



**To,
The Shareholders of Marico Limited**

Subject: Transfer of securities held in physical form prohibited w.e.f. April 1, 2019

Dear Shareholders,

Pursuant to Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by SEBI vide its notifications dated June 8, 2018 and November 30, 2018, w.e.f. April 1, 2019, transfer of securities shall be carried out only if held in dematerialized form i.e. transfer of securities held in physical mode will not be accepted w.e.f. the said date.

In order to implement the aforementioned amendment, the shareholders are requested to refer to the procedure prescribed in Annexure – 1, to dematerialize the securities held in physical mode, if any.

For further details, kindly access below links:

<https://nsdl.co.in/services/demat.php>

<https://www.cdslindia.com/downloads/faq/Demat%20CDSL%20Way%20-%20V%20-%20Dematerialization.pdf>

This is for the information and necessary action.

Best regards,

Marico Limited

ANNEXURE – 1

- Only those securities held in the form of certificates and also admitted with NSDL/CDSL can be dematerialized. Securities held in street name (seller's name) cannot be dematerialized by the buyer in his / her demat account.
- The client (registered owner) needs to open a demat account with the Depository Participant (DP).
- The client will submit a request to the DP in the Dematerialisation Request Form (DRF) for dematerialisation, along with the certificates of securities to be dematerialised. Before submission, the client has to deface the certificates by writing "SURRENDERED FOR DEMATERIALISATION".
- For each International Securities Identification Number (ISIN), a separate DRF has to be used.
- The DP will verify that DRF is duly filled in and the number of certificates, number of securities and the security type (equity etc.) are as given in the DRF. If DRF and security count is in order, the DP will issue an acknowledgement slip duly signed and stamped, to the client and DP will setup a demat request on the NSDL/CDSL system.
- The DP will scrutinize the form and the certificates. This scrutiny involves the following:
 - Verification of Client's signature on the dematerialisation request with the specimen signature (the signature on the account opening form). If the signature differs, the DP should ensure the identity of the client.
 - Compare the names on DRF and certificates with the client account.
 - Paid up status
 - ISIN Lock - in status
 - Distinctive numbers
- In case the securities are not in order they are returned to the client and acknowledgment is obtained. The DP will reject the request and return the DRF and certificates in case:
 - A single DRF is used to dematerialise securities of more than one company.
 - The certificates are mutilated, or they are defaced in such a way that the material information is not readable. It may advise the client to send the certificates to the Issuer/ R&T agent and get new securities issued in lieu thereof.
 - Part of the certificates pertaining to a single DRF is partly paid-up; the DP will reject the request and return the DRF along with the certificates. The DP may advise the client to send separate requests for the fully paid-up and partly paid-up securities.
 - Part of the certificates pertaining to a single DRF is locked-in, the DP will reject the request and return the DRF along with the certificates to the client. The DP may advise the client to send a separate request for the locked-in certificates. Also, certificates locked-in for different reasons should not be submitted together with a single DRF.
- The DRN so generated is entered in the space provided for the purpose in the dematerialisation request form.
- The DP will punch the certificates on the company name so that it does not destroy any material information on the certificate.
- The DP will then despatch the certificates along with the request form and a covering letter to the Issuer/ R&T agent.
- The Issuer/ R&T agent confirms acceptance of the request for dematerialisation in his system DPM (SHR) and the same will be forwarded to the DM, if the request is found in order.

- The DP must inform the client of the changes in the client's account following the confirmation of the request.
- The issuer/ R&T may reject dematerialisation request in some cases. The issuer or its R&T Agent will send an objection memo to the DP, with or without DRF and security certificates depending upon the reason for rejection. The DP/Investor has to remove reasons for objection within 15 days of receiving the objection memo. If the DP fails to remove the objections within 15 days, the issuer or its R&T Agent may reject the request and return DRF and accompanying certificates to the DP. The DP, if the client so requires, may generate a new dematerialisation request and send the securities again to the issuer or its R&T Agent. No fresh request can be generated for the same securities until the issuer or its R&T Agent has rejected the earlier request and informed NSDL/CDSL and the DP about it.

Other requisite information:

- There is no need to fill in a transfer deed. The physical certificates have to be accompanied by a DRF, which can be obtained from the DP.
- It is advisable to have the entire holdings held in demat mode so that the holdings have liquidity as and when available. It should be noted that part dematerialization of holdings in a single physical certificate is not allowed.
- It is not possible to add any name while dematerialization of a share certificate. If the shares held in single name are intended to be held in any joint account, they have to be transferred to such names before they are dematerialized. Alternatively, such shares can be dematerialized first in the demat account in the single name and then transferred to the demat account in the joint names, or vice-versa, through an off-market transaction.
- As per applicable SEBI Regulations, the dematerialization process should be completed within 21 days from the date of setup of demat request on NSDL/CDSL system.
- If the demat request is not processed within the stipulated time, then contact your DP to look in the delay.