

SGL-07/Sec/2024-25

23rd April, 2024

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 / Ma'am,

Sub: Certificate under Regulation 40(9) and 40(10) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Please find attached herewith certificate pursuant to Regulation 40(9) and 40(10) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015 for the year ended 31st March, 2024 from the Practicing Company Secretary.

This is for your information and records.

Thanking You,

Yours faithfully,

For Shanthi Gears Limited

Walter Vasanth P J
Company Secretary & Compliance Officer

Encl: As Above

CERTIFICATE IN TERMS OF REGULATION 40 (9, 10 & 11) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For the period from **1st April, 2023 to 31st March, 2024**

ISIN. INE631A01022

SCRIP CODE : 522034

We have examined all relevant books, registers, forms, files and other documents and papers relating to **SHANTHI GEARS LIMITED**, (herein after called as “the Company”) having its Registered Office at 304-A, Trichy Road, Singanallur, Coimbatore - 641 005 maintained by its Registrar and Share Transfer Agent viz., **Link Intime India Private Limited**, (herein after called as “RTA”) Surya 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641 005, pertaining to the period from **01st April, 2023 to 31st March, 2024** for the purpose of issuing a Certificate under Regulations 39 and 40 (9, 10 & 11) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and the Uniform Listing Agreement entered into by the Company with the **BSE Limited**.

The Securities and Exchange Board of India (SEBI) vide its Press Release dated December 3, 2018 and March 27, 2019 respectively and Circular No SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated 7th September, 2020 had fixed 31st March, 2021 as the cut-off date for re-lodgement of transfer deeds. The shares re-lodged for transfer after the said date will be issued only in dematerialized form in the manner prescribed by SEBI from time to time. In addition to the above, SEBI vide its Circular No SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated that listed Companies shall henceforth issue securities only in dematerialized form. Accordingly, on the basis of such examination as well as information and explanations furnished to us by the Company/RTA, which to the best of our knowledge and belief were necessary for the purposes of our certification, we hereby certify that the Company has in relation to the year ended **31st March 2024** has not received any request(s) for Transfer, Transposition, sub division and Consolidation, renewal and exchange or endorsement of calls/allotment monies.

During the aforementioned period, the Company through it’s RTA has issued the Letter of Confirmation to shareholders in lieu of physical share certificate (s) in respect of requests received for deletion of name, Transmission of shares, and Issue of duplicate share certificates and the above mentioned letter has been delivered to the securities holder(s) /claimant within the stipulated time period as stated in the SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022.

**For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

CS R.SRIDHARAN

C.P.No.3239

FCS No.4775

PR NO.657/2020

UIN: S2003TN063400

UDIN: F004775F000216151

PLACE: CHENNAI

DATE: 23RD APRIL, 2024