

SANATHNAGAR ENTERPRISES LTD.

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011, India

Date : 21st April, 2016

The Listing Dept.,
Bombay Stock Exchange Limited
Phiroze Jeejebhoy Towers, Dalal Street,
Mumbai 400 001.

Dear Sir(s),

Sub: Compliance under Regulation 55A of SEBI (Depositories and Participants) Regulations 1996 for the Quarter ended 31st March, 2016

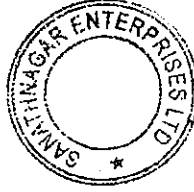
With reference to the captioned subject please find enclosed Reconciliation of Share Capital Audit Report under Regulation 55A of SEBI (Depositories and Participants) Regulation 1996 for the quarter ended 31st March, 2016.

We request you to take the above on record and acknowledge receipt of the same.

Thanking You

Yours truly,

For Sanathnagar Enterprises Limited



S. Shetty
Sharatkumar Shetty
Company Secretary & Compliance Officer
Membership No.: A31888

Encl.: A/a



CERTIFICATE (SECRETARIAL - AUDIT)

[As per regulation 55A of the SEBI (Depositories & Participants) Regulations, 1996]

To,
The Board of Directors
Sanathnagar Enterprises Limited
412, Floor - 4, 17G Vardhaman Chamber Cawasji Patel Road,
Horniman Circle, Fort Mumbai - 400001.

I have examined the Register of Members, beneficiary details furnished by the Depositories and other records/ documents maintained by Sanathnagar Enterprises Limited (hereinafter referred to as "the Company") and its Registrars and Share Transfer Agents, M/s CIL Securities Limited, for issuing this certificate, in accordance with Circular No. D&CC/ FITTC/ CIR-16/ 2002 dated December 31, 2002 issued by the Securities and Exchange Board of India.

In my opinion and to the best of my knowledge and according to the information and explanations given to me and based on such verification as considered necessary, I hereby certify as follows:

1. For the quarter ended:	31 st March, 2016
2. ISIN:	CDSL-INE367E01017
3. Face Value:	Rs. 10/- Per Shares
4. Name of the Company:	Sanathnagar Enterprises Limited
5. Registered office address:	412, Floor - 4, 17G Vardhaman Chamber Cawasji Patel Road, Horniman Circle, Fort Mumbai - 400001
6. Correspondence address:	10th Floor Lodha Excelus Apollo Mills Compund N M Joshi Marg Horniman Circle Fort Mumbai 400001
7. Telephone & Fax Nos. Tel:	022-61334487 , 022-23024550
8. Email Id:	investor.sel@lodhagroup.com
9. Name of the Stock Exchanges where the Company's Securities are listed:	Bombay Stock Exchange



	Number of shares	% of Total Issued Capital
10. Issued Capital:	3,15,0000	100
11. Listed Capital (Exchange wise): (As per company records) Refer Point No.16		
➤ Bombay Stock Exchange		
12. Held in dematerialized form in N.S.D.L	NIL	
13. Held in dematerialized form in C.D.S.L:	82,275	2.62 %
14. Physical:	30,67,725	97.38 %
15. Total No. of shares (12+13+14):	3,15,0000	100%

16. Reason for difference, if any: Difference between (10 &11) and (11&15) is :

I. A Rehabilitation Scheme was sanctioned by the Board for Industrial and Financial Reconstruction (BIFR) vide Order dated 22.08.2005. The Scheme Sanctioned provides write off of the capital by 90% and preferential allotment of shares, besides also directs for the company in following companies

1. Panel Boards & Laminates Limited and
2. Bakelite Resins & Foams Limited

Accordingly the company issue 3 Equity shares in lieu of every 10 Shares held by their shareholders after write off and preferential allotment.

II. The Company has applied for listing and Trading Approval From Stock Exchange after write off the capital by 90%, Preferential Allotment and Demerger of the company

III. Number of Shares shown under point 10 is after considering write off, preferential Allotment of shares and issue of shares pursuant demerger, as aforesaid.

IV. Difference between (10 & 11), (11 & 15) is due to completion of pending corporate actions by the company and the Demerged companies i.e. Panel Boards & Laminates Limited & Bakelite Resins & Foams Limited

V. The Company is in advanced stage of completion of corporate actions and revocation of suspension of trading application

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 Exchange (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In principal approval pending for SE (Specify names)
NA	NA	NA	NA	NA	NA	NA

NOT APPLICABLE

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Education Forefeiture, Any other (to specify).

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 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: The CDSL Connectivity is terminated and hence the confirmation is pending

Total No. of Demat requests	No. of requests	No. of shares	Reason for delay
Confirmed after 21 days	Nil	Nil	Nil
Pending for more than 21 days	Nil	Nil	Nil

22. Name, Telephone & Fax no. of the Compliance Officer & Company Secretary of the Company:

Name: Mr. Sharatkumar Shetty
Tel. 022-23024550
Fax: 022-61959662

23. Name, Telephone & Fax no. of the Auditor of the Company:

Name: **M/s. Shravan A. Gupta & Associates,**
Company Secretaries.
Room No.3,4, Ram Sumer Gupta House, Goreswadi
S.V.Road, Malad (west) Mumbai-400064
Cell No.9594541306, fax: 022-281847742

24. Appointment of common agency for share registry work, if yes, name & address:

Name: CIL Securities Limited
Address: 214 Raghava Ratna Towers, Chirag Ali Lane Abids, Hyderabad, Andhra Pradesh-500001

4, Ram Sumer Gupta House, Goras Wadi, S. V. Road, Malad (W), Mumbai - 400064.
E-mail : cs.shravangupta@gmail.com • Mob.: 9594541306, 9833442351

25. Any other detail that the CA/CS may like to provide (e.g. BIFR Company, delisting form SE, etc.....):

1. The Company was registered with BIFR as sick Industrial Unit on 10/09/2001 vide registration no 356/2001.

2. The Shares of the company has been suspended for trading W.e.f. 3rd February 2003 from the stock Exchange, Mumbai.

3. The Company Securities were listed on Delhi stock exchange Limited and Hyderabad Stock Exchange Limited However,

- The Hyderabad Stock Exchange Limited was de-recognized by Securities and Exchange Board of India w.e.f. 29th August 2007 and
- The Delhi Stock Exchange Limited was de-recognised by Securities and Exchange Board of India w.e.f. 19th November, 2014

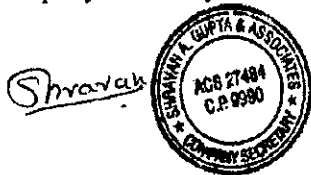
4. BIFR vide its order dated 22.08.2005 sanctioned the scheme of rehabilitation which provides reduction of existing share capital by writing off 90% of the capital. The record date for this purpose was fixed as 29.09.2005

5. A Rehabilitation Scheme was Sanctioned by the board for industrial and financial Reconstruction (BIFR) vide order dated 22.08.2005 in view of an application made by Company and subsequent modification thereof consequent to the Order dated 10.04.2007 passed by the Appellate Authority for Industrial and Financial Reconstruction providing for inter alia the Scheme of Arrangement involving demerger of the various businesses of the Company upon complying with certain conditions stipulated therein with all the respective related/ specified assets, liabilities and employees of the businesses including items specifically listed in the scheme along with share of common liabilities being transferred at book value to the resulting companies as specified in the scheme i.e. Panel Boards & Laminates Limited for Particle Board Business and Bakelite Resins & Foams Limited for Resins and Foam Business. The Appointed Date of the Scheme was 1st December, 2007 and Effective Date was 13th April 2009.

6. There was a reduction in capital on account of Demerger of the Company. The Company has issued 3 Equity Shares in Lieu of 10 Equity Shares to the existing shareholders of the company.

7. Due to pending approval by BSE Limited for corporate actions, the reduction of 90 % capital and reduction pursuant to Demerger has not been effected in the Depository records. The details given above are given by the RTA agent.

For Shravan A.Gupta & Associates
Company Secretary



Shravan Gupta
ACS:27484 CP No.9990
Place: Mumbai.
Date: 21.04.2016

4, Ram Sumer Gupta House, Goras Wadi, S. V. Road, Malad (W), Mumbai - 400064.
E-mail : cs.shravangupta@gmail.com • Mob.: 9594541306, 9833442351