## Subhash Silk Mills Ltd.

Regd. Office: G-15, Ground Floor, Prem Kutir, 177 Marine Drive, Mumbai 400020 Admin Office: 89, Gautam Complex, Sector 11, CBD Belapur, Navi Mumbai 400614 Tel.: 022-40619000 E-mail: subhashsilkmillsltd@gmail.com

## QUARTERLY COMPLIANCE CERTIFICATE AS PER CLAUSE 49 OF LISTING AGREEMENT FOR THE QUARTER ENDED 30TH SEPTEMBER, 2012

| Particulars   | Clause of<br>Listing<br>agreement | Compliance<br>Status<br>Yes/No | Remarks |
|---|-----------------------------------|--------------------------------|---------|
| I Board of Directors  | 49 I                              |                                |         |
| (A) Composition of Board  | 49(IA)                            | YES                            |         |
| (B) Non-executive Directors' compensation & disclosures                 | 49 (IB)                           | YES                            |         |
| (C) Other provisions as to Board and Committees                         | 49 (IC)                           | YES                            |         |
| D) Code of Conduct  | (49 (ID)                          | YES                            |         |
| II. Audit Committee   | 49 (II)                           |                                |         |
| (A)Qualified & Independent Audit Committee                              | 49 (IIA)                          | YES                            |         |
| (B)Meeting of Audit Committee   |                                   | YES                            |         |
| (C)Powers of Audit Committee 49 (IIC)                                   | 49 (IIB)                          | YES                            |         |
| (D)Role of Audit Committee  | 49 II(D)                          | YES                            |         |
| (E)Review of Information by Audit                                       | 49 (IIE)                          | YES                            |         |
| Committee   |                                   |                                |         |
| III. Subsidiary Companies   | 49 (III)                          | N/A.                           |         |
| V. Disclosures  | 49 (IV)                           |                                |         |
| (A)Basis of related party transactions                                  | 49 (IV A)                         | YES                            |         |
| (B) Disclosure of Accounting Treatment                                  | 49 (IV B)                         | YES                            |         |
| (B)Board Disclosures  | 49 (IV C)                         | YES                            |         |
| (C)Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D)                         | N/A.                           |         |
| (D)Remuneration of Directors  | 49 (IV E)                         | YES                            |         |
| (E)Management   | 49 (IV F)                         | YES                            |         |
| (F)Shareholders   | 49 (IV G)                         | YES                            |         |
| V.CEO/CFO Certification   | 49 (V)                            | YES                            |         |
| VI. Report on Corporate Governance                                      | 49 (VI)                           | YES                            |         |
| VII. Compliance   | 49 (VII)                          | YES                            |         |

For Subhash Silk Mills Ltd.

Sd/-

Dhiraj Mehra

Compliance Officer Date: 15.10.2012