

26th April ,2021

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 2021 from Practicing Company Secretary.

Kindly acknowledge the same.

Thanking You,

Yours faithfully

For SHANTHI GEARS LIMITED



**[C.Subramaniam]
Company Secretary**

23rd April, 2021

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

For the period from **01stOctober, 2020 to 31st March, 2021**

ISIN. INE631A01022

SECURITY CODE : 522034

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, 2020 to 31st March, 2021** 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 **BSE 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 ended **31st March, 2021** has not received any request(s) for Transfer, Transposition, Deletion of name, Duplicate share certificate and Consolidation of share certificate(s).

During the aforementioned period, **Shanthi Gears Limited** has received requests for Transmission of shares, split 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

R
SRIDHARAN
Digitally signed by R
SRIDHARAN
Date: 2021.04.23
17:15:40 +05'30'

CS R.SRIDHARAN

C.P.No.3239

FCS No.4775

UIN: S2003TN063400

UDIN: F004775C000168268