



S. Anil Kumar Jain B.Com., FCS

Balu Sridhar M.A.C.S., FCS., LLB

Pankaj Mehta B.Com (C.S.), ACS

RECONCILIATION OF SHARE CAPITAL AUDIT

To,
The Board of Directors
BUTTERFLY GANDHIMATHI APPLIANCES LIMITED,
143, Pudupakkam Village,
Kelambakkam, Kancheepuram – 603 103

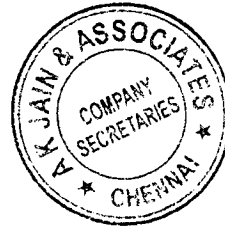
We have examined the Register of Members, beneficiary details and other records/ documents maintained both in physical and electronic mode by **BUTTERFLY GANDHIMATHI APPLIANCES LIMITED** (hereinafter referred to as "the Company") and **GNSA Infotech Limited** (hereinafter referred to as "the RTA"), having office at "Nelson Chambers", F-Block, 4th Floor, # 115, Nelson Manickam Road, Aminthakarai - Chennai 600 029, for issuing this certificate, in accordance with Circular No. D & CC/ FITTC/ CIR - 16/2002 dated 31st December, 2002 and Circular No. CIR/MRD/DP/30/2010 dated 06th September, 2010 issued by the Securities and Exchange Board of India.

In our opinion and to the best of our knowledge and according to the information and explanations given to us by the Company, its agents, officers and employees and based on such verification as considered necessary, we hereby certify that:-

1. The enclosed "Reconciliation of Share Capital Audit Statement" for the quarter ended 31.03.2018 is as per the format prescribed by the Securities and Exchange Board of India.
2. The information contained therein is true and correct to the best of my knowledge and information.

For A.K. JAIN & ASSOCIATES
Company Secretaries

Place : Chennai
Date: 12.04.2018



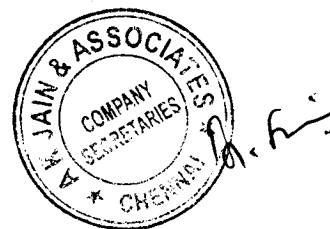
BALU SRIDHAR
Partner
M. No. F5869
C.P. No. 3550



RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1. For the Quarter ended **31st March 2018**
2. ISIN **INE295F01017**
3. Face Value **Rs.10/-**
4. Name of the Company **BUTTERFLY GANDHIMATHI APPLIANCES LIMITED**
5. Registered Office Address **143, Pudupakkam Village,
Kelambakkam – 603 103
Kancheepuram District
Tamil Nadu**
6. Correspondence Address **E-34, Second Floor, Rajiv Gandhi Salai,
Egattur Village, Navalur – 603 103
Kancheepuram District
Tamil Nadu**
7. Telephone & Fax Nos. **Tel: 044 – 4900 5154**
8. Email address **butterflyho@butterflyindia.com**
9. Names of the Stock Exchanges where the Company's Securities are listed **1. Bombay Stock Exchange Limited
2. National Stock Exchange of India Limited,**

10	Issued Capital	Number of Shares	% of Total issued Capital
		1,78,79,551	100.00%
11	Listed Capital (Exchange wise) (as per Company records)	1,78,79,551	100.00%



12	Held in Dematerialized form in NSDL	1,58,61,613	88.71%
13	Held in Dematerialized form in CDSL	12,45,632	06.97%
14	Physical	7,72,306	04.32%
15	Total No. of Shares (12+13+14)	1,78,79,551	

16. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars	No. of Shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-Prin. Appr. Pending for SE(Specify Names)
NOT APPLICABLE						

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars	No. of Shares	Applied/ Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-Prin. Appr. Pending for SE (Specify Names)
NOT APPLICABLE						

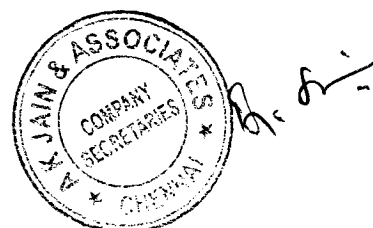
18 Register of Members is updated (Yes / No)
If not updated up to which date.

YES

19. Reference of previous quarter with regards to excess dematerialized shares, if any, - N A.

20. Has the Company resolved the matter mentioned in point no.19 above in the current quarter? if not, reason why ? - N A.

21. Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay : -



Total No.of demat requests	No. of requests	No. of Shares	Reasons for delay
Confirmed after 21 days	NIL	NIL	N.A
Pending for more than 21 days	NIL	NIL	N.A

- 22 Name, Telephone & Fax No. of the Compliance Officer of the Company **Mr. K.S. Ramakrishnan,**
Company Secretary
Tel : 044 – 4900 5154.
- 23 Name, Address, Tel & Fax No. Regn. No. of the Auditor/Company Secretary **Balu Sridhar (C.P. No. 3550)**
Partner
C.P.No.3550
M/s. A K Jain & Associates
Old No.2 (New No.3)
Raja Annamalai Road. I - Floor
Purasaiwakkam, Chennai - 600 084
Mobile : 98413 22315
Email : akjainassociates@gmail.com
- 24 Appointment of common agency for share Registry work **GNSA Infotech Limited**
STA Department, Nelson Chambers
F-Block, 4th Floor, #115, Nelson Manickam Road,
Aminthakarai, Chennai – 600 029
Phone : 044 – 4296 2025
Email : sta@gnsaindia.com
25. Any other detail that the auditor may like to provide (e.g BIFR Company, delisting from SE, Company changed its name etc. **NIL**

For A.K. JAIN & ASSOCIATES
Company Secretaries

Place : Chennai
Date: 12.04.2018



Balu Sridhar

BALU SRIDHAR
Partner
M. No. F5869
C.P. No. 3550