

## SHANTHI GEARS LIMITED

Regd. Office: 304-A, Trichy Road, Singanallur Coimbatore - 641 005 Phone : +91-422-4545745 Fax : +91-422-4545700 muru

E-mail : info@shanthigears.murugappa.com Website : www.shanthigears.com

CIN : L29130TZ1972PLC000649 GST : 33AADCS0692L1Z7

MAY 26,2022

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

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

Stock Code: SHANTIGEAR

Trough NEAPS

Stock Code: 522034

Through BSE Listing Centre

Dear Sir,

Sub: Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2022 ISIN INE631A01022

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed the Annual Secretarial Compliance Report, issued by the Practicing Company Secretary, for the year ended 31st March, 2022

Please take the above on your record.

Thanking you,

Yours faithfully,

For **SHANTHI GEARS LIMITED** 

C. Subramaniam Company Secretary

Encl: As above







New No. 44, Old No. 25, Flat No.3, Thiruvarangam Apartments, 1st Floor, Unnamalai Ammal Street, T-Nagar, Chennai -600 017.

Phone: 044 - 42166988 email: sridharan.r@aryes.in

web : www.aryes.in

## Secretarial Compliance report of SHANTHI GEARS LIMITED for the year ended

31<sup>st</sup> March 2022

ISIN: INE631A01022

We, R. SRIDHARAN & ASSOCIATES, Company Secretaries have examined:

- all the documents and records made available to us and explanation provided by SHANTHI
  GEARS LIMITED(CIN: L29130TZ1972PLC000649) (hereinafter referred as "Listed
  Company") having its Registered office at 304A, Trichy Road, Singanallur, Coimbatore
   641 005.
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity, (website address: www.shanthigears.com)
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March 2022 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
  - 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)
   Regulations, 2015 as amended;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)
  Regulations, 2018 as amended; (Not applicable during the period under review)
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)
   Regulations, 2011 as amended; (Not applicable during the period under review)
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable during the period under review)
- e) Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation, 2021; (Not applicable during the period under review)
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008 (up to 16th August, 2021) and Securities and Exchange Board of India (Issue and Exchange Boar

SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED 31 TOPAR CHEED 2

SHANTHI GEARS LIMITED

Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable during the year under review)

- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 (up to 16<sup>th</sup> August, 2021), (Not applicable during the period under review);
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review)
- j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
   and circulars/ guidelines issued there under;

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:

Sr.No	Compliance Requirement (Regulations/circulars/guideli nes including specific clauses	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 30 (6) – Point 13 of	The 48 <sup>th</sup> Annual General	As informed by the
	para A Part A of Schedule III	Meeting (AGM) of the	management, the
	of the Securities and Exchange	Company held on 21st	proceeding of the
	Board of India (Listing	July, 2021, concluded at	Annual General
	Obligations and Disclosure	4.50 P.M. The	Meeting were not
	Requirements) Regulations,	Proceedings of the AGM	filed within 24 hours
	2015(hereinafter referred as	was disclosed beyond 24	from the conclusion of
	"the regulation") –	hours from the time of	the Meeting due to
	"Proceedings of the Annual	conclusion of meeting to	technical glitches.
	General Meeting shall be	BSE at 5.21 P.M. and to	
	disclosed to the Stock	NSE at 5.17 P.M. with a	
	Exchanges within 24 hours	delay of 31 minutes in	Thiruva Apartm G Fla No. 3,
	from the conclusion of the	BSE and 27 minutes in	'Thiruva
	meeting"	NSE respectively.	Apartm Flat No. 3, New No. 44

SHANTHI GEARS LIMITED

## R.Sridharan & Associates Company Secretaries

2.

3.

The NSE vide circular No: NSE/CML/2021/34 dated 06<sup>th</sup> September and BSE vide Circular No: 20210906-31, dated 06<sup>th</sup> September, 2021 with reference to Regulation 23(9) of the Securities and Exchange Board of India (Listing **Obligations** and Disclosure Requirements) Regulations, 2015 – "the listed entity are required to submit the disclosures of Related Party Transaction for the half year ended in XBRL mode within 30 days from the date of publication of its standalone consolidated financial and results for the half year ended.

The Financial results for the quarter year ended 30<sup>th</sup> September, 2021 were published on 22<sup>nd</sup> October, 2021.

The company have submitted the Related party transaction **XBRL** disclosures in 22<sup>nd</sup> mode on November, 2021 i.e., with a delay of 2 days. which is beyond 30 days from the date Publication of Financial Results.

The Company should have filed the Related transaction party disclosures in XBRL mode within 30 days from the date of publication of its Financial Results. However the Company filed with a delay of 2 days which is non - complaint.

**BSE** vide circular DCS/COMP/28/2016-17 dated 30th March, 2017 and NSE vide Circular no. NSE/CML/2018/08 date 13th April, 2018 with reference to Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) (hereinafter referred as "the regulations") – "listed entities would be required to make their filings in respect of Financial results under 33 of the Regulations in XBRL Mode within 24 hours of submission of results in PDF mode"

The XBRL Filing for the financial results approved at its Board Meeting held on 22<sup>nd</sup> October, 2021 was filed beyond 24 hours from the date of submission of the Financial results in PDF mode with delay of 5 days i.e. on 29<sup>th</sup> October, 2021.

The Company should have filed the Financial Results in XBRL mode within 24 hours of submission of results in PDF mode.

However the Company filed with a delay of 5 days which

is non - complaint.

Thiruvarangam
Apartments',
Flat No. 3, 1st Floor

New No. 3, 1st Floor, New No. 44, Olst No. 25, Unnangalai Amma Street, Unnangalai Amma Street, SECRETARIAL GOMPLIANCE REPORTED HT.

## R.Sridharan & Associates Company Secretaries

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries(Not applicable to this company) either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No.	Action	tion Details of Details of action taken E.		Observations/remarks of the	
	taken by	violation	Fines, warning letter, debarment etc.	Practicing Company Secretary, if any.	
	25		Nil		

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

				***************************************
Sr. No	Observations of the Ob	servations m	ade in Actions	Comments of the
	Practicing	the secretar	ial taken by t	he Practicing Company
	Company Secretary co	mpliance repo	ort for listed enti	ty Secretary on the actions
1	in the previous	the year end	ed if any	taken by the listed
	reports			entity
	1	N	il	<u> </u>

FOR R.SRIDHARAN& ASSOCIATES
COMPANY SECRETARIES

Thiruvarangam
Apartments',
Flat No. 3, 1st Floor,
New No. 44, Old No. 25,
Unnamalai Ammal Street,
T. Nagar, Chennai -17,
CP. No: 3239

T. Nagar, Chennal 177. CP. No: 3239 FCS No: 4775 CS R.SRIDHARAN C.P NO.3239 FCS.NO.4775 PR NO. 657/2020

Ceer

UIN: S2003TN063400 UDIN:F004775D000395044

SHANTHI GEARS LIMITED

PLACE: CHENNAI DATE: 26<sup>TH</sup> MAY, 2022