



SHIVA MILLS LIMITED

Regd.Office : 252, Mettupalayam Road, Coimbatore - 641 043, Tamilnadu, India.

Telephone : 0422-2435555 Email : shares@shivamills.com Website : www.shivamills.com

CIN: L17111TZ2015PLC022007 GSTRN: 33AAXCS5170R1ZC

SML/SEC/150/NSE & BSE/2022-23

24.5.2022

The Manager
Listing Department
National Stock Exchange Of India Limited
"Exchange Plaza", Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

BSE Limited
Floor25
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Scrip Code: SHIVAMILLS

Scrip Code: 540961

Dear Sir,

Sub: Secretarial Compliance Report - reg.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are enclosing the Secretarial Compliance Report for the year ended 31.3.2022, issued by Sri R Dhanasekaran, Practicing Company Secretary, Coimbatore.

Kindly take on record the above information.

Thanking you,

Yours faithfully,

For SHIVA MILLS LIMITED


M SHYAMALA
COMPANY SECRETARY

Encl: as above



Certificate No.: 31/2022-23

Annual Secretarial Compliance Report

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

Secretarial compliance report of **M/s. SHIVA MILLS LIMITED**
(CIN:L17111TZ2015PLC022007) for the year ended 31st March, 2022

I, R.Dhanasekaran, Company Secretary in Practice, have examined:

- (a) all the documents and records made available to me and explanation provided by M/s.SHIVA MILLS 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 year ended 31st March, 2022 ("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 (Issue of Capital and Disclosure Requirements) Regulations, 2018;





- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) and circulars / guidelines issued thereunder;

and based on the above examination, I 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
- NIL -			

(a) 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 examination of those records.

(b) 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 taken e.g. fines, warning letter, debarment, etc.	Observations / Remarks of the Practicing Company Secretary, if any.
- NIL -				

(c) The listed entity has taken the 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 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	One of the Non Executive Independent Directors of the Company continued in Office after attaining the age of 75 years on 14.5.2020 and a Special Resolution under Regulation 17(1A) of SEBI LODR 2015 for consent of Members for his continuance in office after attaining the age of 75 years was passed only on 28.9.2020	One of the Non Executive Independent Directors of the Company continued in Office after attaining the age of 75 years on 14.5.2020 and a Special Resolution under Regulation 17(1A) of SEBI LODR 2015 for consent of Members for his continuance in office after attaining the age of 75 years was passed only on 28.9.2020	In response to the notices of BSE Limited and National Stock Exchanges of India Limited, the company replied to the exchange explaining the reasons for not passing the resolution within the time and has paid the fine.	As the company has replied to the exchanges explaining the reasons for not passing the required resolution within the time as required under regulation 17(1A) of SEBI (LODR), 2015 and also paid the prescribed fine to the exchanges during the financial year ended 31.03.2021 itself no further comments are made in this respect.

(e) The listed entity has included the conditions mentioned in Sl.No 6(A) and 6 (B) of SEBI Circular No.CIR/CFD/CMD1/114/2019 Dated 18.10.2019 in terms of re-appointment of the statutory auditor.

Place: Coimbatore

Date: 21.05.2022

Signature:

ICSI UDIN: F007070D000362326

CS. R. Dhanasekaran
Company Secretary in Practice,
FCS 7676 / CP 7745.