

S.S. VIGNESH, M.B.A., A.C.S.
(COMPANY SECRETARY IN PRACTICE)
39-A, THENNOLAIKARA MAIN STREET,
MADURAI – 625001.

Mail id: vigneshmbacs@gmail.com, Cell: 98650-11399.

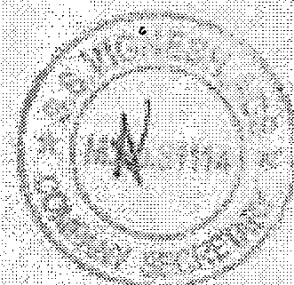
To,

MARG LIMITED,
MARG AXIS, 4/318, OLD MAHABALIPURAM ROAD,
KOTTIVAKKAM, CHENNAI - 600041.

Dear Sirs,

I have examined the relevant books, registers, forms, documents and papers produced before me by MARG LIMITED ("the company") and its Registrars and Transfer Agents, CAMEO CORPORATE SERVICES LIMITED, in respect of Reconciliation of Share Capital Audit as per regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 and SEBI Circular No. D&CC/FITTC/Cir-16/2002 dated December 31, 2002 as amended. To the best of my knowledge and according to the information and explanations given to me and as shown by the records examined by me, I certify the following:

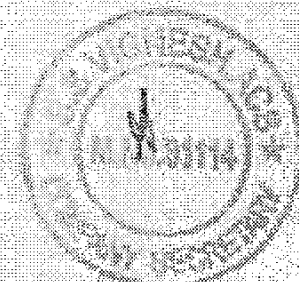
RECONCILIATION OF SHARE CAPITAL AUDIT REPORT			
1	For the Quarter Ended	31/12/2016	
2	ISIN	INE941E01019	
3	Face Value	Rs.10/-	
4	Name of the Company	MARG LIMITED	
5	Registered Office Address	"MARG AXIS", 4/318, OLD MAHABALIPURAM ROAD, KOTTIVAKKAM, CHENNAI – 600041.	
6	Correspondence Address	Same as Above	
7	Telephone & Fax Nos.	Phone No.: +914424541111 +914432211944 Fax: +914424542315	
8	Email address	secretarial@marggroup.com	
9	Names of the Stock Exchanges where the company's securities are listed:	Bombay Stock Exchange Limited	
		No. of Shares	% of Total Issued Capital
10	Issued Capital (No of shares)	3,81,18,926	100.00%
11	Listed Capital (Exchange-wise) (as per company record)		
	Name of the Stock Exchange	Number of Shares	% of Issued Capital
	National Stock Exchange of India Limited(NSE)	-	-
	Bombay Stock Exchange Limited(BSE)	38,118,926	100.00%



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		Number of Shares	% of Issued Capital				
12	Held in dematerialised form in CDSL	1,46,14,957	38.34				
13	Held in dematerialised form in NSDL	2,29,92,149	60.32				
14	Physical	5,11,820	1.34				
15	Total No. of shares (12+13+14)	3,81,18,926	100.00				
16	Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15): Difference between (10 & 11) and (10 & 15) : Not Applicable						
17	Certifying the details of changes in share capital during the quarter under consideration as per Table below:						
	Particulars*	No. of Shares	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)
	Not Applicable						
	*Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).						
18	Register of Members is updated (Yes / No) if not, updated up to which date						YES
19	Reference of previous quarter with regards to Excess dematerialised shares, if any						NIL
20	Has the company resolved the matter mentioned Above in point no.19 in the current quarter? If not, reason why?						NA
21	Mentioned 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:						
	Demat requests	No. of requests	No. of shares	Reasons for delay			
	Confirmed after 21 Days	NA	NA	NA			
	Pending for more than 21 days	NIL	---	---			
22	Name, Telephone & Fax No. of the Compliance Officer of the Co.	Mr. Rabindra Kumar Samal, Company Secretary, 'Marg Axis', 4/318, Rajiv Gandhi Salai, Kottivakam, Chennai – 600041. Phone No.: +914424541111 +914432211944 Mobile No.:+918939992658 Fax: +914424542315					




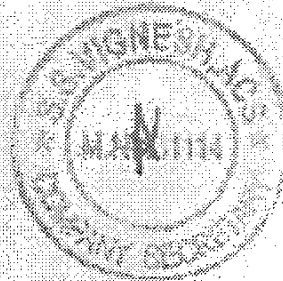
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23	Name Address, Tel. & Fax No., Regn. no. of the Company Secretary in Practice	S.S.Vignesh Practicing Company Secretary, 39A, Thennolaikara Main Street, Opposite to South Krishnan Temple, Madurai – 625001. Membership No.31114; CoP: 11620. Ph. No. 0452 4231299 Email: vigneshmbacs@gmail.com
24	Appointment of common agency for share registry work. If yes name & address	M/s. Cameo Corporate Services Limited, "Subramanian Building" No.1, Club House Road, Chennai – 600002.
25	Any other detail that the Company Secretary in Practice may like to provide (e.g. BIFR Company, delisting from SE, company changed its name etc.)	Nil

Date: 28/01/2017
Place: Madurai


(S.S. VIGNESH)
Practicing Company Secretary
C.P. No. 11620



S.S. VIGNESH, MBA, ACS.,
COMPANY SECRETARY
Mem. No 31114
39-A, Thennolaikara Main Street,
MADURAI - 625 001.