ADITYA BIRLA

GRASIM

Ref. No. GIL/CFD/SEC/17/017/SEBI **Date: 27th April2016**



Securities and Exchange Board of India
SEBI Bhavan, Plot No.C4-A,'G' Block,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051

Dear Sir

***Kind Attn:* Mr. Rajeev Kumar Agarwal (Whole Time Member)**

Re: SEBI Order No. WTM/RKA/MIRSD2/41/2016 dated 22nd March, 2016 in the matter of Sharepro Services (India) Private Limited (Sharepro)

Sub: Audit Report of Practicing Chartered Accountant in respect of Sharepro

1. Sharepro was acting as the Registrar and Share Transfer Agent (RTA) of the Company w.e.f. 01.10.2015.

2. We refer to point no. 11 and 12 of the captioned Order, wherein SEBI has:-
   - directed the clients of Sharepro to conduct a thorough audit of the records and systems of Sharepro; and
   - advised to carry out / switchover the activities related to a Registrar and Transfer Agent, either in-house or through another Registrar to an Issue or Share Transfer Agent registered with SEBI.

3. As advised, we appointed M/s Aneja Associates, Chartered Accountants, Mumbai to conduct the audit of the records and systems of Sharepro with respect to share related activities including dividends paid and transfer of securities for the period 1st October 2015 to 31st March 2016. Their Report dated 9th June 2016 is enclosed herewith as **Annexure I** for your perusal and records.

4. Further to inform you that we have terminated the services of Sharepro on 26th April, 2016 and have appointed Karvy Computershare Private Limited (Karvy), Hyderabad as the new RTA of the Company. An intimation dated 26th April, 2016 has been sent by us to the Stock Exchange(s) in this regard. Copy enclosed as **Annexure II**. Sharepro continued to act as the RTA of the Company upto 17th May 2016.

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(Contd. .. 2..)

5. As such, you will appreciate that we have complied with the SEBI Order No. WTM/RKA/MIRSD2/41/2016 dated 22nd March, 2016.

Kindly acknowledge receipt.

Thank you

Yours faithfully
For Grasim Industries Limited

Hutokshi Wadia
Company Secretary

Encl: As above

CC:

1. BSE Limited
   Corporate Relationship Department
   Phiroze Jeejeebhoy Towers,
   Dalal Street,
   Mumbai 400 001

2. Listing Department
   The National Stock Exchange of India Limited
   "Exchange Plaza", Bandra-Kurla Complex,
   Bandra (East), Mumbai 400 051

3. National Securities Depository Limited
   Trade World – A Wing, Kamala Mills Compound
   Lower Parel,
   Mumbai-400013

4. Central Depository Services (India) Limited.
   P.J.Towers, 17th Floor,Dalal Street, Fort,
   Mumbai - 400 001.

For Information Please

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