

To,  
The Board of Directors  
**M/s Biofil Chemicals & Pharmaceuticals Ltd.**  
11/12, Sector "E"  
Sanwer Road, Industrial Area,  
Indore- 452015.

**CERTIFICATE OF RECONCILIATION OF SHARE CAPITAL AUDIT**

We have examined all relevant Books, Registers, Forms, Documents and papers maintained by **M/s. BIOFIL CHEMICALS & PHARMACEUTICALS LIMITED** (hereinafter referred to as 'the Company') and its Registrar & Share Transfer Agent **M/s.Ankit Consultancy Private Limited** having office at 60, Electronic Complex, Pardeshipura, Indore-452010 M.P. for the purpose of issuing Reconciliation of Share Capital Audit Certificate, in accordance with **Circular No. D & CC/FITTC/CIR-16/2002 dated December 31<sup>st</sup> 2002 (Amended vide Circular No. CIR/MRD/DP/30/2010 dated 06-09-2010)** issued by the Securities and Exchange Board of India for the quarter ended 31<sup>st</sup> March, 2016.

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, we hereby certify that:

1.	For Quarter Ended	31 <sup>st</sup> March, 2016
2.	ISIN Script Code	<b>INE829A01014</b> <b>524396</b>
3.	Face Value	Rs. 10 each
4.	Name of the Company	<b>BIOFIL CHEMICALS &amp; PHARMACEUTICALS LTD.</b>
5.	Registered Office	11/12, Sector "E" Sanwer Road, Industrial Area, Indore- 452004
6.	Correspondence Address	11/12, Sector "E" Sanwer Road, Industrial Area, Indore- 452004
7.	Telephone & Fax No.	Tele: 0731-2422453, 2421274 Fax No. 0731-2420926
8.	Email Address	bcplcompliance@gmail.com
9.	Name of Stock Exchanges where the Company's securities are listed:	The National Stock Exchange Ltd, Mumbai The Bombay Stock Exchange, Mumbai *The M.P. Stock Exchange, Indore



Contd...2

10	Issued Capital (in Rs.)*	Number of Shares	% of Total Issued Capital
	Rs. 162738000/-*	16273800	100
11	Listed Capital (Exchange wise) (As per Company's record)		
	The National Stock Exchange, Mumbai	10561300	64.89%
	The Mumbai Stock Exchange, Mumbai	10561300	64.89%
	*The M.P. Stock Exchange, Indore	10561300	64.89%
12	Held in dematerialized form in CDSL *Issued in demate mode but corporate action is pending due to listing confirmation hence still not dematerialized	6490831 3450000	39.89% 21.20%
13	Held in dematerialized form in NSDL	2650559	16.29%
14	Physical	3682410	22.62%
15	<b>Total No. of Shares (12+13+14)</b>	<b>16273800</b>	<b>100%</b>

**\*Notes:**

a) Issued capital includes reissue of 5712500 forfeited Equity shares.

b) 34,50,000 forfeited equity shares were reissued in demate mode (CDSL) but corporate action and trading confirmation is still pending therefore shares have not been dematerialized till date of this certificate, hence same has been mentioned separately. Further As informed by the management application for listing of aforesaid shares is pending with Bombay Stock Exchange, Mumbai.

16 (i)	Reasons for difference if any, between (10&11)	As on 31.03.2011 Company has re-issued 5712500 forfeited equity shares and listing confirmation for above shares pending at Stock Exchanges.
(ii)	Reasons for difference if any, between (10&15)	Nil
(iii)	Reasons for difference if any, between (11&15)	As on 31.03.2011 Company has re-issued 5712500 forfeited equity shares and listing confirmation for above shares pending at Stock Exchanges.

17. There is no change in share capital during the quarter ended 31<sup>st</sup> March, 2016.

18. Register of Members is updated (yes/no) **YES**  
if not updated up to which date

19. Reference of previous quarter with regard 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. All the dematerialization and rematerialization requests received during the quarter ended 31<sup>st</sup> March, 2016 have been duly confirmed within 21 days.

22. As on the date of this certificate, there are no cases of demate request received during the quarter ended 31<sup>st</sup> March, 2016 pending for confirmation beyond 21 days.

Contd...3



23. Name, Telephone & Fax No. of the Compliance officer of the Company:

Ms. Shikha Khilwani, Company Secretary and Compliance officer  
Membership number: A43203  
11/12, Sector "E" Sanwer Road, Industrial Area,  
Indore-452015  
Email: [bcplcompliance@gmail.com](mailto:bcplcompliance@gmail.com)  
PH: 0731-2724524, Fax 0731-2420926

24. Name Address Tel. & Fax No. Registration No. of the Secretarial Auditor.

L.N. Joshi & Company  
Company Secretaries  
306, Sterling Arcade  
15/3 Race Course Road,  
Email Id [lnjoshics@gmail.com](mailto:lnjoshics@gmail.com)  
Indore PH 0731-4266708  
C.P. No. 4216 M.No.5201

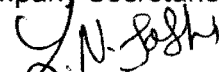
25	Appointment of Common Agency for Share registry work	Ankit Consultancy Pvt. Ltd. SEBI REG. No. INR 00000767 60, Electronic Complex, Pardeshipura Indore- 452010 (M.P.) Tel.: 0731-2551745, 2551746 Fax: 0731-4065798 Email: <a href="mailto:ankit_4321@yahoo.com">ankit_4321@yahoo.com</a> Web Address:- <a href="http://www.ankitonline.com">www.ankitonline.com</a>
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26. Any other detail that the auditor may like to provide. (e.g. BIFR Company, de-listing from Stock Exchange, Company changed its name etc.)

- The Trading in equity shares of the Company has been suspended by the National Stock Exchange.
- As on 31<sup>st</sup> Day of March 2011 Company has reissue of 57,12,500 forfeited equity shares at price of Rs.7/- each (face value Rs.10 each) on a preferential basis to promoters and non promoters of the company, pursuant to the special resolution passed under Section 81(1A) of the Companies Act, 1956 by the shareholders of the Company at their Extra Ordinary General Meeting held on 23<sup>rd</sup> Day of March 2011.
- 34,50,000 equity shares issued in demate form and 22,62,500 equity shares were issued in physical form to allottees and listing confirmation is pending for the same.
- SEBI vide its order dated 9<sup>th</sup> June, 2015 derecognized the M P Stock Exchange Limited.
- The shareholders have passed special resolution in their annual general meeting held on 24<sup>th</sup> September, 2015 for payment of remaining amount of Rs. 3 from those shareholders to whom shares were allotted on 31<sup>st</sup> March, 2011.

Place: Indore  
Date: 28.04.2016

For L.N. Joshi & Co.  
Company Secretaries

  
L.N. Joshi  
Proprietor  
Cp.No.4216

