

# Kaya Limited

October 15, 2015

To,  
The Secretary,  
Bombay Stock Exchange Limited,  
1st Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001  
Fax: 22722037/39/41

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1 Block G  
Bandra Kurla Complex, Bandra(E)  
Mumbai 400051  
Fax: 26598237/38

**BSE Scrip Code: 539276**

**NSE Symbol: KAYA**

**Subject: Submission of Reconciliation of Share Capital Audit Report for the quarter ended September 30, 2015.**

Dear Sir/ Madam,

With reference to the captioned subject, we enclosed the Reconciliation of Share Capital Audit Report for the quarter ended September 30, 2015 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 and acknowledge the receipt of the same.

Yours faithfully,

For Kaya Limited

  
**Almas Badar**  
**Company Secretary &**  
**Compliance Officer**

Encl.: A/a



**AMITA DESAI & CO.**  
**Company Secretaries**



**Head Off : Unit No. 1005 Hubtown Solaris, 10th Floor, N.S Phadke Marg, Opp Telli Gali, Andheri Flyover Brigde, Andheri (E) Mumbai- 400069**  
**Branch 1 : 404, 4th Floor, Andheri Flyover Apt., Opp. Telli Galli, Andheri Flyover Bridge, Next to Hub Town, Andheri (E), Mumbai - 400 069.**  
**Branch 2 : 21 & 26 1st Floor, Matadin Mishra Bldg., Corss Old Nagardas Road, Opp. Shivsagar Hotel, Andheri (E), Mumbai - 400 069.**  
**Tel. No. : 022-26845920/21, 6678 0848/7499 • Telefax : 6678 7499 Cell : 9820 177 691**  
**Email : info@amitadesai.com/amita@amitadesai.com • Website : www.amitadesai.com**

October 14, 2015

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** (Formerly known as M/s. Intime Spectrum Registry 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	September 30, 2015
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)	
	<b>Number of shares</b>	<b>Percentage of total Issued Cap.</b>
10 Issued Capital	1,28,97,100.00	100.00%
11 Listed Capital (Exchange-wise) (as per company records)	1,28,97,100.00	100.00%
12 Held in dematerialized form in CDSL	11,38,134	8.82%
13 Held in dematerialized form in NSDL	1,17,35,670	91.00%
14 Physical	23,296	0.18%
15 Total No. of shares (12+13+14)	1,28,97,100.00	100.00%
16 Reasons for difference if any, between (10&11), (10&15), (11&15)	N.A	

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)
1) Allotment made on 1 <sup>st</sup> June, 2015 in accordance with the Scheme of Arrangement between Marico Kaya Enterprises Limited and Kaya Limited and their respective Shareholders and creditors.	1,28,97,100	Applied and Listed w.e.f. August 14, 2015. vide Circular issued by BSE and NSE dated August 12, 2015	1. BSE 2. NSE	Yes	Yes	In-principle approval received from BSE on August 5, 2015 and NSE on July 9, 2015.



- 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
Confirmed after 21 Days	NIL	NIL
Pending for more than 21 days	NIL	NIL

- 22 Name, Telephone & Fax No. of the Compliance Officer of the Co.

**Ms. Almas Badar**  
Company Secretary &  
Compliance Officer  
Tel No.:- (91-22)- 6619 5012  
Fax No:- (91-22)- 6619 5050

- 23 Name, Address, Tel. & Fax No., Regn. no. of the Auditor

Secretarial Auditor of the Co.:  
Amita Desai & Co.,  
404, Flyover Apt., Andheri  
Flyover, Opp. Telli Galli, Next  
to Solaris Hubtown , Andheri  
(East), Mumbai - 400069.  
  
Tel : 26845920/5921  
C. P. No: 2339  
FCS No. 4180



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

M/s Link Intime India Private Limited (Formerly known as M/s. Intime Spectrum Registry Limited)

C/13, Pannalal Silk Mills Compound, L.B.S. Marg., Bhandup (West), Mumbai- 400 078.

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

Not applicable

For Amita Desai & Co.  
Company Secretaries

*Amite*  
*74/10/15*  
Amita Desai  
FCS-4180  
CP- 2339



AMITA DESAI & CO.  
Company Secretaries  
#404, 4th Floor, Flyover Apartment,  
Opp. Telli Galli Next To Ackruti City,  
Andheri Flyover Bridge,  
Andheri (East), Mumbai - 400 069.  
Tel.: +91-22-26845920 / 26845921.