MODI RUBBER LIMITED

4-7C, DDA SHOPPING CENTRE
NEW FRIENDS COLONY
NEW DELHI-110065
TEL: 011-47107398
TELEX; 031-61839, MRLE-IN
GRAM: "MODIRAW, FAX: 26837530
CIN- L25199UP1971PLC003392
Website: www.modirubberlimited.com
Email:skbajpai@modigroup.net

Our Ref:
Deptt : Secretarial & Legal
Date : 24.1.2017

Pleae find enclosed herewith the certificate of reconciliation for Share capital Audit for quarter ended 31st December 2016 Pursuant to regulation 55A of SEBI (Depositories and Participants) regulations, 1996,

Thanking you,

Yours faithfully,
For MODI RUBBER LIMITED,

(S K Bajpai)
Head – Legal & Company Secretary

MODI RUBBER LIMITED NEW DELHI

Encl: As above

Place: New Delhi
Date: January 24, 2017

RASHMI SAXENA

. B.Com, LLB, F.C.S

24th January, 2017

The Board of Directors
M/s. Modi Rubber Limited
Modi Nagar 201 204
Dist. Ghaziabad (U.P.)

Sub: **Certificate of Reconciliation of Share Capital Audit of the Company.**

I/we have examined the Register of Members, beneficiary details furnished by the Depositories and other records /documents maintained by M/s. Modi Rubber Limited (hereinafter referred to as 'the Company) and its Registrar for Electronic Connectivity M/s Mas Services Limited, for giving report in the prescribed format, in accordance with the circular no. D&CC/FITTC/CIR-16/2002 December 31, 2002 issued by the Securities and Exchange Board of India & Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996.

In my/our opinion and the best of my/our knowledge and according to the information and explanations given to me/us and based on such verification as considered necessary, I/we hereby submit my certificate for the **quarter ended 31st December, 2016** of the Company.

1	For quarter ended	31.12.2016
2	ISIN	INE832A01018
3	Face Value	Rs. 10.00 per share
4	Name of the Company	**MODI RUBBER LIMITED**
5	Registered Office Address	Modinagar, 201 204 Dist. Ghaziabad (U.P.)
6	Correspondence Address	4/7C, DDA Shopping Centre, New Friends Colony NEW DELHI 110 065
7	Telephone & Fax Nos.	Tel Nos.:011-26834384,26833284,26848417 Fax No.: 011-26837530
8	Email Address	skbajpai@modigroup.net
9	Name of the Stock Exchange(s) where the company's securities are listed	National Stock Exchange of India Ltd., Mumbai Bombay Stock Exchange Ltd., Mumbai
10	Issued Capital	No. of shares = 25040532 % of total issued capital = 100%
11	Listed Capital (Exchange wise)	NSE = Rs. 250405320.00 BSE = Rs. 250405320.00
12	Held in dematerialized form in CDSL	227696 equity shares representing 0.91% of Paid up capital
13	Held in dematerialized form in NSDL	19684106 equity shares representing 78.61% of Paid up capital
14	Physical	5128730 equity shares representing 20.48% of Paid up capital
15	Total No. of shares (12+13+14)	25040532 equity shares representing 100% of Paid up capital
16	Reasons for difference if any, between (10 & 11), (10& 15), (11& 15)	N.A.

Rashmi Saxena & Associates * Company Secretary C.P. No. 6938

RASHMI SAXENA & ASSOCIATES
COMPANY SECRETARIES

17. Certifying the details of changes in share capital during the quarter under consideration as per table below:

Particulars**	No. of shares	Applied/Not Applied for listing	Listed on Stock Exchanges (specify names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin, appro. Pending for SE (Specify Names)
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

** *Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback Capital Reduction Forfeiture Any other (in specify)*

18	Register of Members is updated (Yes/No.) (if not, updated upto which date)	Yes
19	Reference of previous quarter with regards to excess dematerialized shares, if any	N.A.
20	Has the Company resolved the matter mentioned in point No.19 above in the current quarter, if any, reason why?	N.A.

21 Mentioned the table No. 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 demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 Days	None	None	--
Pending for more than 21 Days	None	None	--

22	Name, Telephone & Fax No. of the Compliance Officer of the Company	Shri SK Bajpai, Head – Legal & Company Secretary Tel No. 011-26834384,26833284,26848417 Fax No.011-26837530
23	Name, Address, Tel & Fax No. Regn. No. of the Auditor	Rashmi Saxena Company Secretary in Whole Time Practice DG-1/39C, Vikaspuri New Delhi-110018 C.P. No. 6938 Ph. No. 011-45535480
24	Appointment of common agency for share registry work	MAS Services Ltd. T-34, IInd Floor, Okhla Industrial Area, Phase – II, New Delhi – 110 020
25	Any other detail that the auditor may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.	BIFR vide its order dated 23.02.2010, discharged the Company from the purview of SICA with the directions that "the unimplemented provisions of the SS-08 for the unexpired period of the scheme would be implemented by the concerned agencies and their implementation would be monitored by the Company".

For RASHMI SAXENA & ASSOCIATES
Company Secretaries

Place: New Delhi
Date: 24th January, 2017

(Rashmi Saxena)
C.P. No. 6938

Rashmi Saxena & Associates * Company Secretary * C.P. No. 6938