

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 | : March 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	5,42,59,186	88.26
13.	Held in dematerialized form in CDSL	14,57,360	2.37
14.	Physical holdings	17,03,954	2.77
15.	Total No. of Shares (12+13+14)	5,74,20,500	93.40



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:

SI. 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)	-	-	-	-	-	-
SI. 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						
12	Forfeiture	-----	-----				
12	Amalgamation/ Scheme of Arrangement	-	-----	N.A.	-----	-----	-----
13	Any other (to specify)						
	Total (B)	-	-	-	-	-	-
	Net Increase/ Decrease (A-B)	-	-	-	-	-	-



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:													
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center; padding: 5px;">Total No. of requests</th><th style="text-align: center; padding: 5px;">No. of requests</th><th style="text-align: center; padding: 5px;">No. of shares</th><th style="text-align: center; padding: 5px;">Reasons for delay</th></tr> </thead> <tbody> <tr> <td style="text-align: center; padding: 5px;">Confirmed after 21 days</td><td style="text-align: center; padding: 5px;">Nil</td><td style="text-align: center; padding: 5px;">Nil</td><td style="text-align: center; padding: 5px;">Not Applicable</td></tr> <tr> <td style="text-align: center; padding: 5px;">Pending for more than 21 days</td><td style="text-align: center; padding: 5px;">Nil</td><td style="text-align: center; padding: 5px;">Nil</td><td style="text-align: center; padding: 5px;">Not Applicable</td></tr> </tbody> </table>	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	
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.						
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center; padding: 5px;">Name</th><th style="text-align: center; padding: 5px;">Telephone</th><th style="text-align: center; padding: 5px;">Fax No.</th></tr> </thead> <tbody> <tr> <td style="text-align: center; padding: 5px;">Mr. Sanjiv Kumar Sharma</td><td style="text-align: center; padding: 5px;">0124-4354797</td><td style="text-align: center; padding: 5px;">0124-4354500</td></tr> </tbody> </table>	Name	Telephone	Fax No.	Mr. Sanjiv Kumar Sharma	0124-4354797	0124-4354500
Name	Telephone	Fax No.				
Mr. Sanjiv Kumar Sharma	0124-4354797	0124-4354500				

Name	Address	Tel No.	Fax No.	Membership No.
Sanjay Grover	SANJAY GROVER & ASSOCIATES, Company Secretaries B-88, First Floor, Defence Colony, New Delhi – 110024	011- 46790000	011- 4679 0012	FCS No. 4223



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-----

	For SANJAY GROVER & ASSOCIATES COMPANY SECRETARIES  SANJAY GROVER FCS No. 4223 CP No. 3850
Date: April 14, 2016 Place: New Delhi	