R. S. Bhatia

M.A., F.C.S. Company Secretary in Practice CP No.: 2514 J-17 (Basement), Lajpat Nagar III,

New Delhi-110024.

Ph. 011-41078605 M: 09811113545

PAN: AAFPB5130M

Service Tax No. AAFPB5130MST001

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Service Category:-Company Secretary in Practice

RECONCILIATION OF SHARE CAPITAL AUDIT

1. For Quarter Ended : 31st March, 2016

2. ISIN No. : INE577A01027

3. Face Value : Rs.2/- Per Equity Share

4. Name of the Company : Munjal Showa Limited

(CIN: L34101HR1985PLC020934)

5. Registered Office Address : 9-11, Maruti Industrial Area, Sector 18, Gurgoan-122015, (Haryana), India

6. Correspondence Address : -DO-

7. Telephone & Fax No. : Tel: 0124-4783000, 4783100 Fax 0124 -2341359, 2341346

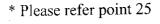
8. Email address : pgupta@munjalshowa.net cs@munjalshowa.net

9. Names of the Stock Exchanges where the Company's Securities are listed1. Bombay Stock Exchange Ltd.2. National Stock Exchange Ltd.

% of Total Number of Issued Cap. Shares 100% 39997500 Issued Capital 10. Listed Capital (Exchange-Wise) 11. 99.993% 39995000* Bombay Stock Exchange 11(a 99.958% 39981000 National Stock Exchange 11(b 12.79% Held in dematerialized form in CDSL 5117149 12. 85.44% Held in dematerialized form in NSDL 34172402 13. 1.76% 705449 Physical 14(a

14(b Shares Forfeited 2500 0.006%

15. Total No. of Shares : 39997500 100% [12+13+14(a)+14(b)]



16(a) Reasons for difference if any, between [10 & 11(a)], [11(a) & 15]

: 2500 Equity Shares stands forfeited.

Reasons for difference, if any, between 16(b)

14000 Equity Shares are pending for listing

[10 & 11(b)], [11(b) & 15]

& 2500 Equity Shares are forfeited.

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

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

Particulars*** No. of Applied/ Shares Not Applied For listing

Listed on Stock Exchanges

Whether intimated to CDSL

Whether intimated to NSDL

In-Prin.appr. pending for Stock Exchange

(Specify (Specify Names) Names)

*** Rights, Bonus, preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).

Register of Members is updated (Yes/ 18. No). If not, updated up to which date

Yes Electronically

Reference of previous with regards to 19. excess dematerialized Shares, if any

N. A.

Has the company resolved the matter 20. mentioned in point no. 19 above in the current quarter? if not, reasons why?

N. A.

Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of 21. 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	NIL	NIL .	NIL∙
Pending for more than 21 days	NÏL	NIL	NIL

Name, Telephone & Fax No. of the : Mr. Saurabh Agrawal 22. Compliance Officer of the Co.

(Company Secretary) Tel No.: 0124-4783000

Name, Telephone & Fax No., Regn. No. 23. of the Company Secretary in Practice

Mr. R. S. Bhatia

(Company Secretary in Whole time Practice)

C.P. No.: 2514

Tel No.011-41078605



24. Appointment of Common agency for share Registry work if any (name & address)

MCS SHARE TRANSFER AGENT LIMITED

CIN:-U67120WB2011PLC165872

Correspondence Address-

F-65, 1st Floor,Okhla Industrial Area, Phase-

I, New Delhi -110020

Ph:- 011-4140 6149 (Hunting)

Fax:- 011-4170 9881

Email:-admin@mcsdel.com

- 25. Any other details that the auditor may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.)
- a) BSE vide its letter reference no. DCS/UZ/Cap_Conf/155/2015-16 dated 4th June, 2015 has confirmed the listed capital of the Company consisting of 39995000 equity shares. Therefore it appears that 14000 Equity Shares which earlier was not listed have been listed by BSE.
- b) On the perusal of the Calcutta Stock Exchange website i.e. http://www.cse-india.com, it was found that the Company's name is not there in the Members List. Hence, the relevant details were not entered under points 9 & 11.

PLACE: NEW DELHI DATE: 15.04.2016 R.S. BHATIA PRACTICING COMPANY SECRETARY C.P.NO. 2514

R. S. Bhatia

M.A., F.C.S. Company Secretary in Practice CP No.: 2514 J-17(Basement), Lajpat Nagar III,

New Delhi-110024.

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PAN: AAFPB5130M

Service Tax No. AAFPB5130MST001 Email: bhatia r s@hotmail.com

Service Category:-Company Secretary in Practice

REPORT UNDER REGULATION 55A OF SEBI (DEPOSITORIES & PARTICIPANTS) REGULATIONS, 1996

1. For Quarter Ended

31st March, 2016

2. ISIN No.

: INE577A01027

3. Face Value

: Rs.2/- Per Equity Share

4. Name of the Company

: Munjal Showa Limited

(CIN: L34101HR1985PLC020934)

5. Registered Office Address

: 9-11, Maruti Industrial Area, Sector 18, Gurgoan-122015, (Haryana), India

6. Correspondence Address

- Do-

7. Telephone & Fax No.

Tel: 0124-4783000, 4783100

Fax 0124 -2341359, 2341346

			Number of Shares	% of Total Issued Cap.
8.	Issued Capital	:	39997500	100%
9. 9(a 9(b	Listed Capital (Exchange-Wise) Bombay Stock Exchange National Stock Exchange		39995000* 39981000	99.993% 99.958%
10.	Held in dematerialized form in CDSL	;	5117149	12.79%
11.	Held in dematerialized form in NSDL		34172402	85.44%
12(a. 12(b.	Physical Shares Forfeited	:	705449 2500	1.76% 0.006%

*BSE vide its letter reference no. DCS/UZ/Cap_Conf/155/2015-16 dated 4th June, 2015 has confirmed the listed capital of the Company consisting of 39995000 equity shares. Therefore it appears that 14000 Equity Shares which earlier was not listed have been listed by BSE

Particulars*** No. of Applied/ Shares Not Applied For listing	Listed on Stock Exchanges (Specify	Whether intimated to CDSL	in
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Whether Whether In-Prin.appr.
intimated intimated pending for
to CDSL to NSDL Stock Exchange
(Specify
Name)

-N. A

Names)

*** Rights, Bonus, preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).

N. A.

16. Register of Members is updated (Yes/: No). If not, updated up to which date

Yes Electronically

17. Mentioned the total 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	NIL	NIL	NIL
Pending for more than 21 days	NIL	NIL ·	NIL

PLACE: NEW DELHI DATE: 15.04.2016

R.S. BHATTA

COMPANY SECRETARY IN PRACTICE

C.P.NO. 2514