MODI RUBBER LIMITED

4-7C, DDA SHOPPING CENTER NEW FRIENDS COLONY NEW DELHI-110 025 TEL: 011-47107398 TELEX; 031-61839, MRLE-IN GRAM: "MODIRAW" FAX: 26836999, 26837530 CIN- L25199UP1971PLC003392

Website: www.modirubberlimited.com

Email:skbajpai@modigroup.net

OUR REF:

DEPTT: Secretarial & Legal DATED: 20.04.2017

Bombay Stock Exchange Ltd.

Phiroze Jeejeebhoy Tower 1st Floor, Dalal Street **Mumbai 400 001**

Ph. 022-22722066, 22722375 Fax 022-22723354, 22723577, 22721278, 22723719

National Stock exchange of India Ltd

Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai 400 051
Ph. 022-6598100-14
Fax 022-6598237-38
Email cmlist@nse.co.in

Sub: Compliance certificate pursuant to Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

Dear Sir,

Pursuant to Regulation 40(9) of SEBI (LODR) Regulations 2015 please find enclosed Compliance Certificate for the half year ended on March 31st, 2017 dated 19.4.2017.

We trust you will find the same in order.

Kindly acknowledge its receipt.

Thanking you,

Yours faithfully,

For MODI RUBBER LIMITED,

Head - Legal & Company Secretary

Encl: As above

RASHMI SAXENA

B.Com, LLB, F.C.S

CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31ST MARCH, 2017

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Modi Rubber Limited maintained by Mas Services Ltd. pertaining to transfer of Equity Shares of the company for the period from 1st October, 2016 to 31st March, 2017 for the purposes of issuing 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 and Mas Services Ltd., I hereby certify that:

- A) Share Certificate(s) relating to the Share Transfer Deeds received during the period from 1st October, 2016 to 31st March, 2017 as entered in the Memorandum of Transfers have been issued within 30 days from the respective date of lodgment of each deed excepting those rejected on technical grounds
- B) Share Certificates in respect of requests for exchange of duplicate and split certificates have been issued within 30 days from the date of lodgments.

Place: New Delhi

Date: 19/04/2017

FOR RASHMI SAXENA & ASSOCIATES

Company Secretaries

(RASHMI SAXENA)

C.P. No. 6938



RASHMI SAXENA & ASSOCIATES COMPANY SECRETARIES