

April 17, 2017

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

To,
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 31st March 2017

Dear Sir/Madam,

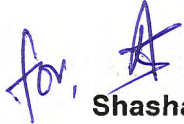
In compliance with Regulation 40 (9) & (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith Certificate issued by M/s Rishikesh Vyas & Associates, Company Secretaries for the half year ended 31st March 2017.

We request you to take note of the same.

Thanking you,

Yours truly,

For Man Industries (India) Limited



Shashank Belkhede
VP – Legal & Company Secretary





Rishikesh Vyas & Associates

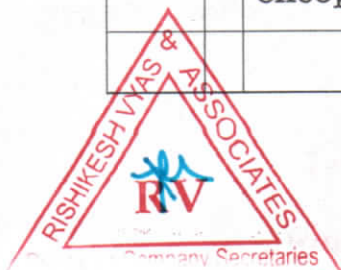
Company Secretaries

**CERTIFICATE UNDER REGULATION 40 (9) OF
SECURITIES AND EXCHANGE BOARD OF INDIA
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

FOR THE HALF YEAR ENDED MARCH 31st, 2017

We have examined Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Man Industries (India) Limited maintained by Link Intime India Private Limited, Registrar and Share Transfer Agents pertaining to transfer of equity shares of the Company for the period from October 01, 2016 to March 31, 2017 for the purpose of issuing a Certificate as per Regulation 40 (9) of the Securities Exchange Board of India (Listing Obligations And Disclosures Requirements) Regulations, 2015 and based on the information provided by the Company, We hereby certify that :

A	The Company has delivered during half year ended on March 31, 2017 share certificates relating to the transfer of shares received during the period from October 1 st , 2016 to March 31 st 2017, within thirty (30) days, as entered in the Memorandum of Transfer from the respective date of lodgment of each deed excepting those rejected on technical grounds ;

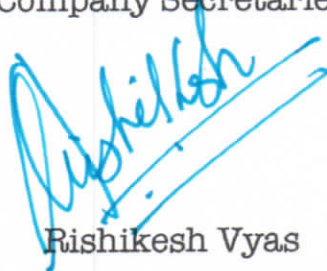


RISHIKESH VYAS & ASSOCIATES

B	<p>The Company has delivered during half year ended ended on March 31,2017 Share Certificates in respect of requests relating to Sub-Division (Split), Renewal and Consolidation received during the period from October 1st,2016 to March 31st 2017, within thirty (30) days from the respective date of lodgment of each deed excepting those rejected on technical grounds. As per the information provided to us there were no request relating to exchange or endorsements of calls /allotment money received during the said period.</p>
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For Rishikesh Vyas & Associates

Company Secretaries



Rishikesh Vyas

Proprietor

Certificate of Practice

13110

April 17, 2017