



Form No. MR - 3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020

(Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To,
The Members,
EAST WEST FREIGHT CARRIERS LIMITED
62 GROUND FLOOR ADARSHINDUSTRIAL ESTATE
SAHAR ROAD CHAKALA ANDHERI (EAST)
MUMBAI MH 400099

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s EAST WEST FREIGHT CARRIERS LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; - Not applicable during the audit period
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, wherever applicable(*Foreign Direct Investment and Overseas Direct Investment not applicable during the audit period*)
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- Not applicable during the audit period
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;-
 - i) We have also examined compliance with the applicable clauses of the following:
 - 1. Secretarial Standards issued by The Institute of Company Secretaries of India.
 - 2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- (not applicable during the audit period)

We further report that

The Board of Directors of the Company is constituted with three Executive Directors, one Non-Executive Directors and one Independent Director. As per section 149(4) of the Companies Act, 2013 the Company must have two independent Director. Mr. TANVEER KAMRUDDIN SHAIKH BANDUKWALA , independent director resigned on 12/03/2020. Henceforth on 31.03.2020 there is only one Independent director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This Report is to be read with our letter of even date which is annexed “**Annexure A**” and forms an Integral Part of this Report.

For Deepika Chandak & Associates

Date:25.06.2020

Place:Mumbai

UDIN: A027799B000378545

Deepika Chandak

ACS No.:A27799

C.P.No.:15122



DEEPIKA CHANDAK & ASSOCIATES

Practicing Company Secretary

E-Mail ID: deepika.chandak31@gmail.com

Ph No: 9674057847

Annexure to the Secretarial Audit Report

To,
The Members,
EAST WEST FREIGHT CARRIERS LIMITED
62 GROUND FLOOR ADARSHINDUSTRIAL ESTATE SAHAR ROAD CHAKALA
ANDHERI (EAST) MUMBAI MH 400099

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial Records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on the secretarial records based on our audit.
2. We have followed the Audit practices and processes as where appropriate to obtain reasonable assurance about the correctness of the contains of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial Records. We believe that the processes and practices, we followed provide the reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Deepika Chandak & Associates

Date:25.06.2020

Place:Mumbai

Deepika Chandak
ACS No.:A27799
C.P.No.:15122

