



May 25, 2022

<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex Mumbai – 400 050 Ph No: 2659 8452 Fax No: 2659 8237/38 Email: <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a> Scrip Code: SNOWMAN	<b>BSE Limited</b> Department of Corporate Services Phiroze Jeejeebhoy Towers Mumbai – 400 001 Ph No: 22727 1233/34 Fax: 2272 1072/ 2037/2061/ 41 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> Scrip Code: 538635
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Dear Sir/Madam,

**Re: Annual Secretarial Compliance Report for Financial Year 2021-22**



Pursuant to Regulation 24A of SEBI (LODR) Regulations 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February 2019, please find enclosed herewith the Annual Secretarial Compliance Report for the FY 2021-22.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**FOR SNOWMAN LOGISTICS LIMITED**

**A.M Sundar**  
CFO, Company Secretary & Compliance Officer

**Encl: Annual Secretarial Compliance Report**

**Corporate office**

Snowman Logistics Ltd.

No. 54, Old Madras Road, Virgo Nagar, Bangalore, India - 560 049 , Karnataka

CIN: L15122MH1993PLC285633 T (080) 67693700

Regd. Office: Plot No. M-8, Taloja Industrial Area, MIDC, Raigad, Navi Mumbai, Maharashtra -410206

CIN: L15122MH1993PLC285633 T +91 22 39272004 E [info@snowman.in](mailto:info@snowman.in) W [www.snowman.in](http://www.snowman.in)





**Nagendra D. Rao**, B.Com., LL.B., F.C.S.

Practising Company Secretary

## Secretarial Compliance Report

of

**Snowman Logistics Limited for the year ended 31<sup>st</sup> March, 2022.**

I have examined:

(a) all the documents and records made available to us and explanation provided by **Snowman Logistics Limited** having Corporate Identification Number L15122MH1993PLC285633 ("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<sup>st</sup> March, 2022 ("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 **[Not Applicable as the Listed Entity has not raised any share capital by issue of shares during the financial year under review]**;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **[Not Applicable as the Listed Entity has not bought back any securities during the financial year under review]**;



(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 applicable till August 12, 2021 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 applicable from August 13, 2021) [**Not Applicable to the Listed Entity during the financial year under review**];

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 applicable till August 08, 2021 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 applicable from August 09, 2021 [**Not Applicable as the Listed Entity has not raised any funds by issue of debentures during the financial year under review**];

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 till August 08, 2021 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 applicable from August 09, 2021 [**Not Applicable as the Listed Entity has not raised any capital by issue of Non-Convertible and Redeemable Preference shares during the financial year under review**];

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

and based on the above examination, I 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, except in respect of matters specified below:-

Sr.No.	Compliance Requirement (Regulations/ Circulars/ guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
Nil			

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

(c) The following are the details of actions taken against the listed entity/ it's promoters/ directors/ material subsidiaries 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 thereunder:



Sr. No.	Action taken by	Details of Violation	Details of action taken e.g. fines, warning letter, debarment, etc	Observations/Remarks of the Practising Company Secretary, if any
Nil				

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

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended:	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
1.	<p>The Listed Entity was required to have a independent woman director on its Board on April 01, 2020 as per the provisions of Regulation 17(1)(a) of SEBI (LODR) Regulations, 2015.</p> <p>The Company appointed independent woman director on May 15, 2020.</p> <p>The Company has paid the said fine and filed waiver application before NSE and BSE.</p>	31 <sup>st</sup> March, 2021	The Listed Entity has appointed Independent woman director on May 15, 2020.	The Listed Entity has complied with the provision.
2.	The Listed Entity had not filed Consolidated Report of Related Party Transactions as per the provisions of Regulation 23(9) of	31 <sup>st</sup> March, 2021	The Company has paid the fine amount and had filed waiver application, in view of the Non applicability of the Regulation	The Company has been disclosing related party transactions entered, if any to the Exchanges



<p>SEBI (LODR) Regulations, 2015.</p> <p>As per the information and explanations provided by the Company, the said Regulation does not apply to the Company.</p> <p>Further, BSE Limited has waived the above fine amount.</p>		<p>23(9) of SEBI (LODR) Regulations, 2015.</p> <p>BSE and NSE have waived the Fine amount.</p>	
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*(Handwritten signature)*

Nagendra D. Rao  
Practising Company Secretary  
Membership No. FCS – 5553  
Certificate of Practice – 7731  
Peer Reviewed Unit  
Peer Review Certificate No.: 672/2020  
UDIN: F005553D000192542

No. 543/A, 7th Main,  
3rd Cross, S.L.Bhyrappa Road,  
Hanumanthanagar,  
Bengaluru – 560019.

Place : Bengaluru.  
Date : April 25, 2022.