

2nd February, 2016

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.
Script code: 513269

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai-400 051
Script code: MANINDS

Dear Sir/Madam,

Sub: Reconciliation of Share Capital Audit

In compliance of circular bearing number D&CC/FITTC/CIR-16/2002 dated 31st December, 2002 further amended by circular no CIR/MRD/DP/30/2010 dated 6th September, 2010 issued by the Securities and Exchange Board of India (SEBI), please find enclosed the Reconciliation of Share Capital Audit issued by M/s. **Vyas Deshpande & Associates, Company Secretaries** for the quarter ended 31st December, 2015.

Kindly acknowledge receipt and take the same on your records.

Thanking you,

Yours faithfully,

For Man Industries (India) Limited



Shashank Belkhede
VP-Legal & Company Secretary



Encl: a/a

VYAS DESHPANDE & ASSOCIATES

Company Secretaries

Pune Office:

3rd Floor, Samartha
Building, Plot No 14,
Pinak Colony, Near Bank
of India Karve Nagar,
Pune 411 052

Mumbai Office:

801-802, Ahimsa Towers,
Ahimsa Marg, Chinchol, off
Link Road, Malad(W),
Mumbai 400 064

To,
The Board of Directors,
Man Industries (India) Limited
101, Man House, Opp. Pawan Hans,
S.V.Road, Vile Parle (West),
Mumbai 400056

Dear Sir,

Sub: Reconciliation of Share Capital Audit

The share capital audit report for the quarter ended 31st December 2015 is hereby enclosed. The Audit was carried out under the CIRCULAR OF D&CC/FITTC/CIR-16/2002 dated 31st December 2002 issued by the Securities and Exchange Board of India.

We would like to furnish you the following information in addition to the Report:


1. Total 26 Demat Request covering 11300 Equity shares were processed during the quarter ended on 31st December 2015.
2. Out of the above:
 - i. 19 Demat Requests covering 9200 Equity shares were confirmed within 21 days and hence there were no cases of delay.
 - ii. 6 Demat requests covering 1900 Equity Shares were rejected during the above mentioned quarter.
 - iii. 1 Demat request covering 200 Equity Shares were generated during the previous quarter and released in this quarter.

Thanking you,

Yours faithfully,

**FOR VYAS DESHPANDE & ASSOCIATES
COMPANY SECRETARIES**


DEVENDRA DESHPANDE
PARTNER
FCS: 6099 CP: 6515


DATE: 01/02/2016
PLACE: PUNE

Encl: As above

RECONCILIATION OF SHARE CAPITAL AUDIT

1. For Quarter Ended: 31ST DECEMBER 2015
2. ISIN: INE993A01026
3. Face Value: RS. 5/- EACH
4. Name of the company: MAN INDUSTRIES (INDIA) LIMITED
5. Registered Office Address: 101, MAN HOUSE, OPP. PAWAN HANS,
S.V.ROAD, VILE PARLE (WEST), MUMBAI 400056
6. Correspondence Address: 101, MAN HOUSE, OPP. PAWAN HANS,
S.V.ROAD, VILE PARLE (WEST), MUMBAI 400056
7. Telephone & Fax No: PH: 022 66477585
FAX: 022 66477613
8. Email address: cs@maninds.org
9. Name of the Stock Exchanges where the company's securities are listed:
BSE LIMITED, MUMBAI
NATIONAL STOCK EXCHANGE OF INDIA LIMITED, MUMBAI
10. ISSUED CAPITAL: 5,71,03,055 (Five Crores Seventy One Lacs Three Thousand and Fifty Five) Equity Shares of Rs. 5/- (Rupees Five Only) each, amounting to Rs. 28,55,15,275/- (Rupees Twenty Eight Crores Fifty Five Lacs Fifteen Thousand Two Hundred and Seventy Five Only).
11. TOTAL LISTED CAPITAL: 5,71,03,055 (Five Crores Seventy One Lacs Three Thousand and Fifty Five) Equity Shares of Rs. 5/- (Rupees Five Only) each, amounting to Rs. 28,55,15,275/- (Rupees Twenty Eight Crores Fifty Five Lacs Fifteen Thousand Two Hundred and Seventy Five Only).
12. Held in dematerialized form in CDSL: 1,32,32,916 (One Crores Thirty Two Lacs Thirty Two Thousand Nine Hundred And Sixteen) Equity Shares of Rs. 5/- (Rupees Five Only) each, amounting to Rs 6,61,64,580/- (Rupees Six Crores Sixty One Lacs Sixty Four Thousand Five Hundred And Eighty Only).
13. Held in dematerialized form in NSDL: 4,24,26,771 (Four Crores Twenty Four Lacs Twenty Six Thousand Seven Hundred And Seventy One) Equity Shares of Rs. 5/- (Rupees Five Only) each, amounting to Rs. 21,21,33,855/- (Rupees Twenty One Crores Twenty One Lacs Thirty Three Thousand And Eight Hundred Fifty Five Only).
14. Physical: 14,43,368 (Fourteen Lacs Forty Three Thousand Three Hundred and Sixty Eight) Equity Shares of Rs. 5/- (Rupees Five Only) each, amounting to Rs. 72,16,840 /- (Rupees Seventy Two Lacs Sixteen Thousand Eight Hundred and Forty Only).
15. Total No. Of Shares (12+13+14): 5,71,03,055 (Five Crores Seventy One Lacs Three Thousand and fifty five only) Equity Shares of Rs. 5/- (Rupees Five Only) each, amounting to Rs. 28,55,15,275/- (Rupees Twenty Eight Crores Fifty Five Lacs Fifteen Thousand Two Hundred and Seventy Five only).
16. Reasons for difference, if any, between
(10 and 11): N. A. .



(10 and 15): N. A.

(11 and 15): N. A.

17. Certifying the details of changes in share capital during the quarter under consideration as table below:

Particulars***	No. of Shares	Applied/ Not applied for listing	Listed on stock exchanges (Specify names)	Whether intimated to NSDL	Whether intimated to CDSL	In – principal approval pending for SE (Specify names)
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18. Register of Members is updated: Yes

19. Reference to previous quarter with regards to excess dematerialized shares, if any: N. A.

20. Has Company resolved the matter mentioned in point number 19 above in the current quarter? If not reasons why? N. A.

21. The details of the total no of requests confirmed after 21 days and requests pending for more than 21 days: NIL

22. Names, Address, Tel and Fax No. of the compliance officer of the Company:

Mr. Shashank Belkhede
Vice President - Legal & Company Secretary
101, MAN HOUSE, OPP. PAWAN HANS,
S.V.ROAD, VILE PARLE (WEST), MUMBAI 400056
PH: 022 66477585
FAX: 022 66477613
cs@maninds.org

23. Name, Address, Tel and Fax No. of the Auditor:

Devendra V Deshpande
Partner
VYAS DESHPANDE & ASSOCIATES
Company Secretaries
3rd Floor, Samartha Building,
Plot No 14, Pinak Colony, Near Bank of India Karve Nagar,
Pune 411 052
9823239397 devendracs@gmail.com

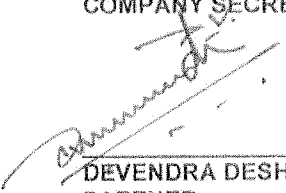
24. Appointment of Common registry for share registry work, if Yes (name and address)

LINK INTIME INDIA PRIVATE LIMITED
C-13 Pannalal Silk Mills Compound,
L B S MARG, Bhandup (West),
Mumbai - 400078.
Website Address: www.linkintime.co.in
Phone: +91 22 2596 3838 | Extension No: 2289
Fax: +91 22 2594 6969



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

FOR VYAS DESHPANDE & ASSOCIATES
COMPANY SECRETARIES



DEVENDRA DESHPANDE
PARTNER
FCS: 6099 CP: 6515

DATE: 01/02/2016
PLACE: PUNE