



11th April 2017

**National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai 400 051
Kind Attn: Manager, Listing Department**

**BSE Limited
P.J. Towers, Dalal Street
Mumbai 400 001
Kind Attn: General Manager,
Department of Corporate Services**

Scrip Code No. 506076 (BSE)

Dear Sirs,

Certificate under Regulation 40(9)

Pursuant to Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a certificate obtained from M/s. Parikh and Associates, Company Secretaries for the half year ended 31st March 2017.

Thanking you,

Yours faithfully,
For **Grindwell Norton Limited**

**K. Visweswaran
Company Secretary
Membership No. A16123**

5th Level, Leela Business Park,
Andheri-Kurla Road, Andheri (East),
Mumbai 400 059

Encl: As above.

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

FOR THE HALF YEAR ENDED 31st MARCH, 2017

We have examined Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to GRINDWELL NORTON LIMITED (the Company) maintained by TSR Darashaw Limited, Registrar and Share Transfer Agents pertaining to transfer of equity shares of the company for the period from 1st October, 2016 to 31st 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) 1.a. the Company has delivered during half year ended on 31st March, 2017 share certificates relating to the transfer of shares received during the period from 1st October, 2016 to 31st 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;

1. b. As per the records made available to us there were no requests relating to sub-division (split), consolidation, renewal, exchange or endorsement of calls/allotment monies received during the period from 1st October, 2016 to 31st March, 2017.

B) Any other information, if applicable: ---

For Parikh & Associates



Place: Mumbai
Date: April 08, 2017

A handwritten signature in blue ink, appearing to be "P.N. Parikh".

P.N.Parikh
FCS: 327 CP: 1228