

To,
The Board of Directors,
INFRA INDUSTRIES LIMITED
7th Floor, Dhiraj Chambers,
9, Hazarimal Somani Marg,
Mumbai – 400 001.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

We have examined the Register of Members, beneficiary details furnished by the Depositories & Other records/documents maintained by Infra Industries Limited and its Registrar & Share Transfer Agents (RTA) **Purva Sharegistry (India) Pvt. Ltd**, No.9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East) Mumbai-400 011 produced before us for the purpose of issuing this certificate, in pursuance to the Circular D&CC/ FITTC/ CIR-16/2002 of 31st December 2002 and the Circular No SEBI/MRD/Policy/Cir-13/2004 dated 3rd March 2004 as amended vide Circular No CIR/MRD/DP/30/2010 dated 6th September 2010, issued by the Securities and Exchange Board of India (SEBI) and also pursuant to Regulation 55A of SEBI (Depositories and Participants) Regulation 1996 as amended vide notification dated 02/09/2003 for the purposes of reconciliation of the total admitted capital with both the Depositories and the total issued and listed capital for the Quarter ended 30th September, 2015 in respect of period between 1st July, 2015 to 30th September, 2015.

Based on such examination and verification as considered necessary by us and according to the information and explanation given and furnished to us, which to the best of our knowledge and belief were necessary for our Certification, we hereby certify the RECONCILIATION OF SHARE CAPITAL AUDIT REPORT in the presented format annexed herewith.

For H.P. SANGHVI & COMPANY
COMPANY SECRETARIES



HARESH SANGHVI
(Proprietor)
CoP No. 3675/FCS 2259

Place: Mumbai
Date : 13th October, 2015

SECRETARIAL AUDIT REPORT

| | | | | |
|----|--|---|---|----------------------------------|
| 1 | For Quarter ended | : | 30 th September , 2015 | |
| 2 | ISIN | : | INE287D01019 | |
| 3 | Face Value | : | Rs. 10/- each. | |
| 4 | Name of the company | : | INFRA INDUSTRIES LIMITED | |
| 5 | Registered Office Address | : | Dhiraj Chambers, 7th Floor, 9, Hazarimal Somani Marg, Mumbai – 400 001. | |
| 6 | Correspondence Address | : | Dhiraj Chambers, 7th Floor, 9, Hazarimal Somani Marg, Mumbai – 400 001. | |
| 7 | Telephone & Fax Nos. | : | Tel No. 022 -32946372 Fax no. 022- 66348601 | |
| 8 | Email address | : | mambani@infra.co.in | |
| 9 | Names of the stock exchanges where the company's securities are listed | : | BSE Limited | |
| | | : | Number of Shares | % of Total issued Capital |
| 10 | Issued Capital | : | 59,83,100 | 100.00 % |
| | Listed Capital | : | | |
| | BSE Limited | : | 59,83,100 | 100.00 % |
| 12 | Held in dematerialised form in CDSL | : | 2,31,115 | 3.86% |
| 13 | Held in dematerialised form in NSDL | : | 43,91,127 | 73.39% |
| 14 | Physical | ; | 13,60,858 | 22.75 % |
| 15 | Total No. of Shares (12+13+14) | : | 59,83,100 | 100.00 % |
| 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) |
| -N.A.- | -N.A.- | -N.A.- | -N.A.- | -N.A.- | -N.A.- | -N.A.- |
| 18 | Register of Members is updated (yes/No) | | | : | Yes | |
| 19 | Reference to the previous quarter with regards to excess dematerialised shares, if any. | | | : | -N.A.- | |
| 20 | Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? | | | : | -N.A.- | |
| 21 | Mention 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- | -N.A.- | | |
| | Pending for more than 21 days. | -NIL- | -NIL- | -N.A.- | | |
| 22 | Name, Telephone & Fax No. of the compliance officer of the company. | | | : | Mr. Mukesh B Ambani Compliance Officer Tel No. 022-32946372 | |
| 23 | Name, Address, Tel & Fax no., Regn. No. of the Company Secretary. | | | : | H. P. Sanghvi & Company A-6, Mazdock , 74/G J.P. Road. Seven Bungalows, Andheri(W), Mumbai-400 061 Phone No. 022-4002 1712 Regn No. 2259 CoP 3675 | |

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| 24 | Appointment of common Agency for shares registry work | Purva Sharegistry (India) Pvt. Ltd No.9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel, Mumbai – 400 011. Ph: 91-22-2301 6761 / 8261 Fax : 91-22-2301 2517 Email: busicomp@vsnl.com Website : www.purvashare.com |
| 25 | Any other details that the Company Secretary may like to provide | - |

**For H.P. SANGHVI & COMPANY
COMPANY SECRETARIES**



H.P. Sanghvi
**HARESH SANGHVI
(Proprietor)**

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