



13th April, 2017

1. The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 023
Fax No: 022-22722039/3121/3132
022723719 / 2037
2. The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex ,
Bandra (E),
Mumbai - 400 051
Fax No: 022-26598237 / 8238

Dear Sir,

Sub: Compliance with Regulation 7 (2) and (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Compliance Certificate signed by Compliance Officer of the Company and authorised representative of the Share Transfer Agent of the Company for the half of the financial year ended 31st March, 2017.

Yours faithfully,
For Britannia Industries Limited

Rajesh Arora
Company Secretary

Encl: as above

Date : April 13, 2017


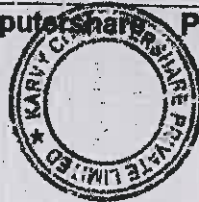
**The Secretary,
BSE Ltd.,**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Ltd,
Exchange Plaza, 5th floor,
Plot No. C/1, 'G' Block, Bandra-Kurla Complex,
Bandra (E).
Mumbai - 400 051

**SUBJECT: COMPLIANCE CERTIFICATE PURSUANT TO REGULATION 7(3) OF
THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF FINANCIAL
YEAR ENDED MARCH 31, 2017.**

Dear Sir(s),

Pursuant to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we do hereby confirm that for the half financial year ended on 31st March, 2017, all the activities in relation to both Physical and Electronic share transfer facilities for our Company are maintained by Karvy Computershare Private Limited, (having CIN - U72400TG2003PTC041636 & SEBI Registration No. (INR 000000221) having its Registered Office at Karvy House, 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad- 500 034

<p>For Britannia Industries Limited</p> <p><i>Rajesh Arora</i></p> <p>Rajesh Arora Company Secretary</p> 	<p>For Karvy Computershare Private Limited</p> <p><i>V k Jayaraman</i></p> <p>V k Jayaraman General Manager</p> 
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