



Trans Freight Containers Ltd.

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Factory : J-1 & J1 - 1, M.I.D.C. Tarapur Industrial Area, Boisar, Tarapur, Dist. : Palghar - 401 501.
Regd. Off. : Mulund Ind. Services Co.op. Society Ltd. Nahur Road, Mulund (W), Mumbai 400 080. • Tel.: 91 (22) 2561 0932

June 14, 2021

To,
The Secretary,
Bombay Stock Exchange Ltd.
P.J. Tower, Dalal Street,
Fort, Mumbai 400 001

Sub: Secretarial Compliance Report for the
Financial Year ended 31st March 2021.
(BSE Scrip Code:513063)

Dear Sir,

Pursuant to Regulation 24 A of SEBI (LODR) Regulations, 2015, read with the SEBI Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report duly signed by Shri K. C. Nevatia (PCS) Proprietor of K.C. Nevatia & Associates, Company Secretaries for the financial year ended 31st March, 2021.

Kindly take the same on your records please.

Thanking you,

Yours Faithfully
For Trans Freight Containers Ltd

Badal Mittal
Whole-time-Director
DIN : 00076143



WORLD QUALITY, WORLD WIDE



K. C. Nevatia

B.Com. (Hons.), LL.B., F.C.A., F.C.S.

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ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
TRANS-FREIGHT CONTAINERS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2021

[Pursuant to circular CIR/CFD/CMD1/27/2019 dated 8th February, 2019 issued by Securities and Exchange Board of India]

We, **K.C. Nevatia & Associates**, Practicing Company Secretaries, state that due to the restriction imposed by the Maharashtra state Government on account of spread of COVID-19, the relevant information and documents as stated hereunder were examined by us as produced electronically by the Company:

- (a) all the documents and records made available to us and explanation provided by **TRANS-FREIGHT CONTAINERS LIMITED** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (c) website of the listed entity-- (not maintained by the Company),
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2021 (“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 to the extent applicable, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

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

(d) Securities and Exchange Board of India (Depositories and participants) Regulations, 2018;

(e) Securities and Exchange Board of India (Registrars to an Issue and share Transfer Agents) Regulations, 1993;

and based on information provided by the Company electronically, 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, 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, if any.
1	Regulation 31 (2) of SEBI (LODR), 2015	Only 56.94% Shareholding of promoter(s) and promoter group is held in dematerialized form	100% of the Promoters' shareholding is required to be held in demat form
2	Regulation 46 and 62 of SEBI(LODR), 2015	Website of the company is not maintained.	Due to no business Activity
3.	Regulation 27(2) of SEBI(LODR), 2015, Corporate Governance Report	1. The Corporate Governance Report for the quarter ended 31st March, 2020 was filed on 5th June, 2020. 2. The Corporate Governance Report for the quarter ended 30th June, 2020 was filed on 17th July, 2020.	1. The Company has delayed in complying with regulation 27(2) by eighteen days with BSE Limited. 2. The Company has delayed in complying with regulation 27(2) by two days with the BSE Limited.

		3. The Corporate Governance Report for the quarter ended 31st December,2020 was filed on 22nd January,2021	3.The Company has delayed in complying with regulation 27(2) by six days with the BSE Limited.
4.	Regulation 33 of SEBI(LODR),2015,Audited Financial Results	The Audited Financial Results for the quarter and year ended 31 st March,2020 was submitted on 2 nd September,2020	The Company has delayed in submitting the Audited Financial Results by Sixteen days with the BSE Limited.
5.	Regulation 33 of SEBI(LODR),2015,Financial Results	The Financial Results for the quarter ended 31st December,2020 was submitted on 15 th February,2021.	The Company has delayed in submitting the Unaudited quarterly Financial Result by one day with the BSE Limited.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder to the extent applicable to it, in so far as it appears from our online examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors either by SEBI or by Stock Exchange (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 Practicing Company Secretary, if any.
1.	BSE LIMITED	Non-compliance of Regulation 27(2) of SEBI (LODR),Regulations, 2015-Delay in submission of Corporate Governance Report for the quarter ended 31st March, 2020.	Penalty of Rs.44,840/- was imposed by BSE Limited.	The Company has paid the penalty.

2.	BSE LIMITED	Non-compliance of Regulation 33 of SEBI (LODR), Regulations, 2015-Delay in submission of Audited Financial Results for the quarter and year ended 31st March, 2020	Penalty of Rs.94,400/- was imposed by BSE Limited.	The Company has paid the penalty.
3.	BSE LIMITED	Non-compliance of Regulation 27(2) of SEBI (LODR), Regulations, 2015- Delay in submission of Corporate Governance Report for the quarter ended 30th June, 2020	Penalty of Rs.4,720/- was imposed by BSE Limited.	The Company has paid the penalty.
4.	BSE LIMITED	Non-compliance of Regulation 27(2) of SEBI (LODR), Regulations, 2015- Delay in submission of Corporate Governance Report for the quarter ended 31st December, 2020	Penalty of Rs.11800/- was imposed by BSE Limited.	The Company has paid the penalty.

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Only 56.94% Shareholding of promoter(s) and promoter group is held in dematerialized form	31st March, 2020	The Company is unable to persuade the promoters to get their shares demated.	100% of the Promoters shareholding is required to be held in demat form.

2.	Website of the Company is not maintained as per Regulation 46 and 62 of SEBI(LODR),2015	31st March, 2020	No action has been taken	Website of the Company is still not maintained due to no business Activity
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For K. C. NEVATIA & ASSOCIATES

COMPANY SECRETARIES

KAILASH
CHANDRA
NEVATIA

Digitally signed by KAILASH
CHANDRA NEVATIA
Date: 2021.06.09 16:40:22
+05'00'

K. C. Nevatia

Proprietor

FCS No.: 3963

C P No.: 2348

UDIN: F003963C000438562

Place: Mumbai

Date: 09/06/2021