

**Nisha Verma**  
B.Com., LL.B., A.C.S.

**N. V. & ASSOCIATES**  
Practising Company Secretary

D-6, Ashirwad Society, Plot No. 35, Gorai-1,  
Gorai Bridge, Borivali (W), Mumbai - 400 092.  
Tel : 022-2868 3861. Mob.: +91 81082 30934  
E-mail : nisha.sda@gmail.com/nisha.nvfirm@gmail

To,

**The Board of Directors,  
Empower India Limited,**

25 /25A, II<sup>nd</sup> Floor,  
327, Nawab Building,  
D. N. Road, Fort,  
Mumbai- 400 001.

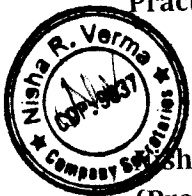
**CERTIFICATE**

I have examined the Register of Members, beneficiary details furnished by the Depositories and records/documents being maintained by **Empower India Limited** and **Purva Sharegistry (India) Pvt. Ltd.**, its Registrar and Share Transfer Agents for issuing this certificate, in accordance with the Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 and the Circular No. CIR/MRD/DP/30/2010 dated September 6, 2010 issued by the Securities and Exchange Board of India.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify the Reconciliation of Share Capital Audit Report annexed herewith for the quarter ended **30<sup>th</sup> June, 2014**.

**N.V. & Associates**

**Practicing Company Secretary**



*Nisha Verma*  
**Nisha Verma**  
(Propertior)  
C.P. No.: 9037  
M. No.: 24487

**Date: 28<sup>th</sup> July, 2014**  
**Place: Mumbai.**

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

1.	For Quarter Ended	: <b>30<sup>th</sup> June, 2014.</b>					
2.	ISIN	: INE507F01023					
3.	Face Value	: Re. 1/- each.					
4.	Name of the Company	: <b>Empower India Limited</b>					
5.	Registered Office of the Company	: 25 /25A, IInd Floor, 327, Nawab Building, D. N. Road, Fort, Mumbai- 400 001.					
6.	Correspondence Address	: As Above.					
7.	Telephone & Fax No.	: 022-22045055/ 22045044					
8.	Email Address	: info@empowerindia.in					
9.	Name of the Stock Exchange where the Company's securities are listed	: BSE Limited (Bombay Stock Exchange Limited)					
		<b>Number of Shares</b>		<b>% of total Issued Capital</b>			
10.	Issued Capital	1163798560		100.00			
11.	Listed Capital (Exchange wise) (as per Company records)	1163798560		100.00			
12.	Held in Dematerialized form in CDSL	432770599		37.19			
13.	Held in Dematerialized form in NSDL	280483034		24.10			
14.	Physical	450544927		38.71			
15.	Total No. of Shares (12+13+14)	<b>1163798560</b>		<b>100.00</b>			
16.	Reasons for difference, if any between (10&11), (10&15), (11&15)	No Difference					
17.	Certifying the details of changes in share capital during the quarter under consideration as per Table below:						
	<b>Particulars ***</b>	<b>No. of Shares</b>	<b>Applied/Not Applied for Listing</b>	<b>Listed on Stock Exchange (specify Names)</b>	<b>Whether intimated to CDSL</b>	<b>Whether intimated to NSDL</b>	<b>In-principal Approval pending from SE (specify Names)</b>
	Not Applicable	NIL	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify).						
18.	Register of Members is updated (Yes/No)	Yes					
	If not updated, up to which date	Not Applicable					
19.	Reference of previous quarter with regards to excess dematerialized shares if any	NIL					
20.	Has the Company resolved the matter in point No. 19 above in the current	Not Applicable					



	quarter? If not reason why?	
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:	
	<b>Total No. of demat request</b>	<b>No. of Requests</b>
	<b>No. of Shares</b>	<b>Reasons for Delay</b>
	Confirmed after 21 days	NIL
	Pending for more than 21 days	NIL
22.	Name, Telephone & Fax No. of Compliance Officer of the Company	<b>Rajgopalan Iyengar</b> Phone: - 022-22045055/ 22045044
23.	Name, Address, Tel & Reg. No. of PCS	<b>N. V. &amp; Associates</b> <b>Nisha Verma</b> <b>C.P. No.:</b> 9037 <b>Membership No.:</b> 24487 <b>Address:</b> D6, 1st Floor, Plot No. 35, Ashirwad Society, Opp. Bank of Baroda, Gorai 1, Borivali (West), Mumbai - 400092. Email Id : <a href="mailto:nisha.sda@gmail.com">nisha.sda@gmail.com</a> Tel no. :- 022-28683861
24.	Appointment of common agency for share registry work	<b>YES</b> <b>Purva Sharegistry (India) Pvt. Ltd.</b> Unit No.9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai-400 011.
25.	Any other details that the PCS may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.)	Not Applicable

N.V. & Associates

Practicing Company Secretary



Nisha Verma

(Propertior)

C.P. No.: 9037

M. No.: 24487

Date: 28<sup>th</sup> July, 2014

Place: Mumbai.