

Kaya Limited

January 12, 2018

To,
The Secretary,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

To,
The Manager
Listing Department
National Stock Exchange of India Limited
'Exchange Plaza', C-1 Block G
Bandra Kurla Complex, Bandra(E)
Mumbai 400051

BSE Scrip Code: 539276

NSE Symbol: KAYA

Subject: Submission of Reconciliation of Share Capital Audit Report for the quarter ended December 31, 2017.

Dear Sir/ Madam,

With reference to the captioned subject, we enclose the Reconciliation of Share Capital Audit Report for the quarter ended December 31, 2017 issued by M/s. Amita Desai & Co., Practising Company Secretaries, Mumbai, in terms of Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 read with Circular No. SEBI/MRD/Policy/Cir-13/2004 dated March 3, 2004 and Circular No. CIR/MRD/DP/30/2010 dated September 06, 2010, issued by Securities and Exchange Board of India (SEBI).

Kindly take the above on record.

For Kaya Limited



Nitika Dalmia
Company Secretary &
Compliance Officer

Encl.: A/a



AMITA DESAI & CO.
Company Secretaries



Head Off : 1005, 10th Floor, Solaris Hubtown, N.S Phadke Marg, Andheri Flyover, Andheri (E) Mumbai- 400069
Branch : 21 & 26 1st Floor, Matadin Mishra Bldg., Cross Old Nagardas Road, Opp. Shivsagar Hotel, Andheri (E), Mumbai - 400 069.
Tel. No. : (Board Line) 022-26845919/20/21, 6678 0848/7499 • (Direct No.) : 022 26845923 Cell : 9820 177 691
Email : info@amitadesai.com/amita@amitadesai.com • Website : www.amitadesai.com

January 12, 2018

To
The Board of Directors,
Kaya Limited
23/C, Mahal Industrial Estate,
Mahakali Caves Road, Near Paperbox
Lane, Andheri (East), Mumbai- 400093

Company Registration Number : 11-139763
Scrip Code : BSE- 539276
: NSE- KAYA
Authorized Capital : Rs. 34 Crores

We have examined the Register of Members and other records / documents maintained by M/s. Kaya Limited ("the Company") and its Registrar and Share Transfer Agent namely M/s. Link Intime India Private Limited, for issuing this certificate in accordance with Circular D & CC/ FITTC/ CIR-16/2002 dated December 31, 2002 and Circular CIR/MRD/DP/30/2010 dated September 06, 2010 issued by the Securities and Exchange Board of India.

In our opinion and to the best of our knowledge and according to the information and explanations given to us and based on such verification as considered necessary by us, we hereby certify the Reconciliation of Share Capital Audit in the prescribed format as under:

RECONCILIATION OF SHARE CAPITAL AUDIT

| | |
|------------------------------|--|
| 1. For Quarter Ended | December 31, 2017 |
| 2. ISIN | INE587G01015 |
| 3. Face Value | Rs.10/- |
| 4. Name of the Company | Kaya Limited |
| 5. Registered Office Address | 23/C, Mahal Industrial Estate, Mahakali Caves Road, Near Paperbox Lane, Andheri (East), Mumbai- 400093 |
| 6. Correspondence Address | Same as above |



| | | |
|--|--|--|
| 7. Telephone & Fax Nos. | Telephone No: (022) 6619 5000 Fax No: (022) 6619 5050 | |
| 8. Email address | investorrelations@kayaindia.net | |
| 9. Names of the Stock Exchanges where the company's securities are listed: | BSE Limited (BSE) | |
| | National Stock Exchange of India Limited (NSE) | |
| | Number of shares | Percentage of total Issued Cap. |
| 10 Issued Capital | 1,30,30,161 | 100.00% |
| 11 Listed Capital (Exchange-wise) (as per company records) | 1,30,30,161 | 100.00% |
| 12 Held in dematerialized form in CDSL | 9,56,224 | 7.34% |
| 13 Held in dematerialized form in NSDL | 1,20,59,955 | 92.55% |
| 14 Physical | 13,982 | 0.11% |
| 15 Total No. of shares (12+13+14) | 1,30,30,161 | 100.00% |
| 16 Reasons for difference if any, between (10&11), (10&15), (11&15) | Not Applicable | |

17 Certifying the details of changes 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) |
|---|---------------|-----------------------------------|---|---------------------------|---------------------------|---|
| Shares are allotted to an Employee of a Subsidiary Company as per Kaya Limited Employees Stock Option Plan, 2016 on December 12, 2017 | 2,147 | Applied | BSE & NSE | Yes | Yes | NA |



- 18 Register of Members is updated (Yes / No)
If not, updated upto which date
- 19 Reference of previous quarter with regards to excess dematerialised shares, if any.
- 20 Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?

| |
|----------------|
| Yes |
| Not Applicable |
| Not Applicable |

- 21 Mention the total no. of dematerialization 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 | NIL | NIL |
| Pending for more than 21 days | NIL | NIL | NIL |

- 22 Name, Telephone & Fax No. of the Compliance Officer of the Co.
- 23 Name, Address, Tel. & Fax No., Regn. no. of the Auditor

| |
|--|
| <p>Ms. Nitika Vijay Dalmia</p> <p>Company Secretary & Compliance Officer</p> <p>Tel No.:- (91-22)- 6619 5000</p> <p>Fax No:- (91-22)- 6619 5050</p> |
| <p>Secretarial Auditor of the Co.:</p> <p>Amita Desai & Co.,</p> <p>1005, Hubtown Solaris, 10th Floor, N.S. Phadke Marg, Opp. Telli Galli, Andheri Flyover Bridge, Andheri (East), Mumbai-400069.</p> <p>Tel : 26845920/5921</p> <p>C. P. No: 2339</p> <p>FCS No. 4180</p> |



24 Appointment of common agency for share registry work, if yes (name & address)

M/s Link Intime India Private Limited

247, L.B.S Marg,
Surya Nagar, Gandhi Nagar,
Vikhroli West,
Mumbai - 400083

Tel No. 022 49186000

25 Any other detail that the auditor may like to provide. (eg. BIFR company, delisting from SE, company changed its name etc.)

Not applicable

For Amita Desai & Co.
Company Secretaries

Amite
12/01/18
Amita Desai
FCS-4180
CP- 2339

