

29thJuly, 2015

To,
The Board of Directors
M/s. Arshiya Limited
Unit No. A1, 4th Floor, Cnergy,
Appa Saheb Marathe Marg, Prabhadevi,
Mumbai – 400025, Maharashtra.

Re.: Reconciliation of Share Capital Audit

Dear Sir,

I have examined the Register of Members, beneficiary details furnished by the Depositories and other relevant books, records, documents and register maintained by M/S. Arshiya Limited (hereinafter referred to as "the Company"), and its Registrars and Share Transfer Agents M/s. Bigshare Services Private Limited, Mumbai for the purpose of issuing this certificate in accordance with Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 read with their circular D&CC/FITTC/CIR-16 2002 dated December 31, 2002 and CIR/MRD/DP/30/2010 dated September 06, 2010 both issued by the Securities and Exchange Board of India(SEBI).

Enclosed is the Share Capital Audit Report in the aforesaid revised format and as required by The Stock Exchange, Mumbai vide its circular Ref No. CRD/GEN/2003/2 dated September, 22, 2003 for the quarter ended 30thJune, 2015.

In our opinion and to the best of our information and according to the explanations given to us and based on such verification and examination as considered necessary, the Reconciliation of Share Capital Audit Report for the quarter ended 30th June, 2015 is enclosed herewith.

Thanking you,

For Apbid & Co

(MOHAMMED AABID)

Partner

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ANNEXURE TO SHARE CAPITAL AUDIT REPORT OF M/S. ARSHIYA LIMITED

For Quarter Ended

: 30thJune, 2015

1. ISIN

: INE968D01022

2. Face Value

: Rs. 2/- per equity Share

3. Name of the Company

: Arshiya Limited

4. Registered office Address

: Unit No. A1, 4th Floor, Cnergy,

Appa Saheb Marathe Marg, Prabhadevi,

Mumbai - 400021, Maharashtra.

5. Correspondence Address

: Unit No. A1, 4th Floor, Cnergy,

Appa Saheb Marathe Marg, Prabhadevi,

Mumbai - 400025, Maharashtra.

6. Telephone and Fax Nos.

: Tel no. : 022-4230 5400/471

Fax no.: 022-42305476

7. E-mail Address

: team.secretarial@arshiyalimited.com

8. Names of the Stock Exchanges where the company's securities are listed:

The Bombay Stock_Exchange,_Mumbai[BSE] National Stock Exchange, Mumbai [NSE]

9. Issued Capital

13,19,29,472/-

10.Listed Capital [As per company records]:13,19,29,472 /-

11. Held Dematerialised form in CDSL:

Total No. of Shares	Percentage of Issued Capital		
1,30,15,280	09.87		

12. Held Dematerialised form in NSDL:

Total No. of Shares	Percentage of Issued Capital		
11,15,83,996	84.58		

13.Held in physical form:

Total No. of Shares	Percentage of Issued Capital
73,30,196	5.55

14. Total No. of Shares:

Total No. of Shares	Percentage of Issued Capital	
13,19,29,472	100%	

15. Reasons for Difference if any,

Not Applicable

16. Certifying the details of change in share capital during the quarter under consideration asper the table below :-

Particulars *	No. of shares	Applied/ not applied for listing	Listed on stock exchanges[specify changes]	Whether intimated to CDSL	Whether intimated to CDSL	pending for SE[specify names]
45,00,000 Equity Shares were issued to Ms. Archana on Preferential Basis	45,00,000	Applied	Yes	Yes	Yes	NA

^{*}Rights, bonus, preferential issue, ESOP's, Amalgamation, Conversion, buyback, capital Reduction, Forfeiture, any other[to specify]

17. Register of Members is updated : Yes



18. Reference of previous Quarter with regard to excess dematerialized shares, if any:

Not applicable

19. Has the company resolved the matter mentioned in point no. 18 above in the current quarter? If not, reason why?

Not applicable

20. Mention the total no. of requests, if any, confirmed after 21 days and the Total no. of requests beyond 21 days with the reasons for delay:

Not applicable

21. Name, Telephone & Fax No. of the Compliance Officer of the company:

Mr. Savita Dalal, Company Secretary

Tel: 9769923875

Email:savita.dalal@arshiyalimited.com

22. Name, Address, Telephone, Fax No., Registration No. of the Auditor:

Name: Aabid & Co-Company Secretaries, Mumbai

Address: 12, 4th Floor, Sai Sadan, 68, Janmabhoomi Marg, Fort Mumbai – 400001

Tel. No.: 91-022-40025464/ 22828661

Mobile No.: 982158830

E-Mail: aabidcs@aacs.in

FCS No.: 6579

C.P. No.: 6625

23. Appointment of common agency for share registry work:

M/s. BIGSHARE SERVICES PRIVATE LIMITED

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD,

SAKINAKA, MUMBAI-400072,

Maharashtra

Contact: 022 4043 0365/7045454392

Email-rutika@bigshareonline.com



24. Any other detail that the Auditor may like to provide [Eg. BIFR Company, Delisting form Stock Exchange, Company Change its name, etc.]:

1. Company's Paid-up and issued Capital is Rs. 13,10,29,472/- however the same is shown in MCA (Ministry of Corporate Affairs) Portal as Rs.263,858,944/-.

Place: Mumbai

Date: 29thJuly, 2015

F.C.S. : 6579 C.P. No. : 6625

(Mohammed Aabid)

Partner