

April 24, 2017

BSE Limited
P.J.Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Bandra Kurla Complex
Bandra East
Mumbai – 400 051.

Sirs

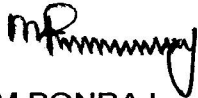
Sub: Certificate under Regulation 40(9) and (11) of SEBI (LODR) Regulations, 2015.

We are enclosing herewith a copy of the certificate received from a Practicing Company Secretary, M/s Sriram Sharanya & Associates, under Regulation 40(9) and (11) of SEBI (LODR) Regulations, 2015, for the half year ended 31st March 2017.

Kindly take the same on your records.

Thanking you

For and on behalf of
RAJSHREE SUGARS & CHEMICALS LTD.



M PONRAJ
Company Secretary

Enc: As above





SRIRAM SHARANYA & ASSOCIATES
Company Secretaries

CERTIFICATE

(under Regulation 40(9) & (11) of the Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015)

We have examined all the relevant documents of **RAJSHREE SUGARS & CHEMICALS LIMITED**, produced before us by **S.K.D.C. Consultants Limited**, Registrars and Share transfer agents to the company ('the RTA'), pertaining to transfer, transmission, transposition, issue of consolidated and split certificates, and exchange of certificates, of shares held in physical form, during the half-year from **1st October 2016 to 31st March 2017**.

Based on such examination, the information and explanation furnished to us by the company, its officers and agents, and to the best of our knowledge and belief, **we hereby certify** that, the RTA has, in respect of requests for *transfer, transmission, transposition, issue of consolidated and split certificates, and exchange of certificates, of shares held in physical form*, received and processed during the half-year from **1st October 2016 to 31st March 2017**:

1. Registered all the transfers in respect of which proper documents were lodged and despatched the share certificates with the transfers endorsed, within 30 days of lodgement.
2. Registered all the transmissions for which proper documents were lodged and despatched the share certificates with the transmissions endorsed, within 30 days of lodgement.
3. Registered all the transpositions and despatched the share certificates with the transpositions endorsed, within 30 days of lodgement.
4. Despatched the share certificates within 30 days of lodgement, in respect of all the requests for issue of consolidated and split certificates and exchange of certificates.

For **SRIRAM SHARANYA & ASSOCIATES**

Company Secretaries

K. SRIRAM



Place: Chennai

Partner

Date: **24th April 2017**

C.P. No.2215

"Shreshtam", Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai - 600 028
Phone: 4207 4012 / 24611440 E-mail ID: sriram.krishnamurthy@rediffmail.com