



Regd. Office: 39-A, Extension Street, Kaikattipudur, AVINASHI - 641 654, Tirupur Dt., Tamil Nadu, India. Phone: +91-4296-304000 Fax: +91-4296-304280, 304281 E-mail: spindia@s-p-apparels.com Web: www.s-p-apparels.com CIN No.: U18101TZ2005PLC012295

11th April, 2017

Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street,

Mumbai - 400 001.

National Stock Exchange of India Limited 'Exchange Plaza', Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051.

Scrip Code: 540048

Symbol: SPAL

Dear Sirs.

Sub: Certificate under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 40 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Certificate from the Practicing Company Secretary, for the half year ended March 31st, 2017.

Kindly take note of the same.

Thanking You,

For S.P.Apparels Limited,

Company Secretary and Compliance Officer

Encl: As above

S.RAJAGURU & ASSOCIATES COMPANY SECRETARIES*

M-13, Narmadha Street,

Ellis Nagar Housing Board, Madurai-625 016.

Mobile: 99444 38769 Phone: 0452-4240769

e-mail: srajaguruassociates@yahoo.com

Web: www.maduraicompanysecretary.com

CERTIFICATE FOR THE HALF YEAR ENDED 31st MARCH 2017 (Pursuant to Regulation 40 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I have examined all Records, Registers, Files and Other Documents relating to M/s. S.P.Apparels Limited maintained by Link Intime India Private Limited (the Registrar and Transfer Agents) pertaining to transfer / sub-division / consolidation / renewal / exchange or endorsement of calls / allotment of monies / deletion of name / transmission / transposition in respect of equity shares of the company for the period from 01st October 2016 to 31st March 2017 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and based on the information provided by the company, I hereby certify that no requests were received for registration of transfers, sub-division, consolidation, renewal and split, in respect of Shares held in physical mode of the company, during the half year period ended 31st March 2017.

Place: Avinashi

Date: 07.04.2017

For S.Rajaguru & Associates, Company Secretaries

> S. Rajaguru (FCS-2046; CP No: 7701)

PRACTICING COMPANY SECRETARY
(CP No 7701)

S. RAJAGURU & ASSOCIATES M-13, ELLIS NAGAR HOUSING BOARD MADURAI-625 016 (PH:- 0452-4240769, M:- 99444 38769)