

Amarjothi House
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■ ISO 9001 : 2008 | GOTS-OE | OEKO TEX CERTIFIED
CIN: L17111TZ1987PLC002090

30.05.2019

To

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sirs,

Scrip Code: 521097

**Sub: Annual Secretarial Compliance Report of the Company for the year ended
March 31, 2019**

Ref: SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019

With reference to the SEBI circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed Annual Secretarial Compliance Report duly signed by the Practicing Company Secretary for the year ended March 31, 2019. Please take the above information on record.

Thanking You.

Yours faithfully,

For Amarjothi Spinning Mills Limited

A handwritten signature in blue ink, appearing to read 'K. Mohanapriya', is written over a light blue horizontal line.

**K MOHANAPRIYA
COMPANY SECRETARY**

Encl: As above.

R RAMCHANDAR & ASSOCIATES
COMPANY SECRETARIES

R RAMCHANDAR
90037 04124 / ramcsllb@gmail.com

21, ML Lund complex(3rd floor), VH Road, Coimbatore 641001
0422-4382898 / 94886 53103 / ramcsoffice@gmail.com

Annual Secretarial compliance report

I R.Ramchandar, a Company Secretary in Practice have examined:

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

for the year ended 2018-2019 ("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:-

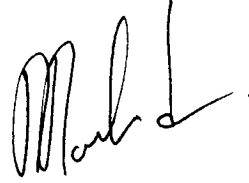
- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares 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



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 examination of those records.
- (c) Based on my examination and the records produced before me, there were no 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.

Signature:



Place: Coimbatore

Name: R.RAMCHANDAR B.Com,FCS,LLB

Date: 30/05/2019

FCS No.:10097

C P No.:12240

