compl aint	637 20	The comp any has paid fine impos ed by BSE in regar d to the said non- compl iance and taken correc tive measu res to not repeat the same.	The compa ny has paid fine impos ed by BSE in regar d to the said non- compl iance.	The comp any has paid the fine impo sed and taken correc tive meas ures to not repe at the same in futura e.
6.	Redres sal of Investo r Compla int	Regulation 13 (1) of SEBI (LODR) Regulations , 2015 for the period of Sep 11, 2023 to Oct 10, 2023	Non- redres sal of Invest or Compl aint	BS E	Fine	Non- redres sal of Invest or Compl aint	578 20	The comp any has paid fine impos ed by BSE in regar d to the said non- compl iance and taken correc tive measu res to not repeat the	The compa ny has paid fine impos ed by BSE in regar d to the said non- compl iance.	The comp any has paid the fine impo sed and taken correc tive meas ures to not repe at the same in futura e.

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								same.		
7.	Redressal of Investor Complaint	Regulation 13 (1) of SEBI (LODR) Regulations, 2015 for the period of Oct 11, 2023 to Nov 10, 2023	Non-redressal of Investor Complaint	BS E	Fine	Non-redressal of Investor Complaint	14160	The company has paid fine imposed by BSE in regard to the said non-compliance and taken corrective measures to not repeat the same.	The company has paid fine imposed by BSE in regard to the said non-compliance.	The company has paid the fine imposed and taken corrective measures to not repeat the same in future.
8.	Details of RTA on BSE through Management details tab on BSE Listing center	LIST/COMP/54/2019-20 DATED 20-01-2020	Details of RTA is not updated on BSE through Management details tab on BSE Listing center	-	-	Details of RTA is not updated on BSE through Management details tab on BSE Listing center	-	The Company has clarified that the company has updated the details of RTA through BSE Listing	The company has updated the said details but the details are still not updated on the BSE Website.	The company has taken corrective steps to update details regarding the same but it is still not

								center . However, the details are still not updated on BSE.		updated on the BSE website.
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Serial No.	Observations/ remarks of the PCS in the previous reports	Observations made in the secretarial compliance report for the year ended (the years to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of Violation/Deviations and actions taken/penalty imposed, if any, on the listed company	Remedial Actions, if any, taken by the listed company	Comments of PCS on the action taken by the listed entity
1.	The company has not redressed complaints made by the investor and the company has paid fine imposed by BSE on 17.08.2022 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 Jul 11, 2022 to Aug 10, 2022 and penalty of Rs. 41,300 was imposed on the company.	The company has paid fine imposed by BSE in regard to the said non-compliance and taken corrective measures to not repeat the same.	The company has paid fine imposed by BSE in regard to the said non-compliance.

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 non-compliance and taken corrective measures to not repeat the same	The company has paid fine imposed by BSE in regard to the said non-compliance.
3.	Delay in submission of the outcome of the Board Meeting held on 14.11.2022 for the quarter ended 30.09.2022	2022-23	Regulation 30 of SEBI(LODR) 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 company has taken corrective measures to not repeat the same in future
4.	Delay in Publication of Advertisement in Newspaper for Unaudited financial Results.	2022-23	Regulation - 47 of SEBI(LODR) Regulations, 2015	Delay in Publication of Advertisement in Newspaper for Unaudited financial Results	The company has made delay in the said compliance and taken corrective steps to not repeat	The company has taken corrective measures to not repeat the same in future.

					the same in future.	
5.	The company has made delay in submission of the said regulation and has taken corrective steps to not repeat the same in future.	2022-23	Regulation 74(5) of SEBI(DP)Regulation, 1996	Delay in submission of the said regulation.	The company has taken corrective measures to not repeat the same in future..	The company has made delay in submission of the said regulation and has taken corrective measures to not repeat the same in future.
6.	The Company has clarified that the company has updated the details of RTA through BSE Listing center. However, the details are still not updated on BSE.	2022-23	LIST/COMP/54/2019-20 DATED 20-01-2020	Details of RTA is not updated on BSE through Management details tab on BSE Listing center	The company has taken corrective steps to update details regarding the same but it is still not updated on the BSE website	The company has updated the said details but the details are still not updated on the BSE Website.
7.	The company has not complied with the said regulation as one of the shareholders	2022-23	Regulation - 31(2) of SEBI (LODR) Regulations, 2015	The Company is yet to comply with the requirement of said regulation. As one of the promoter shareholder is having shares in physical.	The company has not complied with the said regulation as one of the sharehol	The company is yet to comply with the said regulation.

	r is having shares in physical				der is having shares in physical and the company is in the process to comply with the said regulation.
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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. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<u>Secretarial Standards:</u> <ul style="list-style-type: none"> 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	
2.	<u>Adoption and timely updation of the Policies:</u> <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 has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	YES	

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3.	<u>Maintenance and disclosures on Website:</u> <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.	<u>Disqualification of Director:</u> <ul style="list-style-type: none"> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 	YES	
5.	<u>To examine details related to Subsidiaries of listed entities:</u> <ul style="list-style-type: none"> Identification of material subsidiary companies Requirements with respect to disclosure of material as well as other subsidiaries 	YES	<p>The company has disclosed regarding acquiring the company under Regulation 30.</p> <p>The company has subsidiaries which are as follows:</p> <ol style="list-style-type: none"> Damson Technologies Private Limited
6.	<u>Preservation of Documents:</u> <ul style="list-style-type: none"> 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.	<u>Performance Evaluation:</u> <ul style="list-style-type: none"> 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	

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8.	<p><u>Related Party Transactions:</u></p> <ul style="list-style-type: none"> 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 	YES	
9.	<p><u>Disclosure of events or information:</u></p> <ul style="list-style-type: none"> 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.	<p><u>Prohibition of Insider Trading:</u></p> <ul style="list-style-type: none"> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015 	YES	
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <ul style="list-style-type: none"> 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 	<p>YES</p> <p>Fine imposed by BSE of Rs. 821280/- for Delay in submission of Regulation 13(3), 31, 33, 19 (1), 29 (2) & (3), 17 (1), of SEBI (LODR) Regulations, 2015 for the quarter ended March 2020, March</p>	BSE has imposed fine of Rs. 8,21,280 for delay in submission of 13(3), 31, 33, 19 (1), 29 (2) & (3), 17 (1) and the company has 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 has been paid by the company on 25.01.2023.

		2016, March 2017, December 2018, August 2021, December 2020, respectively.	
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> <ul style="list-style-type: none"> 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.	<u>Additional Non-compliances, if any:</u> <ul style="list-style-type: none"> 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.

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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**

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SHAH

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ANISH BABUBHAI SHAH
Date: 2024.05.29
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**MR. ANISH B. SHAH
PROPRIETOR
FCS NO.: 4713
C P NO.:6560
PR NO: 725/2020
(UDIN: F004713F000479484)**