

October 13, 2015

The Secretary,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 531642

The Manager
Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
NSE Scrip Symbol: MARICO

Dear Sir / Madam,

**Sub: - Submission of Reconciliation of Share Capital Audit Report for the Quarter ended
September 30, 2015**

With reference to the captioned matter, we enclose herewith the Reconciliation of Share Capital Audit Report for the Quarter ended September 30, 2015 issued by M/s. Amita Desai & Co., Practising Company Secretaries, Mumbai, in terms of Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 read with Circular No. SEBI/MRD/Policy/Cir-13/2004 dated March 3, 2004 and Circular No. CIR/MRD/DP/30/2010 dated September 06, 2010, issued by Securities and Exchange Board of India (SEBI).

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For Marico Limited

B Ranparia

**Bhaveka Ranparia
Assistant Company Secretary**



Encl.: As above



AMITA DESAI & CO.
Company Secretaries



Head Off : Unit No. 1005 Hubtown Solaris, 10th Floor, N.S Phadke Marg, Opp Telli Gali, Andheri Flyover Brigde, Andheri (E) Mumbai- 40006
Branch 1 : 404, 4th Floor, Andheri Flyover Apt., Opp. Telli Galli, Andheri Flyover Bridge, Next to Hub Town, Andheri (E), Mumbai - 400 069.
Branch 2 : 21 & 26 1st Floor, Matadin Mishra Bldg., Corss Old Nagardas Road, Opp. Shivsagar Hotel, Andheri (E), Mumbai - 400 069.
Tel. No. : 022-26845920/21, 6678 0848/7499 • Telefax : 6678 7499 Cell : 9820 177 691
Email : info@amitadesai.com/amita@amitadesai.com • Website : www.amitadesai.com

13th October, 2015

To

**THE BOARD OF DIRECTORS,
MARICO LIMITED**

7th Floor, Grande palladium,
175, CST Road, Kalina,
Santacruz (East),
Mumbai- 400098

Company Registration Number: 11-049208

**Scrip Code : BSE- 531642
: NSE- MARICO**

Authorized Capital : Rs. 215 Crores

We have examined the Register of Members and other records / documents maintained by **M/s. Marico Limited** (hereinafter referred to as 'Company') and its Registrar and Share Transfer Agent namely **M/s. Link Intime India Private Limited** (Formerly known as M/s. Intime Spectrum Registry Limited), for issuing this certificate in accordance with Circular D & CC / FITTC / CIR – 16 /2002 dated December 31, 2002 and Circular CIR/MRD/DP/30/2010 dated September 06, 2010 issued by the Securities and Exchange Board of India.

In our opinion and to the best of our knowledge and according to the information and explanations given to us and based on such verification as considered necessary by us, we hereby certify the Reconciliation of Share Capital Audit in the prescribed format as under:

RECONCILIATION OF SHARE CAPITAL AUDIT

1. For Quarter Ended	30 th September, 2015
2. ISIN	INE196A01026
3. Face Value	Re.1/-
4. Name of the Company	Marico Limited
5. Registered Office Address	7th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai- 400098
6. Correspondence Address	Same as above



7. Telephone & Fax Nos.	Telephone No: (91-22) 6648 0480 Fax No: (91-22) 2650 0159	
8. Email address	investor@maricoindia.net	
9. Names of the Stock Exchanges where the company's securities are listed:	BSE Limited (BSE)	
	National Stock Exchange of India Limited (NSE)	
10 Issued Capital	Number of shares	Percentage of total Issued Cap.
11 Listed Capital (Exchange-wise) (as per company records)	64,50,85,599	100
12 Held in dematerialized form in CDSL	39,56,826	0.61
13 Held in dematerialized form in NSDL	64,04,16,443	99.28
14 Physical	7,12,330	0.11
15 Total No. of shares (12+13+14)	64,50,85,599	100
16 Reasons for difference if any, between (10&11), (10&15), (11&15)	N.A	

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. appr. pending for SE (Specify Names)
1. ESOPs allotted on 21 st August, 2015	200	Applied and Listing approval is received	BSE & NSE	YES	YES	Approval of Listing and Trading has been received from BSE and NSE

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



- 21 Mention the total no. of dematerialization 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

- 22 Name, Telephone & Fax No. of the Compliance Officer of the Co.

Ms. Hemangi Ghag
Company Secretary & Compliance Officer
Tel No.:- (91-22)- 6648 0249
Fax No.:- (91-22)- 2650 0159

- 23 Name, Address, Tel. & Fax No., Regn. no. of the Auditor

Secretarial Auditor of the Co.:
Amita Desai & Co.,
404, Flyover Apt., Andheri Flyover,
Opp. Telli Galli, Next to Solaris
Hubtown , Andheri (East),
Mumbai - 400069.
Tel : 26845920/5921
C. P. No: 2339
FCS No: 4180

- 24 Appointment of common agency for share registry work, if yes (name & address)

M/s Link Intime India Private Limited (Formerly known as M/s. Intime Spectrum Registry Limited)

C/13, Pannalal Silk Mills Compound,
L.B.S. Marg.,
Bhandup (West),
Mumbai- 400 078.

- 25 Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE, company changed its name etc.)

Not applicable

For Amita Desai & Co.
Company Secretaries

[Signature]
13/10/15
Amita Desai
FCS-4180
CP- 2339



AMITA DESAI & CO.
Company Secretaries
#404, 4th Floor, Flyover Apartment,
Opp. Telli Galli Next To Ackruti City,
Andheri Flyover Bridge,
Andheri (East), Mumbai - 400 069.
Tel.: +91-22-26845920 / 26845921.