



Regd. Office :
304-A, Trichy Road,
Singanallur
Coimbatore - 641 005

Phone : +91-422-4545745
Fax : +91-422-4545700
E-mail : info@shanthigears.murugappa.com
Website : www.shanthigears.com
CIN : L29130TZ1972PLC000649
GST : 33AADCS0692L1Z7

29th May,2020

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Mumbai-400 051.

Stock Code: SHANTIGEAR
Through NEAPS

BSE Limited
1st Floor New Trading Ring, Rotunda Building,
P J Towers, Dalal Street, Fort,
Mumbai- 400 001.

Stock Code: 522034
Through BSE Listing Centre

Dear Sir,

Sub: Certificate under Clause 40(9) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015

Please find attached herewith Certificate under Clause 40(9) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015 for the Half year ended 31st March 2020 from Practicing Company Secretary.

Kindly acknowledge the same.

Thanking You,

Yours faithfully

For SHANTHI GEARS LIMITED

[C.Subramaniam]
Company Secretary

18th May, 2020

COMPLIANCE CERTIFICATE IN TERMS OF REGULATION 40 (9 & 10) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For the period from **01stOctober 2019 to 31st March, 2020**

ISIN. INE631A01022	SYMBOL : SHANTIGEAR
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The Securities and Exchange Board of India vide gazette notification dated 08thJune, 2018 and its press release on 03rd December, 2018 amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and mandated that the transfer of securities could be carried out in dematerialized form only w.e.f. 01stApril, 2019. Further SEBI vide its press release dated 27thMarch, 2019 clarified that the transfer deed(s) lodged prior to the above deadline and returned due to deficiency in the document(s) may be re-lodged for transfer even after the stipulated deadline of 01st April, 2019.

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents, relating to **Shanthi Gears Limited**, having its Registered Office at 304-A, Trichy Road, Singanallur, Coimbatore - 641 005 maintained by its Registrar and Share Transfer Agent viz., **S.K.D.C. Consultants Limited**, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore-641006, pertaining to transfer of equity shares of the Company for the period from **01stOctober, 2019 to 31st March, 2020** for the purpose of issuing a Compliance Certificate under Regulation 40 (9 & 10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Uniform Listing Agreement entered into by **Shanthi Gears Limited** with the **National Stock Exchange of India Limited** and based on our such examination as well as information and explanations furnished to us which to the best of our knowledge and belief were necessary for the purposes of our certification, we hereby certify that in our opinion and according to the best of our information and belief, the Company has in relation to the half year ended **31st March, 2020** has not received any request(s) for Transfer, Split, Transposition, Deletion of name and Consolidation of share certificate(s).

During the aforementioned period, **Shanthi Gears Limited** has received requests for Transmission of shares, Change in name and Issue of Duplicate share certificates and the same have been delivered within the stipulated time period as stated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

CS R.SRIDHARAN
C.P.No.3239
FCS No.4775
UIN: S2003TN063400
UDIN: F004775B000248997
(This Certificate is digitally signed)

18thMay, 2020

COMPLIANCE CERTIFICATE IN TERMS OF REGULATION 40 (9 & 10) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For the period from **01stOctober, 2019 to 31st March, 2020**

ISIN. INE631A01022	SECURITY CODE : 522034
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For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

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