Regd. Off: 83-E, Hansraj Pragji Building, Off Dr. E. Moses Road, Worli, Mumbai - 400 018. India. Email Id: shamrockfin@gmail.com | Tel.: +91-22 4077 8884 | Fax.: +91-22 2498 3300

Date: 13th January, 2020

The Department of Corporate Services, BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Mumbai – 400001

Sub: Submission of Certificate for non-applicability of Corporate Governance from Compliance officer for the Quarter ended on 31st December, 2019.

Ref.: Scrip Code - 531240 ISIN - INE022F01015

In regards with the caption above, we hereby submit the clarification letter along with Certificate for non-applicability of Corporate Governance to impart the requirement of regulation 27(2) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 in connection with the submission of Corporate Governance for quartered ended 31.12.2019.

The regulation 15(2) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 which specifically dispense the requirement of compliance with the corporate governance provisions by the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year:

We would like to state and confirm that the Company do hereby falls within the ambit of said exemption and herewith enclosing Non- Applicability Certificate from the company for the quarter ended 30.09.2019 required to be furnished to the exchange vide SEBI Circular CIR/CFD/POLICY CELL/7/2014 Dated 15thSeptember, 2014.

You are requested to acknowledge receipt of the same.

For Shamrock Industrial Company Ltd

Pallavi Lakdawala

Company Secretary and Compliance Officer

Membership No: A60877

Encl: a/a

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Date: 13th January, 2020

The Department of Corporate Services, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001

Sub: Submission of Certificate for non-applicability of Corporate Governance from Compliance officer for the Quarter ended on 30th September, 2019.

DECLARATION

I, **Pallavi Lakdawala**, Company Secretary cum Compliance officer of M/s. Shamrock Industrial Company Ltd having its Registered office situated at 83-E, Hansraj Pragji Building, Off Dr. E. Moses Road Worli, Mumbai- 400018; do hereby state and confirm that the Company's Paid up Share Capital is **Rs.5,42,84,140/-**and Net Worth is **Rs. 2,64,02,460/-**as on the last day of the previous financial year ended 31st March, 2019 which is within the exemption limit of Regulation 15(2) SEBI LODR (Regulation), 2015.

Therefore, the company is not required to submit report on corporate governance for quarter ended 31.12.2019 pursuant to Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015. We hereby undertakes that whenever this regulation will become applicable to the company at later date, the company will comply the requirement of regulation 27(2) within six months from the date on which the provision applicable to the company.

You are requested to acknowledge receipt of the same.

For Shamrock Industrial Company Ltd

Pallavi Lakdawala

Company Secretary and Compliance Officer

Membership No: A60877