

Date: 11.10.2017

The National Stock Exchange of India Limited  
Listing Department,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East)  
Mumbai – 400 051

BSE Limited  
Department of Corporate Services  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai – 400 001

**Company Symbol : ICIL**

**Scrip Code No. : 521016**

Dear Sir/Madam,

**Subject : Certificate under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for half year ended 30.09.2017**

With reference to the captioned subject please find enclosed Certificate under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 issued by M/s. Kothari H & Associates., Practicing Company Secretary, for the half year ended 30<sup>th</sup> September, 2017.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For **Indo Count Industries Limited**



**Amruta Avasare**  
**Company Secretary and Compliance Officer**



Encl : A/a

**INDO COUNT INDUSTRIES LIMITED**

Head Office : 301, Arcadia, III Floor, Nariman Point, Mumbai - 400021 Maharashtra, India | T 91 22 4341 9500 | F 91 22 2282 3098

Marketing Office : 25, Vardhaman Industrial Complex, Gokul Nagar, Thane (W) - 400601 Maharashtra, India | T 91 22 4151 1800 | F 91 22 2172 0121

Home Textile Division : T3, Kagal - Hatkanangale Five Star, MIDC Ind. Area, Kolhapur - 416216 Maharashtra, India | T 91 231 662 7900 | F 91 231 662 7979

Regd. Office : Office No. 1, Plot No.266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur - 416109 Maharashtra, India | T 91 230 3292933 | F 91 230 2483275

CIN L72200PN1988PLC068972 | E info@indocount.com | W www.indocount.com

Sub: Compliance Certificate under Regulation 40 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

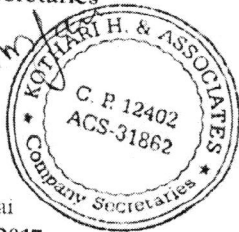
We have examined all relevant Books, Share Transfer Deeds, Registers, Forms, Memorandum of Transfers Documents and papers of **Indo Count Industries Limited** maintained in the office of M/s **Link Intime India Pvt. Ltd.**, Registrars and Share Transfer Agents of the Company pertaining to transfer of Equity Shares of the Company for the Period from 01<sup>st</sup> April, 2017 to 30<sup>th</sup> September, 2017 for the purpose of issuing certificate as per Regulation 40(9) of the SEBI ( Listing Obligation and Disclosure Requirement) Regulation, 2015 and based on the information provided by the Company and Registrar and Share Transfer Agents, we hereby certify that during the half year ended on 30<sup>th</sup> September, 2017.

A. All the Share/~~Debtenture~~ Certificate(s) relating to the transfer of Shares/~~Debtentures~~ received during the period from 01<sup>st</sup> April, 2017 to 30<sup>th</sup> September, 2017 as entered in the Memorandum of Transfers have been issued within thirty days of the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgement of each deed excepting those rejected on technical grounds or pending due to any reason.

B. Any other information, if applicable. – N.A

For Kothari H. & Associates  
Company Secretaries

*Sonam Jain*  
Soham Jain  
C.P. 12402



Place: Mumbai  
Date: 10/10/2017