

April 19, 2011

The Secretary,
Bombay Stock Exchange Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax: 22722037/ 39/ 41

The Asst. Vice President (Market Operations),
National Stock Exchange,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051
Fax: 26598237/ 38

Dear Sir / Madam,

Sub: **Certificate under clause 47(c) of the Listing Agreement**

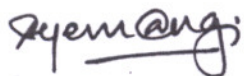
Please find enclosed herewith the certificate of Practising Company Secretary in terms of clause 47 (c) of the Listing Agreement for the half year ended March 31, 2011.

Kindly take the above on record and acknowledge receipt.

Thank you.

Yours faithfully,

For **Marico Limited**



Hemangi Wadkar
Company Secretary &
Compliance Officer

Encl.: As above



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Yours faithfully,
For **Marico Limited**

Hemangi Wadkar
Company Secretary &
Compliance Officer

Encl.: As above

 **AMITA DESAI & CO.**
COMPANY SECRETARIES

Office : 21 & 26, 1st Floor, Matadin Mishra Bldg., Cross Old Nagardas Rd., Opp. Shivsagar Hotel, Andheri (East), Mumbai - 400 069. INDIA
Tel. : 91-22-6678 0848 • **Telefax :** 91-22-6678 7499 • **Cell :** 98201 77691 • **Email :** amitasd@vsnl.com • **Website :** www.amitadesai.com
Branch : 404, Andheri Flyover Apt., Opp. Telli Galli, Andheri (E), Mumbai - 400 069.

**COMPLIANCE CERTIFICATE IN TERMS OF CLAUSE 47 (C) OF THE
LISTING AGREEMENT**

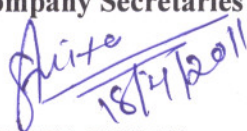
TO WHOM SO EVER IT MAY CONCERN

RE: MARICO LIMITED

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to M/s. Marico Limited (hereinafter referred to as 'Company') maintained by M/s. Link Intime India Private Limited (Formerly known as M/s. Intime Spectrum Registry Limited), the Registrar and Share Transfer Agent of the Company pertaining to transfer of Equity Shares of the Company for the half year from 1st October, 2010 to 31st March, 2011 for the purpose of issuing a Certificate as per Clause 47(C) of the Listing Agreement entered into by M/s. Marico Limited with the stock exchanges and based on the information provided by the Company and the Registrar and Transfer Agent, we hereby certify that during half year from 1st October, 2010 to 31st March, 2011:

- 1) All Share certificates relating to Share Transfer Deed received during the half year from 1st October, 2010 to 31st March, 2011 as entered in the Memorandum of Transfers have been issued within 30 days from respective date of lodgement of deed and however Company has not received any request for transmission of its shares during the half year from 1st October, 2010 to 31st March, 2011.
- 2) There were no requests received by the Company for duplicate share certificate, subdivision, split, consolidation, renewal and exchange of certificate during the half year from 1st October, 2010 to 31st March, 2011. All shares are fully paid up and no call money or allotment money has been received by the Company during the half year from 1st October, 2010 to 31st March, 2011.

For AMITA DESAI AND CO.
Company Secretaries


(AMITA DESAI)
Proprietor
FCS 4180
C.P. No. 2339



Place: Mumbai

Date: 15/04/2011