REGD. OFFICE: P.O. Box 2501, Padra Road, Vadodara 390 020, Gujarat, India Tel.: +91 265 2330060/61/62/63/64/65, 3290938 Mebile: 9974005975

Fax: +91 265 2336195 Email: dinesh@dineshmills.com Website: www.dineshmills.com

April 7, 2017

Dept. of Corporate Services, **BSE** Limited, Floor - 1, Rotunda Bldg., Dalai Street, MUMBAI - 400 001

Dear Sir,

Sub: Submission of Certificate pursuant to Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the ended 31st March, 2017

We enclose herewith Certificate dated 7th April, 2017 issued by Mr. Kashyap Shah, Practicing Company Secretary pursuant to Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2017.

Kindly acknowledge the receipt.

Thanking you, Yours faithfully, For SHRI DINESH MILLS LIMITED,

J.B.SOJITRA

COMPANY SECRETARY

Encl.: As above

dinesh

Subject to Vadodara Jurisdiction

Practising Company Secretaries

Office: B-203, Manubhai Towers, Sayajigunj, Vadodara 390 005 Ph: (O) 0265-2362244 (m) 9727037685; (m) 9427339564

E- mail: kashyap.cs@gmail.com

Kashyap Shah [B.Com., LL.B.(Sp.), FCS,PGDIEM]

CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

FOR THE HALF YEAR ENDED MARCH 31, 2017

I have examined Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Shri Dinesh Mills Limited (the Company) maintained by the Company and/ or M/s. MCS Share Transfer Agent Limited, 10, Aram Apartment, 12 Sampat rao Colony, B/h. Laxmi Hall, Alkapuri, Vadodara 390007 pertaining to transfer of equity shares of the Company for the period from October 1, 2016 to March 31, 2017 for the purpose of issuing a Certificate as per Regulation 40(9) of The SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended March 31, 2017:

A) Share/Debenture Certificate(s) relating to the transfer of Shares/Debentures received during the period from October 1, 2016 to March 31, 2017 as entered in the Memorandum of Transfers have generally been issued within thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected/ delayed on technical and/or other grounds.

CP 160. 6872

Date: 07.04.2017 Place: Vadodara For Kashyap Shah & Co., Company Secretaries

(Kashyap Shah)
Proprietor