

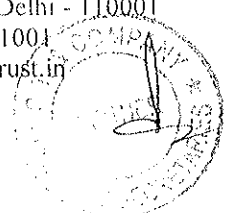
**RECONCILIATION OF SHARE CAPITAL AUDIT**

We have examined all the relevant Books, Registers, Forms, Documents, and other Papers maintained by **Oswal Agro Mills Limited (CIN L15319PB1979PLC012267)**, a Company incorporated under the Companies Act, 1956, having its Registered office at Near Jain Colony, Vijay Inder Nagar, Daba Road, Ludhiana, Punjab- -141003 and Head Office at 7<sup>th</sup> Floor, Antriksh Bhawan, 22, Kasturba Gandhi Marg, New Delhi-110001 (herein referred to as the Company) for the purpose of issuing this Certificate in accordance to Circular No. D&CC/FITCC/CIR-16/2002 dated 31<sup>st</sup> December, 2002, issued by the Securities and Exchange Board of India.

Also, wherever required, reliance has been placed on the periodical Compliance Report/Information furnished by the Share Transfer Agent (STA) appointed by the Company pursuant to SEBI's circular No. D&CC/FITCC/CIR-15/2002 dated 27<sup>th</sup> December, 2002.

In our opinion and to the best of our knowledge and according to information and explanations given to us and based on such verifications as considered necessary, we hereby certify that:

1.	For Quarter Ended	31 <sup>st</sup> March, 2018
2.	ISIN	INE 142A01012
3.	Face value	Rs. 10/-
4.	Name of the Company	Oswal Agro Mills Limited
5.	Registered office address	Near Jain Colony, Vijay Nagar, Daba Road, Ludhiana, Punjab-141003.
6.	Correspondence address	7 <sup>th</sup> Floor, Antriksh Bhawan, 22, Kasturba Gandhi Marg, New Delhi-110001
7.	Telephone and Fax Nos.	Ph: 011-23737340, 23715242 Fax: 011-23716276
8.	E Mail address	<a href="mailto:cs@oswalagromills.com">cs@oswalagromills.com</a>



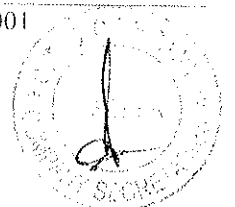
9.	Names of stock exchanges where the Company's securities are listed	(i) National Stock Exchange (ii) Ahmedabad Stock Exchange (iii) Calcutta Stock Exchange (iv) U.P. Stock Exchange (v) Bombay Stock Exchange (vi) Delhi Stock Exchange (vii) Chennai Stock Exchange	
		Number of shares	% of total Issued Capital
10.	Issued Capital	134234776	100.00%
11.	Listed Capital (Exchange-wise)	*134234776	100.00%
12.	Held in dematerialised form in CDSL	10872469	8.10%
13.	Held in dematerialised form in NSDL	97055600	72.30%
14.	Physical	26306707	19.60%
15.	Total number of shares (12+13+14)	134234776	100.00%
16.	Reasons for difference, if any, between (10 & 11), (10 & 15) and (11 & 15)	Not Applicable	

\*Note: The total Share Capital of the Company is listed with Bombay Stock Exchange and the listing of 3,75,00,000 Equity Shares of the Company was pending with National Stock Exchange. During the quarter ended under reporting period, the Company has obtained in-principle approval for listing of aforesaid shares on the Exchange.

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

Particulars ***	No. of shares	Applied/ Not 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)
-----	-----	-----	-----NIL-----	-----	-----	-----

\*\*\* Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buy Back, Capital Reduction, Forfeiture, Any other (to specify).



18.	Register of Members is updated (Yes/ No)	Yes, Electronically
19.	Reference of previous quarter with regard excess dematerialised shares, if any	NIL
20.	Has the Company resolved the matter mentioned in point no. 16 above in the current quarter? If not, reason why?	N.A.

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:

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 Days	-----	-----Nil-----	-----
Pending for more than 21 Days	-----	-----Nil-----	-----

22.	Name, Telephone & Fax No. of the Compliance Officer of the Company	Mr. Gopal Company Secretary Compliance Officer Telephone No. 011-23715242, 23737340 Fax No. 011-23716276
23.	Name, Address, Tel. & Fax No. Regn. No. of the Auditor/Company Secretary	CT & Company Company Secretaries 612, Surya Kiran Building, 19 K.G. Marg, Connaught Place, New Delhi 110001 Contact No. : +91-11-43550617 Email: shivam.garg@corporatetrust.in
24.	Appointment of common agency for share registry work. If yes, name and address	Skyline Financial Services Private Limited D-153/A, 1 <sup>st</sup> Floor Okhla Industrial Area, Phase-I, New Delhi-110020 Ph: 011-64732681 Fax: 011-26812683



25.	Any other detail that the auditor may like to provide (e.g. BIFR company, delisting from SE, company changed its name etc.)	As per NSE Circular Ref. No. 0082/2018, suspension from trading in 13,42,34,776 Equity Shares of the Company was revoked w.e.f. February 01, 2018.
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FOR *CT & COMPANY*  
Company Secretaries

  
Shivam Garg

Partner

ACS-44577 COP-16406

Date: 13<sup>th</sup> April, 2018

Place: New Delhi