



FCL:SEC:SEBI 55-A:SVD:2017:7
13th January 2017

Bombay Stock Exchange Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange

Dear Sirs,

Re: Compliance under SEBI Regulations for the quarter ended 31st December 2016

We refer to the relevant provisions of SEBI directives vide Circular D&CC/FITTC/CIR-16/2002 dated 31st December, 2002 and CIR/MRD/DP/30/2010 dated 6th September, 2010 and enclose a copy of the Reconciliation of Share Capital Audit Report for the quarter ended 31st December 2016 as received from M/s. S V Deulkar & Co., Company Secretaries, Pune.

Kindly arrange to take the same on record and acknowledge receipt and oblige.

Thanking you,

Yours faithfully
For **FINOLEX CABLES LIMITED**

R G D'SILVA
Company Secretary
& President (Legal)

Encl.: As above

S. V. Deulkar & Co.

Company Secretaries

63, Ashoknagar, Pune 411 007.

To,
The Board of Directors,
Finolex Cables Limited,
26/27, Mumbai-Pune Road, Pimpri,
Pune - 411 018.

CERTIFICATE

We have examined the Register of Members, Beneficiary details given by the Depositories and other records/documents maintained by **M/s. Karvy Computershare Private Limited**, having its registered office at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana – 500 032 Share Transfer Agent of **Finolex Cables Limited** having its Registered Office at 26/27, Mumbai-Pune Road, Pimpri, Pune - 411018 for issuing certificate, in accordance with Circular D&CC/FITTC/CIR-16/2002 dated 31st December, 2002 and CIR/MRD/DP/30/2010 dated 6th September, 2010 issued by Securities and Exchange Board of India. To the best of our knowledge and according to the information and explanations given to us and as shown by records examined by us, we hereby certify the Reconciliation of Share Capital Audit Report for the quarter ended 31st December 2016 as given below:

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

{As per Regulation 55A (1) SEBI (Depositories and Participants) (Second Amendment)
Regulation 2003

(Separate for each ISIN)

- | | | |
|------------|----------------------------|---|
| Sr.
No. | | |
| 1. | For Quarter Ended: | 31 st December 2016 |
| 2. | ISIN: | INE 235 A 01022 |
| 3. | Face Value: | Rs.2/- each. |
| 4. | Name of the company: | Finolex Cables Limited |
| 5. | Registered Office Address: | 26/27, Mumbai-Pune Road, Pimpri,
Pune 411 018. |
| 6. | Correspondence Address: | 26/27, Mumbai-Pune Road, Pimpri,
Pune 411 018. |
| 7. | Telephone and Fax Nos: | (020) 2747 5963 (020) 2747 2239(Fax) |
| | Email address: | Dsilva_RG@finolex.com |



9. Names of the Stock Exchanges where the Company 's securities are listed:
- BSE Limited
 - National Stock Exchange of India Limited
 - GDRs are listed on Luxembourg Stock Exchange.
10. Issued Capital: 15,29,39,345
11. Listed Capital (Exchange wise): (As per company's records)
- | Name of the Stock Exchange. | Listed Capital | Percentage of Issued Capital. |
|--|----------------|-------------------------------|
| BSE Limited | 15,29,39,345 | 100% |
| National Stock Exchange of India Limited | 15,29,39,345 | 100% |
12. Held in dematerialized form in CDSL : 36,55,290
13. Held in dematerialized form in NSDL : 14,68,59,314
14. Physical: 24,24,741
15. Total No. of shares (12+13+14) 15,29,39,345
16. Reasons for difference, if any, between (10 and 11), (10 and 15), (11 and 15): N.A.
17. Certifying the details of changes in share capital during the quarter under consideration as per table below: **No Change**

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)

***Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital reduction Forfeiture, Any other (to Specify).

18. Register of Members is updated (Yes/No) (If not, updated upto which date) Yes
19. Reference of previous quarter with regards to excess dematerialized shares, if any. N.A.

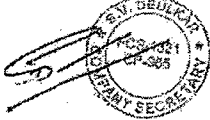


20. Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? N.A.
21. Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending:

Total No. of demat requests	No. of requests	No. of shares	Reasons of delay
Confirmed after 21 days	N.A.	N.A.	N.A.
Pending for more than 21 days	N.A.	N.A.	N.A.

22. Name, Telephone and Fax No. Of the Compliance Officer of the Co.: Shri R. G. D'Silva
Company Secretary &
Vice President (Legal)
Phone- (020) 2747 5963 Ext. 279/230
Fax: (020) 2747 2239
23. Name, Address, Tel and Fax No. of the Auditor: M/s. S. V. Deulkar & Co.,
63, Ashok Nagar,
Pune - 411 007.
Phone- (R) (020) 25560547
(O) (020) 69000740,
Cell - 9822035465
24. Appointment of common agency for share registry work, if yes (name and address) M/s. Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad, Telangana – 500 032
25. Any other detail that the auditor may like to provide, (e.g. BIFR company, delisting from SE, company changed its name etc.) N.A.

For S. V. Deulkar & Co.



S.V. Deulkar
Proprietor
FCS No: 1321
C. P. No. 965

Date: 12th January 2017
Place: Pune