

May 28, 2019

To,
General Manager
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai
Maharashtra 400001

Subject : Annual Secretarial Compliance Report for the financial year ended 31st March, 2019.

Company Code : 540728

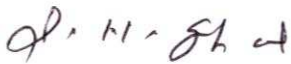
Dear Sir,

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith Annual Secretarial Compliance Report for the financial year ended on 31st March, 2019, issued by M/s Amrish Gandhi & Associates, Company Secretaries.

Kindly take the same on your record and acknowledge receipt.

Thanking you.

Yours faithfully
For Sayaji Industries Ltd.



(Rajesh H. Shah)
Company Secretary &
Sr. Executive Vice President
Encl.: As above



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E: maize@sayajigroup.in
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Secretarial Compliance Report of Sayaji Industries Limited
For the year ended 31st March, 2019

We, Amrish Gandhi & Associates, Company Secretaries in Practice have examined:

- (a) All the documents and records made available to us and explanation provided by **Sayaji Industries Limited** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) other document/filing, as may be relevant, which has been relied upon to make this certification,

For the financial year ended 31st March, 2019 (“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, 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) 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;

(e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(f) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations; 2009;

(g) Other regulations as applicable and circulars/ guidelines issued thereunder;

and based on the above examination, 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 (Regulations / guidelines /including clause)	Requirement / circulars / specific	Deviations	Observations/ Remarks of the Practicing Company Secretary
None				

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



(c) The following are the details of actions taken against the listed entity / its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (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 e.g. fines, warning letter, debarment etc.	Observations/remarks of the Practicing Company Secretary, if any
None				

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: Not Applicable.

For Amrisha Gandhi & Associates
Company Secretaries



Amrisha Gandhi
Amrisha Gandhi
Proprietor

FCS No: 8193
COP No: 5656

Place: Ahmedabad
Date: 28th May, 2019

