

MRF Limited, Regd. Office: 114, Greams Road, Chennai 600 006.

Email: mrfshare@mrfmail.com; Tel.:044-28292777; Fax: 91-44-28295087

CIN: L25111TN1960PLC004306; Website: www.mrftyres.com

071/SH/SE/CC - 40[9]/31.03/KGG April 20, 2017 COURIER

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

Bombay Stock Exchange Ltd Phiroze Jeejeebhoy Towers 25th Floor Dalal Street Mumbai 400 001

Dear Sir,

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

As required under the above Regulation, please find enclosed Certificate issued by M/s S Srinivasan & Co., Company Secretaries, Chennai for the half year ended 31st March, 2017.

Thanking You,

Yours Faithfully, For MRF LIMITED

DGMS Encl. a/a

H.

SR Srinivasan & Co. LLP Company Secretaries



CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

FOR THE HALF YEAR ENDED 31-MARCH-2017

We have examined Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to MRF LIMITED, maintained by MRF LIMITED (In-house), pertaining to transfer of equity shares of the Company for the period from 01-October-2016 to 31-March-2017 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, we hereby certify that:

A. The Company has delivered during the half year ended on 31-March-2017 share certificates relating to the transfer of shares received during the period from 01-October-2016 to 31-March-2017, within thirty days, as entered in the Memorandum of Transfers from the respective date of lodgment of each deed excepting those rejected on technical grounds.

For SR Srinivasan & Co. LLP

S.RAJENDRAN

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PRACTISING COMPANY SECRETARY

FCS NO. 3727; CP.NO: 14055





PLACE: Chennai

DATE: 19-April-2017





COMPLIANCE CERTIFICATE IN TERMS OF REGULATION 40(9) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 TO BOMBAY STOCK EXCHANGE LIMITED

We have examined all the relevant Books, Registers, Forms, Documents and Papers of MRF LIMITED for the purpose of issuing certificate under Regulations 40 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to Bombay Stock Exchange Limited and hereby certify that the Company has delivered, during the half year ended on 31-March-2017, all the certificates of shares after the registration of transfers, within thirty days of the lodgment of transfer documents.

For SR Srinivasan & Co. LLP

S.RAJENDRAN

PRACTISING COMPANY SECRETARY

FCS NO. 3727; CP.NO. 14055



PLACE: Chennai DATE: 19-April-2017