SELECTED
Superbrand
INDIA 2009-10
CONSUMER VALIDATED

Finolex
Cables Limited
AN IS/ISO 9001 COMPANY

FCL:SEC:2016:131
12th July, 2016

Listing Department
The National Stock Exchange of India Limited
Bandra Kurla Complex
Bandra East
Mumbai – 400051
Tel No. 26598100
Fax No.022 – 26598237/26598238

Ref.:- NSE Symbol: FINCABLES-EQ

Sub: - CHANGE OF REGISTRAR AND SHARE TRANSFER AGENT FROM SHAREPRO SERVICES (INDIA) PRIVATE LIMITED ("SHAREPRO") TO KARVY COMPUTERSHARE PRIVATE LIMITED ("KCPL")

Dear Sirs,

SEBI vide its Order No. WTM/RKA/MIRSD2/41/2016 dated 22nd March, 2016 (Order) has banned Sharepro Services (India) Private Limited (Sharepro) from carrying STA Activities/ Capital Market Activities. The Order also directs the clients of Sharepro to carry out/switchover their activities related to a registrar to an issue and share transfer agent, either in-house or through another registrar to an issue and share transfer agent registered with SEBI.

The Company has issued a Notice to Sharepro Services (India) Private Limited for termination of Memorandum of Understanding with them and has appointed KCPL as its Registrar and Share Transfer Agent with immediate effect and is in the process of executing necessary agreement/memorandum of understanding with KCPL in order to ensure that the transition from Sharepro to KCPL is smooth.

You are requested to kindly take the aforesaid on record and oblige.

Thanking you,

Yours faithfully,
For FINOLEX CABLES LIMITED

R G D'SILVA
Company Secretary &
President (Legal)

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Karvy Computershare Private Limited
701, Hallmark Business Plaza,
Sant Dyaneshwar Marg,
Off Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051.

Kind Attn: Mr Francis Fernandes, Zonal Head – Corproate Registry

Sub.: Appointment of Karvy Computershare Private Limited as Registrar & Share Transfer Agent of M/s Finolex Cables Limited, Pimpri, Pune 411018 (the "Company")

Dear Sirs,

We refer to the discussions had with Mr Francis Fernandes, Zonal Head – Corporate Registry and Mr Ajay Rao, Assistant General Manager – Business Development & Marketing. We also refer to SEBI Interim Order No. WTM/RKA/MIRSD2/41/2016 dated 22nd March, 2016 (Order), which debarred Sharepro Services (India) Private Limited (Sharepro) from continuing Share Transfer Agents activity/Capital Market activity. The said Order also directed the clients of Sharepro to carry out/switchover their activities related to a Registrar to an Issue and Share Transfer Agent, either in-house or through another Registrar to an Issue and Share Transfer Agent registered with SEBI.

We have therefore terminated the current arrangement and Memorandum of Understanding with Sharepro effective today and appointed Karvy Computershare Private Limited ("KCPL") with immediate effect. This has been informed to the National Stock Exchange of India Limited and the BSE Limited accordingly.

We also set on record the understanding between us that all STA activities will be carried out by KCPL strictly in terms of the operations flow intimated by Mr MRV Subrahmanyam, Head Operations – Corporate Registry and as mapped to give effect to the manner desired by the Company.

We would now request you to please arrange for the following:

(1) Share with us the draft Memorandum of Understanding which will be entered into between the Company and KCPL.
(2) Share with us, the process which needs to be followed for smooth transfer of STA activities from Sharepro to KCPL.
(3) Identify and allocate an Account Manager for the Company (together with details of the back up Manager) who will be the single point of contact from KCPL for all STA activities of the Company.

Kindly acknowledge on the duplicate copy of this letter in confirmation and acceptance of the understanding/arrangement between the Company and KCPL.
As discussed, please ensure that the entire process of transfer of STA activities from Sharepro to KPCL is completed expeditiously.

Thanking you,

Yours faithfully
For FINOLEX CABLES LIMITED

R G D'SILVA
Company Secretary &
President (Legal)

KARVY COMPUTERSHARE PVT. LTD.