



Ingenuity In Motion

May 27, 2024

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 BSE Scrip Code: 543954	To, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 NSE Symbol: ATL
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Dear Sir/Madam,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended March 31, 2024, under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith the Annual Secretarial Compliance Report for the financial year ended March 31, 2024, issued by Mr Dhrumil M. Shah (Membership No FCS 8021 and CP No 8978) of M/s Dhrumil M. Shah & Co. LLP, Practising Company Secretaries on May 17, 2024

The aforesaid information shall be made available on the Company's website at www.allcargoterminals.com.

Kindly take the above on records.

Thanking you,

Yours faithfully,
For **Allcargo Terminals Limited**

Suresh Kumar Ramiah
Managing Director
(DIN: 07019419)

Encl: a/a



Ref No: 337/2024-25

**SECRETARIAL COMPLIANCE REPORT OF ALLCARGO TERMINALS LIMITED
(For the Financial Year ended March 31, 2024)**

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
Allcargo Terminals Limited
CIN: L60300MH2019PLC320697
2nd Floor, A Wing, Allcargo House, CST Road,
Kalina, Santacruz East, Vidyanagari,
Mumbai, Maharashtra, India, 400098.

We, **Dhrumil M. Shah & Co. LLP** have examined:

- all the documents and records made available to us and explanation provided by **Allcargo Terminals Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other documents/ filings, as may be relevant, which has been relied upon to make this report,

for the financial year ended **March 31, 2024** ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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, include: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **Not applicable as there was no reportable event during the financial year under review**

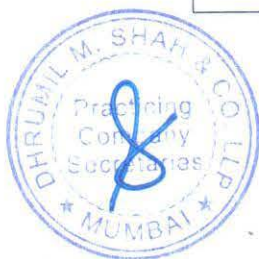


- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable as there was no reportable event during the financial year under review**
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars / guidelines issued thereunder and based on the above examination, we hereby report that, during the Review Period compliance status of the listed entity is appended as below:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- b) The Company has obtained in-principle approval for the listing of 24,56,95,524 equity shares of ₹ 2/- each from BSE Limited ("BSE") on June 05, 2023, and from the National Stock Exchange of India Limited ("NSE") on June 08, 2023. Subsequently, the equity shares of the Company were listed and admitted for trading on both BSE and NSE with effect from August 10, 2023. (BSE and NSE collectively referred to as "Stock Exchanges"). As previous reports were not applicable to the Company, this marks the first instance of the listed entity filing the said report.
- I. We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	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 of India (ICSI).	Yes	Nil
2)	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities 	Yes	Nil
	<ul style="list-style-type: none"> All the policies are in conformity with SEBI Regulations and have been reviewed & updated on 	Yes	Nil



	time, as per the regulations/ circulars/ guidelines issued by SEBI		
3)	Maintenance and disclosures on Website: <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website 	Yes	Nil
	<ul style="list-style-type: none"> • Timely dissemination of the documents/ information under a separate section on the website 	Yes	Nil
	<ul style="list-style-type: none"> • 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	Nil
4)	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
5)	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> a) Identification of material subsidiary companies 	Yes	Nil
	<ul style="list-style-type: none"> b) Disclosure requirement of material as well as other subsidiaries 	Yes	Nil
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, 2015.	Yes	Nil
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/during the financial year as prescribed in SEBI Regulations.	Yes	Nil



8)	Related Party Transactions:	Yes	Nil
	a), The listed entity has obtained prior approval of Audit Committee for all related party transactions; or 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.	NA	No such instances observed
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, 2015 within the time limits prescribed thereunder.	Yes	Nil
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	Nil
11)	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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.	Yes	Nil
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(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of	Yes	M/s C C Dangi & Associates, Chartered Accountants ('CCDA') Firm Registration No. 102105W) were initially appointed as the Statutory Auditors at the company's First Annual General



	<p>the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	<p>Meeting (AGM) on November 30, 2020, for a duration of five years. However, they resigned from their position effective April 07, 2023.</p> <p>Following CCDA's resignation, M/s. S. R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No 101049W/E300004), were selected as the new Statutory Auditors during an Extraordinary General Meeting (EGM) on April 17, 2023, filling the vacancy until the Fourth AGM's conclusion.</p> <p>Furthermore, upon recommendation by the Audit Committee and Board, SRBA is proposed to be re-appointed as the Statutory Auditors for an initial term of four years from the conclusion of the Fourth AGM until the Eighth AGM.</p> <p>Notably, since the company was unlisted, compliance with SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October 2019 was not applicable to the Company.</p>
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13)	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	Nil
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Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For Dhrumil M. Shah & Co. LLP
 Practising Company Secretaries
 ICSI URN: L2023MH013400
 PRN: 3147/2023



[Handwritten signature]

Place: Mumbai
 Date: May 17, 2024

Dhrumil M. Shah
 Partner
 FCS 8021 | CP 8978
 UDIN: F008021F000389138