

# RAJAPALAYAM MILLS LIMITED

Regd. Office : Rajapalayam Mills Premises, P.A.C. Ramasamy Raja Salai,  
Post Box No. 1, Rajapalayam, Tamil Nadu, Pin : 626 117.

CIN : L17111TN1936PLC002298  
PAN : AAACR8897F  
GSTIN : 33AAACR8897F1Z1



Telephone : 91 4563 235666 (5 lines)  
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E-mail : rajacot@ramcotex.com  
rajacot@bsnl.in  
Website : www.rajapalayammills.co.in

M/s. BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Scrip Code: 532503

Date : 29-05-2019

Dear Sir,

Sub: Annual Secretarial Compliance Report

We enclose, in terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, the Secretarial Compliance Report of the Company from Shri M.R.L. Narasimha, Practising Company Secretary, for the financial year ended 31<sup>st</sup> March, 2019.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

**For RAJAPALAYAM MILLS LIMITED**

**A. ARULPRANAVAM**  
**SECRETARY**

**Secretarial Compliance Report of M/s. Rajapalayam Mills Limited  
for the year ended 31<sup>st</sup> March, 2019**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, **M.R.L. Narasimha (FCS 2851 / CP.No.799) Practising Company Secretary**, have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Rajapalayam Mills Limited (CIN: L17111TN1936PLC002298) ("the listed entity");
- (b) the filings/ submissions made by the listed entity to BSE Limited ("the stock exchange");
- (c) website of the listed entity;

for the year ended 31<sup>st</sup> 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 as applicable to the listed entity, 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and
- (e) circulars/ guidelines issued thereunder;

*M.R.L. Narasimha*

*M.R.L. Narasimha* BCom, FCS  
PRACTISING COMPANY SECRETARY

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) There were no actions taken against the Listed entity/ its Promoters / Directors either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts / Regulations and circulars/guidelines issued thereunder;
- (d) Since the requirement of Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been made effective from the financial year ended 31<sup>st</sup> March, 2019, there were no previous reports and hence, reporting under this clause (d) does not arise.

*M.R.L. Narasimha*

M.R.L. Narasimha  
Practising Company Secretary  
Membership No: 2851  
Certificate of Practice: 799  
34-C, 3rd Cross, R.L.Nagar  
K.K.Pudur, Coimbatore - 641038

Rajapalaiyam  
28<sup>th</sup> May, 2019

**M.R.L. NARASIMHA, B.Com., FCS**  
Practising Company Secretary  
M.No: 2851, C.P. 799,  
Old No:34-C, New No: 8, IIIrd CROSS,  
RAMALINGA NAGAR, K.K. PUDUR,  
COIMBATORE - 641 038.