

SURAT TEXTILE MILLS LIMITED

Date: 22th May, 2019

**The Corporate Relationship Department,
Bombay Stock Exchange Ltd.,
First Floor, New Trading Wing,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001
Scrip Code: 530185**

Sub.: Annual Secretarial Compliance Report for the financial year ended 31st March, 2019.

Dear Sir / Madam,

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019, please find enclosed herewith Annual Secretarial Compliance Report for the financial year ended 31st March, 2019 dated 12th May, 2019 issued by M/s. Jigar Vyas & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company for the financial year ended 31st March, 2019.

You are requested to take the same on record.

Thanking you,

Yours faithfully,

For Surat Textile Mills Limited



Company Secretary / Wholetime Director



Regd. Office : 6th Floor, Tulsi Krupa Arcade, Near Aai Mata Chowk,
Puna Kumbharia Road, Dumbhal, Surat 395 010.

Phone : (0261) 2311197-98, 2311513 Fax : (0261) 2311029/502

CIN : L17119GJ1945PLC000214 | Website : www.surattextilemillsltd.com

SECRETARIAL COMPLIANCE REPORT**SURAT TEXTILE MILLS LIMITED****CIN: L17119GJ1945PLC000214****for the year ended on 31st March, 2019**

To
The Board of Directors,
Surat Textile Mills Limited,
Tulsi Krupa Arcade,
6th Floor, Near Aai Mata Chowk,
Puna-Kumbharia Road, Dumbhal,
SURAT 395010.

I, Jigar Kamlesh Vyas Proprietor - Jigar Vyas & Associates, Practicing Company Secretaries have examined:

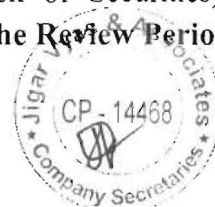
- (a) all the documents and records made available to us and explanation provided by Surat Textile Mills Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity i.e. www.surattextilemillsLtd.com
- (d) any other 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the listed entity during the Review 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 listed entity during the Review Period)** ;



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the listed entity during the Review Period)** ;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the listed entity during the Review Period)** ;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not applicable to the listed entity during the Review Period)** ;
- (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, 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
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- (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) 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: - **Not Applicable**

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.



(d) The listed entity has taken the following actions to comply with the observations made in previous reports: - **Not Applicable**

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity

Place : Surat
Date : 12/05/2019



For Jigar Vyas & Associates
Practicing Company Secretaries

CS JIGAR K. VYAS
Mem. No. : FCS 8019
CP No. : 14468