

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

**THE BOARD OF DIRECTORS,
SRF LIMITED
BLOCK-C, SECTOR-45,
GURGAON-122003**

CERTIFICATE

RECONCILIATION OF SHARE CAPITAL AUDIT

1. Quarter Ended : December 31, 2016
2. ISIN : INE647A01010
3. Face Value : Rs.10/- each
4. Name of the Company along with CIN : **SRF LIMITED**
L18101DL1970PLC005197
5. Registered Office Address : C-8, Commercial Complex, Safdarjung Development Area, New Delhi- 110016
6. Correspondence Address : Block-C, Sector-45, Gurgaon-122003, Haryana
7. Telephone & Fax Nos : Tel No: 0124-4354400
Fax No: 0124-4354500
8. E-mail address : ajoshi@srf.com, sanjiv.sharma@srf.com
9. Names of the Stock Exchanges where the Company's securities are listed:
a) **National Stock Exchange of India Limited**
b) **BSE Limited**

S.No.	Particulars	Number of shares	% of Total Issued Capital
10.	Issued Capital	6,14,77,255	100.00
11.	Listed Capital (Exchange wise) a) National Stock Exchange of India Limited b) BSE Limited	5,74,20,500	93.40
12.	Held in dematerialized form in NSDL	5,43,56,092	94.66
13.	Held in dematerialized form in CDSL	14,24,175	2.48
14.	Physical holdings	16,40,233	2.86
15.	Total No. of Shares (12+13+14)	5,74,20,500	93.40



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16. Reasons for difference between (10 &11) and (10 &15):

- (a) 2,705 equity shares were forfeited by Company in the year 1973-74.
- (b) 40,54,050 equity shares were forfeited by Company in the year 1997-98.

17. Details of changes in Share Capital during the quarter under consideration are as per Table below:

SL. No	Particulars	No. of Shares	Applied / Not Applied for Listing	Listed on stock Exchanges	Whether intimated to NSDL	Whether intimated to CDSL	In-principal approval pending for SE
1.	Increase						
1.	Rights Issue						
2.	Bonus Issue						
3.	Preferential Issue						
4.	Initial Public Offer						
5.	Re-issue of Forfeited Shares						
6.	Employee Stock Option exercised	-----	-----	N.A.	-----	-----	-----
7.	Amalgamation/ Scheme of Arrangement						
8.	Conversion of Loans/Debenture s/FCCB(s)						
9.	Any other (to specify)						
Total (A)		-	-	-	-	-	-
SL. No	Particulars	No. of Shares	Applied / Not Applied for De- Listing	De-Listed on stock Exchanges	Extinguish- ed by NSDL	Extinguish- ed by CDSL	In-principal approval pending for SE
10	Decrease						
10	Buy-back						
11	Capital Reduction						
11	Forfeiture	-----	-----		-----	-----	-----
12	Amalgamation/ Scheme of Arrangement	-		N.A.	-----	-----	-----
13	Any other (to specify)						
Total (B)		-	-	-	-	-	-
Net Increase/ Decrease (A-B)		-	-	-	-	-	-



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18. Register of Members is updated (Yes/No): **Yes**

19. Reference of previous quarter with regards to excess dematerialization of shares:

-----**N.A.**-----

20. Has the Company resolved the matter mentioned in point no. 19 above in the current quarter?

-----**N.A.**-----

21. Total number of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	Nil	Nil	Not Applicable
Pending for more than 21 days	Nil	Nil	Not Applicable

22. Name, Telephone & Fax No. of the Compliance Officer of the Company.

Name	Telephone	Fax No.
Mr. Sanjiv Kumar Sharma	0124-4354797	0124-4354500

23. Name, Address, Telephone & Fax No., Registration No. of the Auditor:

Name	Address	Tel No.	Fax No.	Firm Registration No.
Sanjay Grover	SANJAY GROVER & ASSOCIATES, Company Secretaries B-88, First Floor, Defence Colony, New Delhi – 110024	011- 46790000	011- 4679 0012	P2001DE052900



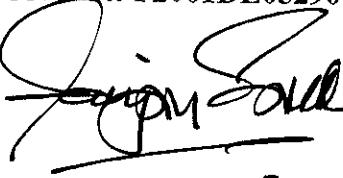
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24. Common Agency for share registry work :

Name : Karvy Computershare Private Limited
Address : Karvy Selenium Tower-B, Plot No. 31 & 32, Financial Dist., Gachibowli,
Nanakramguda, Seri Lingampally, Hyderabad - 500 032, Telangana

25. Any other detail that the Auditor may like to provide:

-----NIL-----

	<p>For SANJAY GROVER & ASSOCIATES COMPANY SECRETARIES FIRM REGISTRATION NO.: P2001DE052900</p> <p></p> <p>SANJAY GROVER MANAGING PARTNER FCS No. 4223 CP No. 3850</p>
<p>Date: January 20, 2017</p> <p>Place: New Delhi</p>	