



SAMBANDAM SPINNING MILLS LIMITED UNIT-1

Registered Office : P.B. No.1, Kamaraj Nagar Colony, Salem 636 014. Tamil Nadu
(P) +91 427 2240790 (F) +91 427 2240169 (E) corporate@sambandam.com
website : www.sambandam.com Corporate Identity No. L17111TZ1973PLC000675

Ref: 114/SSML/CS/2020-21

29th June 2020

To
The DGM Listing,
The Bombay Stock Exchange Ltd,
Floor No. 25, P.J.Towers,
Dalal Street,
MUMBAI – 400 001.

Dear Sir,

**Scrip Code : 521240 – Annual Secretarial Compliance Report for
the financial year ended March 31st, 2020**

In compliance with SEBI Circular No.CIR/CFD/CMD/1/27/2019 dated February 8, 2019, and Regulation 24A of LODR, please find enclosed the Annual Secretarial Compliance Report of Sambandam Spinning Mills Limited for the financial year ended March 31, 2020, issued by B.Kalyanasundaram, Practicing Company Secretary of the Company.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,
for Sambandam Spinning Mills Limited


(S. Natarajan)
Company Secretary

**B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES.**

**OFFICE :
30, PANDAMANGALAM
AGRAHARAM,
WORIUR, TRICHY-620003.
PHONE:0431-2761590.**

**B.KALYANASUNDARAM,
B.Com.,ACMA.,ACS.,**

**SECRETARIAL COMPLIANCE REPORT
OF
M/s. SAMBANDAM SPINNING MILLS LIMITED,
KAMARAJ NAGAR,
P.B. NO.1, SALEM 636014
(CIN: L17111TZ1973PLC000675)
for the year ended 31-03-2020**

We have examined:

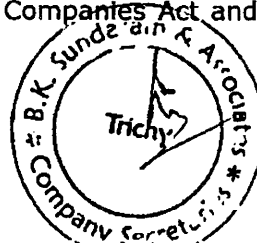
- (a) all the documents and records made available to us electronically and explanation provided by M/s. **SAMBANDAM SPINNING MILLS LIMITED**, ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity,

for the year ended 31-03-2020 in respect of compliance with the provisions of :

- (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (ii) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), the Rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The SEBI Regulations and the circulars/ guidelines issued thereunder which are relevant and applicable to the review period viz. Financial Year ended 31st March 2020 to the Company, are listed hereunder : -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
- (d) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;
- (e) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealings with client;

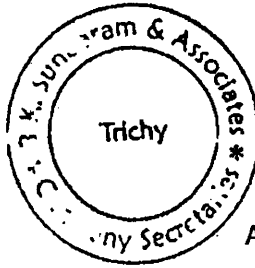


SECRETARIAL COMPLIANCE REPORT OF
M/s. SAMBANDAM SPINNING MILLS LIMITED

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.
- (b) The listed entity has maintained requisite records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.
- (c) No action was 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.
- (d) The Secretarial Compliance Report for the financial year ended 31-03-2019 did not contain any observation and hence there was no need to take action by the listed entity.

Place : Trichy
Date : 22-06-2020



FOR B.K. SUNDARAM & ASSOCIATES
COMPANY SECRETARIES

A handwritten signature in black ink, appearing to read "B. Kalyanasundaram".

(B.KALYANASUNDARAM)
COMPANY SECRETARY
ACS NO. A672. CP. NO. 2209
UDIN: A000672B000366730

Note: This report has to be read along with the Annexure which forms an integral part of this report.

**B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES.**

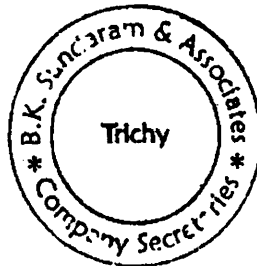
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**ANNEXURE TO SECRETARIAL COMPLIANCE REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020
OF
M/s. SAMBANDAM SPINNING MILLS LIMITED**

1. Maintenance of records with reference to the SEBI Act, SCRA and Regulations thereunder is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our audit.
2. We have followed the audit practices and procedures as were appropriate to obtain reasonable assurance about the correctness of the contents of the records. We have sought and obtained all the information electronically and explanations which to the best of our knowledge and belief were necessary for the purposes of our Secretarial Compliance Report. The verifications were done on a random test basis to ensure the correctness of the facts reflected in the records.
3. We have obtained the Management representation about the compliance of Laws, Regulations and occurrence of events.

Place : Trichy
Date : 22-06-2020



**FOR B.K. SUNDARAM & ASSOCIATES
COMPANY SECRETARIES**

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**(B.KALYANASUNDARAM)
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