

# 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, 2009

| Particulars                                                              | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|--------------------------------------------------------------------------|-----------------------------|--------------------------|---------|
| <b>I Board of Directors</b>                                              | 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                      |         |
| <b>II. Audit Committee</b>                                               | 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 Committee                             | 49 (IIE)                    | YES                      |         |
| <b>III. Subsidiary Companies</b>                                         | 49 (III)                    | N/A.                     |         |
| <b>V. Disclosures</b>                                                    | 49 (IV)                     |                          |         |
| (A) Basis of related party transactions                                  | 49 (IV A)                   | YES                      |         |
| (B) Board Disclosures                                                    | 49 (IV B)                   | YES                      |         |
| (C) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV C)                   | YES                      |         |
| (D) Remuneration of Directors                                            | 49 (IV D)                   | YES                      |         |
| (E) Management                                                           | 49 (IV E)                   | YES                      |         |
| (F) Shareholders                                                         | 49 (IV F)                   | YES                      |         |
| <b>V. CEO/CFO Certification</b>                                          | 49 (V)                      | YES                      |         |
| <b>VI. Report on Corporate Governance</b>                                | 49 (VI)                     | YES                      |         |
| <b>VII. Compliance</b>                                                   | 49 (VII)                    | YES                      |         |

For Subhash Silk Mills Ltd.

Sd/-

**Dhiraj Mehra**  
Compliance Officer  
Date : 20.10.09