Trio Mercantile & Trading Limited
613/B, Mangal Aarambh, Near Mc. Donalds, Kora Kendra, R. M. Bhattad Road,
Borivali (W), Mumbai - 400 092. • Tel. : 2833 5999 / 2833 5998
www.triomercantile.com • CIN : L51909MH2002PLC136975

30th June,2021

To,
The Department of Corporate Services,
BSE Limited
14th Floor, P.J. Towers,
Dalal Street. Mumbai - 400001.

Dear Sir/ Madam,

Sub : Submission of Annual Secretarial Compliance Report for the year ended March 31, 2021, under regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015.

Pursuant to SEBI Circular No.CIR/CFD/CMD1/27/2019 dated February 08, 2019 please find attached the Annual Secretarial Compliance Report from Practicing Company Secretary for the year ended March 31, 2021. Kindly take this on record and acknowledge.

Thanking you,

Yours faithfully,

For Trio Mercantile & Trading Limited

Deepak Mehta
Director
DIN : 00046696

TRIO MERCANTILE & TRADING LTD. MUMBAI

Secretarial Compliance Report
of
TRIO MERCANTILE AND TRADING LIMITED
(CIN: L51909MH2002PLC136975**)**
for the year ended 31st March, 2021

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, **Shreya Shah** have examined:

(a) the documents and records made available to me and explanation provided by **Trio Mercantile and Trading Limited** (“the listed entity”),
(b) the filings/submissions made by the listed entity to BSE Ltd.,
(c) website of the listed entity, and
(d) other books, papers, minute books and other records maintained by the Company and produced before me for verification which has been relied upon to make this certification,

The following Regulations prescribed under the SEBI Act, whose provisions and the circulars/ guidelines issued thereunder, have been examined:

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations, 2015”);
(b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SAST Regulations, 2011”);
(c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations, 2015”);
(d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and
(e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

There were no actions/ events in pursuance of following Regulations prescribed under SEBI Act, requiring compliance thereof by the Company during the year ended 31st March, 2021 (“Period”) under review:
(a) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
(b) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
(c) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
(d) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; and
(e) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

and based on the above examination and verification of the documents and records produced before me and according to the information and explanations given to me by the Company, I hereby report that, during the Period under review:

(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:

SHREYA SHAH COP 15859 ACS 39409

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 29(3)(a) of LODR Regulations, 2015	Prior intimation of Board Meeting held on 27th January, 2021, whereat alteration in the form of securities by way of sub-division of Equity Shares was approved, was submitted to the stock exchange on 21st January, 2021	The Company represented that inadvertently prior intimation was submitted with delay. The Company has not paid fees as per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated 22nd January, 2020. No letter or request has been submitted to the stock exchange by the Company for the waiver and no further action is taken by the stock exchange either.
2	Regulation 27(2)(a) of LODR Regulations, 2015	Delay in submission of Corporate Governance Report submitted for - (i) the quarter ended on 30th September 2020; and (ii) the quarter ended on 31st December, 2020	The Company represented that the required information on the Board meeting held on 22nd September, 2020 were inadvertently missed out in the Corporate Governance Reports for the quarter (i) ended on 30th September 2020 and (ii) 31st December, 2020 submitted within respective due dates. The Company, on realizing the mistake, submitted the revised Corporate Governance Reports for the said quarters to the stock exchange immediately.
3	Regulation 30 read with Clause 2 of Part A of Schedule III of LODR Regulations, 2015	The Outcome of the Board Meeting held on 12th February, 2021, at which the unaudited financial results for the quarter ended 31st December, 2020 were approved, was submitted to the stock exchange with delay.	As per the explanation given by the Company, the delay of about one hour and eight minutes in submitting the outcome of the Board Meeting to BSE Limited was caused due to technical glitch in internet connection at the Company's office, thus prolonging the uploading processing time. The Company has not paid fees as per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/202

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
			0/12 dated 22nd January, 2020. No letter or request has been submitted to the stock exchange by the Company for the waiver and no further action is taken by the stock exchange either. No explanation was called for by the Stock Exchanges in this regard.
4	Regulation 33(3)(g) of LODR Regulations, 2015	Delay in submission of Cash flow statement as part of its standalone financial results for the half year ended on 30th September, 2020, to the stock exchange	As per the explanation given by the Company that the non-submission of Cash flow was inadvertently missed out to be submitted while uploading. However, the Company submitted the cash flow statement to the stock exchange immediately on realizing the unintentional delay.
5	Clause (1) of Part "B"; Clause (c)(2), (2)(e) and (2)(h) of Part "C" of Schedule V read with Regulation 34 (3) of SEBI (LODR) Regulations, 2015	Details required under said regulations were not incorporated in the Annual Report for FY 19-20	As per the explanation given by the Company, required details were inadvertently missed out from the Annual Report for FY 19-20
6	Regulation 36 (5)(a) of LODR Regulations, 2015 read with provisions of SEBI Circular CIR/CFD/CMD1/114 /2019 dated 18th October, 2019	No reference of proposed fees payable to the statutory auditor(s) to be appointed along with his terms of appointment, was mentioned in the explanatory statement attached to the Notice of the Annual General Meeting held on 26th December, 2020	As per the explanation given by the Company, required details were inadvertently missed out from the explanatory statement attached to the Notice of the Annual General Meeting held on 26th December, 2020
7	Regulation 40(9) of SEBI (LODR) Regulations, 2015	Delay in submission of certificate issued by Practicing Company Secretary (PCS) for the half-year ended 30th September 2020, to the stock exchange	As per the explanation given by the Company, the compliance under the said regulation was inadvertently missed out. However, the Company submitted the PCS certificate to

SHREYA SHAH COP 15859 ACS 39409

B 107, Shivram Apartment, Above Indian Bank, Ramchandra Lane, Malad (West), Mumbai 400064
M: 9925433351 e-mail: shreya.h.shah28@gmail.com

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
			the stock exchange immediately on realizing the unintentional delay.

(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) As represented by the Company, no actions were taken against the listed entity/ its promoters/ directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures (SOP) issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Clause (1) of Part "B"; Clause (c)(2), (2)(e) and (2)(h) of Part "C" of Schedule V read with Regulation 34 (3) of SEBI (LODR) Regulations, 2015- Details required under above regulations were not incorporated in the Annual Report for FY 18-19.	Year ended 31st March, 2020	No action taken by the Company	According to explanation given by the Company it was not feasible to take corrective action
2	Regulation 40(9) of SEBI (LODR) Regulations, 2015- Delay in furnishing certificate issued by Practicing Company Secretary (PCS) for the half-year ended 30th September 2019	Year ended 31st March, 2020	The Company submitted the PCS certificate to the stock exchange	The Company has taken action on realization of the non-submission
3	Regulation 47 read with Regulation 30 with reference to disclosure of events specified under Clause 12 of Para A of	Year ended 31st March, 2020	No action taken by the Company	According to explanation given by the

Sr. No.	**Observations/ Remarks of the Practicing Company Secretary in previous reports**	**Observations made in the secretarial compliance report for the year ended**	**Actions taken by the listed entity, if any**	**Comments of the Practicing Company Secretary on the actions taken by the listed entity**
	Part A of Schedule III of SEBI (LODR) Regulations, 2015- Clippings of Newspaper publications referring to (i) the intimation of Board Meeting held to approve Financial Results and (ii) Abridged Financial Results were not submitted to the stock exchanges during the FY 19-20			Company it was not feasible to take corrective action

Place: Mumbai
Date: 30th June, 2021

SHREYA SHAH COP 15859 ACS 39409

Shreya H. Shah

Shreya Shah
Practicing Company Secretary
ACS No.: 39409/CoP No.: 15859
UDIN: A039409C000550029

Note: Due to restricted movement amid COVID-19 pandemic, no compliance documents were verified physically at the Company's premises for the period under review and the reliance has been placed on the scanned documents obtained through electronic mode.