



**McDOWELL HOLDINGS LIMITED**

Date: 18-01-2017

The Manager  
Dept. of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street, Mumbai-400001

The Asst. Vice President  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block – G  
Bandra-Kurla Complex, Bandra (East)  
Mumbai-400051

**BSE Scrip Code:532852**

**NSE Symbol: MCDHOLDING**

**Sub: Reconciliation of Share Capital Audit for the quarter ended 31st December, 2016.**

Dear Sir,

Pursuant to SEBI Circular No. D & CC/FITTC/CIR-16/2002 dated 31.12.2002 and circular No. CIR/MRD/DP/30/2010 dated September 6, 2010 on the above subject matter; we enclose herewith a copy of Reconciliation of Share Capital Audit Report dated 11th January, 2017 for the quarter ended on 31st December, 2016, issued by Mangala Rohith, (Partner), M/s. H.B.P & Co.

This may please be treated as compliance of the provisions under the above said Circular.

Thanking You

Yours Faithfully

For **McDowell Holdings Limited**

**MANOJ KUMAR**  
**DGM-legal & Company Secretary**

*Encl: As above*

**RECONCILIATION OF SHARE CAPITAL -AUDIT REPORT**

1.	For Quarter Ended	31 <sup>ST</sup> DECEMBER 2016	
2.	ISIN	INE836H01014	
3.	Face Value	Re.10/- each	
4.	Name of the Company	McDowell Holdings Limited	
5.	Registered Office Address	UB Tower- Level-12, UB City No.24 Vittal Mallya Road Bangalore - 560001	
6.	Correspondence Address	---- same as above ----	
7.	Telephone & Fax Nos.	080-39856032/Fax.22274890	
8.	Email Address	manojkumar@ubhl.in	
9.	Names of the Stock Exchanges where the Company's securities are listed.	Bombay Stock Exchange Ltd., National Stock Exchange of India Ltd	
		No. of Shares	% of Total Issued
10.	Issued Capital – Equity	1,39,92,258	100
11.	Listed Capital (Exchange –wise)	1,39,92,258	100
12.	Held in dematerialised form in CDSL	24,01,939	17.17
13.	Held in dematerialised form in NSDL	1,11,55,786	79.73
14.	Physical	4,34,533	3.10
15.	Total No. of Shares (12+13+14)	1,39,92,258	100
16.	Reasons for difference, if any, between (10&11), (10&15), (11&15).	NIL	

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	Whether intimated to CDSL	Whether intimated to NSDL	In-prin.appr. pending form SE
N.A	N.A	N.A	N.A	N.A	N.A	N.A

18. Register of Members is updated (Yes/No)   
If not updated, upto which date.

19. Reference of previous quarter with regard to excess dematerialised shares, if any.

20. Has the Company resolved the matter mentioned in point No.19 above in current quarter? If not, reason, why?

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 Confirmed after 21 days Pending for more than 21 days	No. of requests	No. of Shares	Reasons for delay
Nil	Nil	Nil	N.A.

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

Mr. Manoj Kumar Tel: 080-39856080, Fax. No: 080-22274890  
E-mail: [manojkumar@ubhl.in](mailto:manojkumar@ubhl.in)

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

M/s. H.B.P & Co  
I Floor, 252/B, II C Main,  
Girinagar, I Phase  
Bangalore: 560 085 Phone: (080)  
26728442, 26729012, 26714061  
Email: [mangala@adyanta.co.in](mailto:mangala@adyanta.co.in)

24. Appointment of common agency for Share registry work.  
Name and Address

Integrated Enterprises (India) Ltd  
# 30, Ramana Residency, 4<sup>th</sup>  
Cross, Sampige Road,  
Malleswaram Bangalore 560003  
Phone: 080-23460815 /23460819

25. Any other details that the auditor may like to provide.

Nil

Place: Bangalore  
Date: 11<sup>th</sup> January, 2017

For H.B.P & CO.

*Mangala Rohith*

Mangala Rohith  
Partner

Membership No.: 20315, CP No: 7438.



**CERTIFICATION OF COMPLIANCE  
AS PER SEBI GUIDELINES FOR DEMATERIALISATION OF SHARES  
FOR TRANSFER BY INVESTORS AND CUSTODIANS**

I have examined all relevant books, registers, forms, documents and papers maintained by M/s. **INTEGRATED ENTERPRISES (INDIA) LIMITED**, 30, Ramana Residency, 4<sup>th</sup> Cross, Sampige Road, Malleswaram, BANGALORE 560 003 acting as the Share Transfer Agent for **McDOWELL HOLDINGS LIMITED** CIN: **L05190KA2004PLC033485** having their registered office at UB Towers-Level-12, UB City, No.24, Vittal Mallya Road, BANGALORE - 560001 for the purpose of issuing certificate for Procedural Compliance of SEBI guidelines for Demat of shares sent for transfer and hereby certify that during the period **01.10.2016 to 31.12.2016:-**

01. The Share Transfer Agent has followed the necessary procedure for effecting the original transfer.
02. The Register of Members of the Company was accordingly amended and the shares were transferred in favour of the transferee.
03. The Share Transfer Agent has adequate procedures and has satisfied itself that the transferee and the entity requesting dematerialization are one and the same and before confirming the dematerialization request, the company has further amended its Register of Members to indicate the transfer from the transferee to NSDL and CDSL.
04. The company has defaced and cancelled all the certificates.
05. The company has adequate systems to ensure that the investor does not lose his corporate benefits on account of the transfer entries made in favour of NSDL and CDSL.



06. The Share Transfer Agent and the Company has received requests for transfer of shares under Demat including Transfer Cum Demat (NSDL & CDSL) covering **THREE THOUSAND AND FORTY EIGHT (3048)** shares out of which **TWO THOUSAND TWO HUNDRED AND SIXTY NINE (2269)** shares have been accepted and **SEVEN HUNDRED AND SEVENTY NINE (779)** shares have been rejected during the quarter under report (01.10.2016 to 31.12.2016) (It has been informed that the rejection of transfer under Demat is due to non-compliance of Demat transfer conditions)
07. This certificate is issued in accordance with SEBI guidelines on Dematerialization of Shares sent for transfer to the Company.

Place: Bangalore  
Date: 11.01.2017

For H.B.P & CO.

*Mangala Rohith*

Mangala Rohith

Membership No.: 20315, CP No: 7438.

