

<b>General information about company</b>	
Scrip Code*	530185
NSE Symbol*	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE936A01025
Name of the listed entity	Surat Trade and Mercantile Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Date of Reporting to Exchange	21-05-2024
Whether any observations reported by the Secretarial Auditor	Yes
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/our examination of those records.	Yes
In previous, Any actions taken against the listed entity/its promoters/directors/its material subsidiaries either by SEBI or by stock exchanges (including under the Standard operating procedures issued by SEBI through various circulars).	Yes
Is there any observation made in the previous report	Yes
Name of the Certifying Firm	Jigar Vyas & Associates
Name of the practicing Company Secretary issuing the report	Mr. Jigar Vyas
Membership Type	FCS
ACS/FCS No.	8019
UDIN	F008019F000401940
CP No.	14468
Place of PCS	Surat
PCS Report Date	20-05-2024

<b>Regulations</b>			
Sr No	Regulation	Applicability during the period under review (Yes/No)	Any Observation (Yes/No)
1	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes	Yes
2	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018	No	No
3	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Yes	No
4	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018	No	No
5	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	No	No
6	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021	No	No
7	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Yes	No
8	<b>Specify any other regulation applicable to the Company</b>		
1	Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;	Yes	No
2	Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993;	Yes	No

Current Report													
Sr No	Compliance requirement (regulations/circulars/guidelines including specific clauses)	Regulation Name/ SEBI Circular number	Regulation Number/ circular dated	Deviations	Action taken by	Name of Other Regulatory Body	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/ Warning, etc.)	Details of other action taken	Details of violation	Fine Amount	Observations/remarks of the practising Company Secretary, if any	Management Response	Remark:
1	Regulation 30(2) read with Clause 1 of Para A of Part A of Schedule III alongwith Regulation 30(6) (iii) and Regulation 30(13) of SEBI(LODR) Regulations, 2015 states that events with respect to Acquisition, Scheme of Arrangement (Amalgamation) requires disclosure of such event to the Stock Exchange. It further provides that in case such an event is required to be disclosed, any such communication from any regulatory shall be disclosed alongwith the event or information, unless disclosure of such communication is prohibited by such authority.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 30 (2) read with clause 1 of Para A of Schedule III alongwith Regulation 30 (13) of SEBI (LODR) Regulation, 2015	Non-compliance w.r.t. timely disclosure of event of pronouncement of Order of Amalgamation by Hon'ble NCLT Ahmedabad bench on 07/09/2022	SEBI		Warning		SEBI had observed that there was a delay in disclosure to stock exchange about the order on amalgamation pronounced by Hon'ble NCLT Ahmedabad bench on September 07,22		The Order on Amalgamation was pronounced by NCLT Ahmedabad bench on September 07 2022 however the Copy of the Order was not available on NCLT Website and in absence of the same disclosure was delayed.	The Order pronounced by NCLT Ahmedabad bench on September 07 2022. On display of Order on NCLT Website and the details were known to the Company, the disclosure was immediately made to Stock Exchange.	

Previous Report													
Sr No	Compliance requirement (regulations/circulars/guidelines including specific clauses)	Regulation Name/ SEBI Circular number*	Regulation Number/ circular dated	Deviations	Actions taken by	Name of Other Regulatory Body	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/ Warning, etc.)	Details of other action taken	Details of violation	Fine Amount	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)	Comments of the practicing Company secretary in the previous reports
1	Regulation 17(1) (C) of SEBI (LODR) Regulation, 2015 states that the top 2000 listed entities (with effect from April 1, 2019) shall comprise of not less than six directors.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 17(1)(C) of SEBI (LODR) Regulation, 2015	Non-compliance w.r.t. composition of Board of Directors	Stock Exchange		Fine		Non-compliance w.r.t. composition of Board of Directors	330400	The Company has complied with the requirement as prescribed in SEBI (LODR) Regulation, 2015 by inducting an additional director on the board making the total strength of six members of the board.	2022-23	The Company has complied with the requirement as prescribed in SEBI (LODR) Regulation, 2015 by inducting an additional director on the board making the total strength of six members of the board.

Affirmation			
Sr No	Regulation	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	The Listed entity has generally complied with the requirements of SS-1 and SS-2 respectively in respect of meetings of the Board and its Committees thereof and General meetings of Members as notified by the Central Govt under Section 118 (10) of the Companies Act, 2013.
2	<b>Adoption and timely updation of the Policies</b>		
(a)	All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	Yes	None
(b)	All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	None
3	<b>Maintenance and disclosures on Website</b>		
(a)	The Listed entity is maintaining a functional website	Yes	None
(b)	Timely dissemination of the documents/ information under a separate section on the website	Yes	None
(c)	Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	None
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None
5	Details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	The Company did not have a subsidiary during the year under review.
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations	Yes	None
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	None
8	<b>Related Party Transactions</b>		
(a)	The listed entity has obtained prior approval of Audit Committee for all Related party transactions	Yes	None
(b)	In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes	None
9	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations within the time limits prescribed thereunder	Yes	None
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column	Yes	No actions were taken by SEBI or by Stock Exchanges during the Review Period.
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(is) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities	No	None

