

October 17, 2016

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai-400 051.

Script code: 513269

Script code: MANINDS

Re : Compliance of Regulation 40 (9) & (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended 30th September, 2016

Respected Sir,

In compliance with Regulation 40 (9) & (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith Certificate issued by M/s Vyas Deshpande & Associates, Company Secretaries for the half year ended 30th September, 2016.

We request you to take note of the same.

Thanking you,

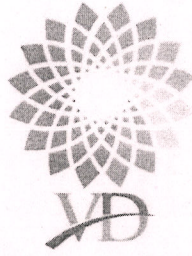
Yours truly,

For Man Industries (India) Limited



Shashank Belkhede
VP – Legal & Company Secretary





Vyas Deshpande & Associates
Company Secretaries

**Compliance Certificate in terms of
Regulation 40 (9) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

I have examined all relevant Books, Registers, Forms, Documents, Papers and relevant records of M/s. **MAN INDUSTRIES (INDIA) LIMITED**, having its Registered office at 101, Man House, Opp. Pawan Hans, S. V. Road, Vile Parle (West), Mumbai City 400056, Corporate Identification Number: L99999MH1988PLC047408 and at its Registrar and Transfer agents M/s. **LINK INTIME INDIA PRIVATE LIMITED, C-13, Pannalal Silk Mills Compound, Lbs Marg, Bhamdup (W) Mumbai- 400078** for the purpose of issuing Certificate under Regulation 40 (9) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and hereby certify for the half year ended on 30th September 2016 that :

- A. All Certificates of shares endorsed after Registration of Transfer within thirty days of the date of lodgment for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls / allotment monies. Total 9 cases for transfer/ transmission of 6800 shares were processed during the half year out of which 6 cases covering 3600 against which objections were raised.
- B. And Total 1 case for Name Deletion of 200 shares were processed during the half year under review. And there was no request received for sub-division or consolidation of shares during the half year under review.

Vyas Deshpande & ASSOCIATES
COMPANY SECRETARIES



DEVENDRA DESHPANDE
Partner
FCS: 6099 CP: 6515



DATE: 17/10/2016
PLACE: Mumbai

Mumbai Office: 801-802, Ahimsa Towers,
Ahimsa Marg, Chincholi,
Off. Link Road, Malad (W),
Mumbai - 400 064.

Pune Office: 3rd Floor, Samartha Building,
Plot No. 14, Pinak Colony,
Near Bank of India,
Karve Nagar, Pune 400052.