

29th May, 2019.

To,

BSE Limited, Phiroze Jijibhoy Tower, Dalal Street, Fort, Mumbai – 400 001. Scrip Code : 503811	National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Company Symbol : SIYSIL
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Dear Sir/ Madam,

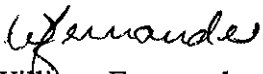
Sub: Annual Secretarial Compliance Report of Siyaram Silk Mills Limited for the Financial Year ended 31st March, 2019

In terms of Regulation 24(A) 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 8th February, 2019, we enclose Annual Secretarial Compliance Report duly issued by Jugalkishore Fatehchandka, Company Secretary in Practice, for the Financial Year ended 31st March, 2019.

Please take the same on record.

Thanking you,

Yours faithfully,
For SIYARAM SILK MILLS LIMITED


William Fernandes
Company Secretary

Encl : a/a.

**Secretarial Compliance Report of
SIYARAM SILK MILLS LIMITED for the year ended 31st March 2019**

I, Jugalkishore Fatehchandka, Company Secretary in Practice have examined:

- (a) all the documents and records made available to us and explanation provided by Siyaram Silk 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) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the 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:-

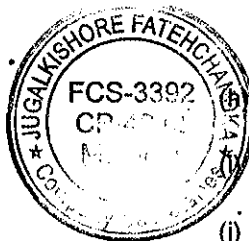
- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable to the Company during the audit period.**
- (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; **Not applicable to the Company since it has not bought back any securities during the audit period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not applicable since the listed entity does not have such share based employee benefit scheme.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable to the Company since it has not issued any debt securities.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable since the listed entity has not issued any Non-convertible and Redeemable Preference Shares during the period under review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;

- (j) and circulars/ guidelines issued thereunder;

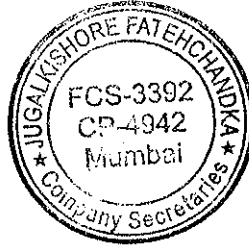
And based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.



- (b) 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.
- (c) No action was taken against the listed entity/its promoters/directors 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.
- (d) This being the first report issued under the relevant circular, comments about action(s) taken by the listed entity to comply with the observations made in the previous reports is **not applicable**.

Place: Mumbai
Date: 17th May, 2019.



Jugalkishore Fatehchandka
Company Secretary in Practice
FCS No. : 3392
C P No.: 4942