

May 30, 2018

To

The Secretary (Listing Department)
The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001

The Manager,
The National Stock Exchange India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra(E), Mumbai-400051

BSE Scrip Code: 540203

NSE Symbol: SFL

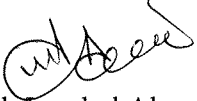
**Subject: Secretarial Compliance Report pursuant to Regulation 24A of the SEBI
(Listing Obligation and Disclosure Requirements) Regulations 2015**

Dear Sir/Madam

Please find enclosed the Secretarial Compliance Report issued by Practising Company Secretaries pursuant to Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 for the financial year ended on 31st March 2019 for your record.

Thanking you.
Yours faithfully,

For Sheela Foam Limited



(Md. Iqbal Ahmad)
Company Secretary and Compliance Officer

SHEELA FOAM LTD.

37/2, Site-IV, Sahibabad Industrial Area, Ghaziabad, U.P. - 201010, India
Ph: Int-91-(0)-120-4162200 • Fax: Int-91-(0)-120-4162282, 4162283 • Email: contactus@sheelafoam.com
Regd. Office: C-55, Preet Vihar, Vikas Marg, Delhi-110092, India • Ph: Int-91-(0)-11-22026875-76
Toll Free: 1800 103 6664 • www.sleepwellproducts.com • www.sheelafoam.com
CIN-L74899DL1971PLC005679



Secretarial Compliance Report of Sheela Foam Limited for the Financial Year 2018-19

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March 2019

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

We have examined:

- a) all the documents and records made available to us and explanation provided by Sheela Foam Limited ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,



(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and

Redeemable Preference Shares) Regulations, 2013;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
and based on the above examination,

We 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
NIL			

(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 our 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:


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