MODI RUBBER LIMITED

4-7C, DDA SHOPPING CENTER, NEW FRIENDS COLONY, NEW DELHI-110 025 Website: www.modirubberlimited.com Email:skbajpai@modigroup.net CIN- L25199UP1971PLC003392, TEL: 011-47107398

OUR REF:

DEPTT: Secretarial &Legal DATED: 27.10.2016

Bombay Stock Exchange Ltd.

Phiroze Jeejeebhoy Tower 1st Floor, Dalal Street

Mumbai 400 001

Ph. 022-22722066, 22722375

Fax 022-22723354, 22723577, 22721278, 22723719

National Stock exchange of India Ltd

Exchange Plaza

Bandra Kurla Complex

Bandra (E)

Mumbai 400 051

Ph. 022-6598100-14

Fax 022-6598237-38

Email cmlist@nse.co.in

Sub: Certificate of reconciliation of share capital audit for quarter Ended 30th September 2016 Pursuant to Regulation 55A of SEBI (Depositories and participants) Regulations 1996

Dear Sir,

Pursuant to Regulation 55A of SEBI (Depositories and participants) Regulations 1996 please find enclosed herewith Certificate for the quarter ended on September 30th, 2016. We trust you will find the same in order.

Kindly acknowledge its receipt.

Thanking you,

Yours faithfully,

For MODI RUBBER LIMITED,

(S K Bajpai) Head – Legal & Company Secretary

ENCL: As above

REGISTERED OFFICE: MODINAGAR -201204, UP, INDIA WORKS: MODIPURAM -250 110 UP, INDIA

RASHMI SAXENA

B.Com, LLB, F.C.S

24th October, 2016

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 30th September, 2016 of the Company.

1	For quarter ended	30.09.2016			
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	skbaipai@modigroup.net			
9	Name of the Stock Exchange(s) where	National Stock Exchange of India Ltd., Mumbai			
	the company's securities are listed	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	234436 equity shares representing 0.94% of Paid up capital			
13	Held in dematerialized form in NSDL	19674204 equity shares representing 78.57% of Paid up capital			
14	Physical	5131892 equity shares representing 20.49% 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 SECRETARIES

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. shares	of	Applied/Not Applied for listing		on	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	Shri SK Bajpai, Head - Legal & Company Secretary
	Compliance Officer of the Company	Tel No. 011-26834384,26833284,26848417
		Fax No.011-26837530
23	Name, Address, Tel & Fax No. Regn.	Rashmi Saxena
	No. of the Auditor	Company Secretary in Whole Time Practice
		DG-1/39C, Vikaspuri
		New Delhi-110018
		C.P. No. 6938
V -114		Ph. No. 011-45535480
24	Appointment of common agency for	MAS Services Ltd.
	share registry work	T-34, IInd Floor,
		Okhla Industrial Area,
		Phase – II, New Delhi – 110 020
25	Any other detail that the auditor may	BIFR vide its order dated 23.02.2010, discharged the
	like to provide (e.g. BIFR Company,	Company from the purview of SICA with the directions
	delisting from SE, Company changed	that "the unimplemented provisions of the SS-08 for the
	its name etc.	unexpired period of the scheme would be implemented by
		the concerned agencies and their implementation would be
		monitored by the Company".
		E. DAGED G GLYENIA & AGGOGIAGOG

Place: New Delhi

Date: 24th October, 2016

For RASHMI SAXENA & ASSOCIATES

Company Secretaries

(Rashmi Saxena) C.P. No. 6938