

XPRO INDIA LIMITED



Birla Building (2nd Floor),
9/1, R. N. Mukherjee Road,
Kolkata - 700 001, India

Tel : +91-33-30573700/30410900
e-mail : xprocal@xproindia.com

January 19, 2018

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex, Bandra (E),

Mumbai 400 051

Stock Symbol XPROINDIA(EQ)

The Dy. General Manager
Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

Stock Code No. 590013

Dear Sir,

Sub : **Reconciliation of Share Capital Audit in accordance with SEBI Circular
No. D & CC/FITTC/CIR – 16/2002 dated December 31, 2002. (As Amended)**

Please find enclosed herewith certificate from a Practicing Company Secretary for the **quarter ended December 31, 2017** as required under above mentioned Circular for your kind information & records.

Please acknowledge receipt.

Thanking You,

Yours Faithfully,
For XPRO INDIA LIMITED

(S. C. JAIN)
Company Secretary

Encl: a/a.

K C KHOWALA
Practising Company Secretary

27, Weston Street
Room No. 205
Kolkata-700 012
Phone: 2211-4023

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To
The Board of Directors
Xpro India Limited
"Birla Building", 2nd Floor,
9/1, R.N.Mukherjee Road
Kolkata – 700 001

CERTIFICATE

Company Registration Number (CIN) : L25209WB1997PLC085972
Authorised Capital : 35.00 Crores
ISIN : INE 445C01015

I have examined the Register of Members, beneficiary details furnished by the Depositories and other records / documents maintained by M/s Xpro India Limited (hereinafter referred to as 'the Company') and its Registrars and Share Transfer Agents for issuing this certificate, in accordance with circular D&CC / FITTC / CIR-16 / 2002 dated December 31, 2002 (as amended) issued by the Securities and Exchange Board of India.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify the annexed **Reconciliation of Share Capital Audit Report** of Xpro India Limited, in respect of the **quarter ended December 31, 2017**.



Place: KOLKATA
Date: January 17, 2018

Signature

Name of Firm: K C KHOWALA
Practising Company Secretary
ACS No.4695 CP No.2421

Reconciliation of Share Capital Audit Report

1. For Quarter Ended : December 31, 2017
2. ISIN : INE445C01015
3. Face Value : Rs. 10/- each.
4. Name of the Company : Xpro India Limited
5. Registered Office Address : Barjora-Mejia Road, PO Ghutgoria, Tehsil: Barjora
Distt: Bankura, 722 202 West Bengal.
6. Correspondence Address : Birla Building, 2nd Floor, 9/1, R. N. Mukherjee Road,
Kolkata 700 001
7. Telephone & Fax Nos. : Tel: (033)-2242 0772
8. E-Mail Address : cosec@xproindia.com
9. Name of the Stock Exchange where the company's securities are listed : National Stock Exchange

	<u>Number of shares</u>	<u>% of Total issued Capital</u>
10. Issued Capital	1,18,13,500	100%
11. A) Listed Capital (Exchange-wise)		
NSE	1,16,59,487	98.70%
B) Pending for Listing**	1,54,000	1.30%

12. Held in dematerialised form in CDSL : 18,63,006
13. Held in dematerialised form in NSDL : 93,65,274
14. Physical** : 5,85,220
15. Total No. of shares (12+13+14) : 1,18,13,500
16. Reason for difference, if any, between (10 & 11), (10 & 15), (11 & 15) :
 - a) Listing not granted for 13 shares pending allotment to Non-Resident Shareholders subject to RBI approval.
 - b) **1,54,000 Shares issued & Allotted under ESOP (included in Physical Shares – pending credit confirmation from NSDL) pending for Listing with NSE. Listing Application made on January 12, 2018.



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-principal Approval pending for stock exchange (specify names)
ESOPs	1,54,000	Applied	Pending with NSE	Yes	Yes	None

* Right, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)

18. Register of Members is updated (Yes/No) : Yes
if not updated to which date
19. Reference to previous quarter with regards to excess dematerialisation, if any. : None
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 beyond 21 days with the reason for delay :

Total No. of demat requests	No. of requests	No. of shares	Reason for Delay
Confirmed after 21 days	NIL		
Pending for more than 21 days			

22. Name, telephone & fax No. of Compliance Officer of the Company : S. C. Jain, Company Secretary
Tel No. (033) 2242- 0772
Fax: N.A.
23. Name & Regn. No. of the certifying CS Address Telephone No. Fax No. : K. C. Khowala CP No.2421
27, Weston Street, Kolkata 700 012
(033)- 2211-4023
N.A.
24. Appointment of common agency for Share registry work, if yes (name & address) : M/s MCS Share Transfer Agent Ltd.
12/1/5, Manoharpukur Road,
Kolkata – 700 026
25. Any other detail that the auditor may like to provide (e.g. BIFR Company, delisting from stock exchange, company changed its name etc.). : NIL

Khowala

