

October 12, 2017

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, 2017

Respected Sir,

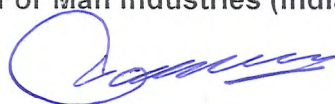
In compliance with Regulation 40 (9) & (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith Certificate issued by CS Bhavika Bhagat, Company Secretary for the half year ended 30th September, 2017.

We request you to take note of the same.

Thanking you,

Yours truly,

For Man Industries (India) Limited



Shashank Belkhede
Group Head – Legal & Secretarial



CS Bhavika Bhagat

Practicing Company Secretary

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

FOR THE HALF YEAR ENDED SEPTEMBER 30, 2017

I 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 April 1, 2017 to September 30, 2017 for the purpose of issuing a Certificate as per Regulation 40 (9) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, I hereby certify that:

- a) The Company has delivered during half year ended on September 30, 2017 share certificate(s) relating to the transfer of Shares received during the period from April 1, 2017 to September 30, 2017, within 30 days, as entered in the Memorandum of Transfers from respective date of lodgment of each deed excepting those rejected on technical grounds;
- b) As per records made available to me, the Company has not received any requests relating to sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies received during the period from April 1, 2017 to September 30, 2017.

B.M. Bhagat

Bhavika Bhagat
Practicing Company Secretary

COP: 15046



Place: Mumbai

Date: October 12, 2017