

**Carborundum Universal Limited**

Regd. Off : 'Parry House', 43, Moore Street,
Chennai - 600 001. India.
Tel. : +91-44-30006199 Fax : +91-44-30006149
Email : cumigeneral@cumi.murugappa.com
Website : www.cumi.murugappa.com
CIN No : L29224TN1954PLC000318.

July 15, 2014

Mr Chirag Sodawaterwalla
DCS – Listing
Bombay Stock Exchange Ltd.
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

*Fax No.022 22723121 / 22722037
22722041 / 2061 /
22723719 / 2039
Tel 022 – 2272 1233 / 34
Extn – 8247 / 8010 / 8014
Direct Tel:022-22721121/2375
By Speed Post Ack. Due*

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

*Fax No.022 26598237 / 38
Tel No.2659 8452 / 26598235 - 36
26598100*

By Speed Post Ack. Due

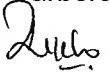
Dear Sirs,

**Sub : Secretarial Audit Report with regard to Reconciliation of
share capital as on 30.06.2014**

We are forwarding the Certificate dated 14th July 2014 issued by Mr R Sridharan,
Practicing Company Secretary relating to Secretarial Audit Report with regard to
reconciliation of share capital as on 30.06.2014.

Thanking you,

Yours faithfully
For Carborundum Universal Limited


Rekha Surendhiran
Company Secretary

encl :

14th July, 2014

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT
FOR THE QUARTER ENDED 30TH JUNE, 2014**

ISIN: INE120A01034

We have examined the Register of Members, beneficiary details furnished by the Depositories and other relevant books and records, correspondence, and information maintained by **Messrs. CARBORUNDUM UNIVERSAL LIMITED** and having its Registered Office at "Parry House" 43, Moore Street Chennai - 600 001 (herein after referred to as "The Company") and its Registrar and Share Transfer Agents, **Messrs. Karvy Computer share Private Limited** for issuing this certificate, in accordance with Circular No.D&CC/FITTC/CIR-16/2002 dated December 31,2002 & CIR/MRD/DP/30/2010 dated September 06, 2010 issued by the Securities and Exchange Board of India.

In our opinion and to the best of our knowledge and based on such examination as well as information and explanations furnished to us which to the best of our knowledge and belief were necessary for the purpose of our certification and based on such verification as considered necessary we hereby certify the report for the quarter ended **30th June 2014** as detailed below: -

1.	For Quarter Ended	30th June 2014	
2.	ISIN	INE120A01034	
3.	Face Value	Re.1/- per Equity Share	
4.	Name of the Company	Carborundum Universal Limited.	
5.	Registered Office Address	"Parry House" 43, Moore Street Chennai-600 001.	
6.	Correspondence Address	"Parry House" 43, Moore Street Chennai-600 001.	
7.	Telephone & Fax Nos.	Tel: 044-3000 6789. Fax: 044-3000 6149.	
8.	Email address	investorservices@cumi.murugappa.com	
9.	Names of the Stock Exchanges where the Company's Securities are listed	1. BSE Limited. 2. National Stock Exchange of India Limited.	
		No. of Shares	% of Total Issued Capital
10.	Issued Capital	18,78,52,724	100
11.	Listed Capital (Exchange-wise) (as per Company records)	18,78,52,724	100
12.	Held in dematerialised form in CDSL	1,19,80,534	6.38
13.	Held in dematerialised form in NSDL	17,14,36,177	91.26
14.	Physical	44,36,013	2.36
15.	Total No. of Shares (12+13+14)	18,78,52,724	100.00
16.	Reasons for difference between (10&15)and (11&15)	NIL	

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R. Sridharan & Associates
Company Secretaries





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 intimate d to CDSL	Whether intimate d to NSDL	In-principle Approval Pending from Stock Exchanges (specify names)
1. Allotment of equity shares of Re.1/- each to the option grantees under ESOP Scheme 2007 at its Stakeholder Relationship Committee on 30 th May, 2014.	56,150	Applied	Obtained Final Listing and Trading Approval from:- BSE Limited Vide Notice No. 20140610-21 dated 10 th June, 2014. National Stock Exchange of India Limited Vide Letter No. NSE/LIST/241207-D dated 10 th June, 2014.	Yes	Yes	No
2. Allotment of equity shares of Re.1/- each to the option grantees under ESOP Scheme 2007 at its Stakeholder Relationship Committee on 24 th June, 2014.	40,356	Applied	Obtained Final Listing and Trading Approval from:- BSE Limited Vide Notice No.20140703-17 dated 03 rd July, 2014. National Stock Exchange of India Limited Vide Letter No. NSE/LIST/243679-J dated 03 rd July 2014.	Yes	Yes	No

*** 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 dematerialised shares, if any	Not Applicable			
20.	Has the Company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	Not Applicable			
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	NIL	
	Pending for more than 21 days.	NIL	NIL	NIL	

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R. Sridharan & Associates
Company Secretaries





22.	Name, Telephone & Fax No. Of the Compliance Officer of the Company.	CS Rekha Surendhiran, Company Secretary. Tel: 044-3000 6134. Fax: 044-3000 6149.
23.	Name, Address, Tel & Fax No., C.P. No. of the Auditor.	CS R. Sridharan, R Sridharan & Associates, Company Secretaries, New No.5, Old No.12, Sivasailam Street, T.Nagar, Chennai - 600 017. Tel: 4216 6988, 4350 2997, 42555587 Fax: 4213 7082. C.P.No.3239 , FCS No.4775
24.	Appointment of Common Agency for Share Registry Work.	YES M/s. Karvy Computershare Private Limited, (Unit: Carborundum Universal Limited), Plot No.1 7 To 24 Vittalrao Nagar, Madhapur, Hyderabad - 500 081. Tel No. (040) - 2342 0818-828 Fax No. (040) -2342 0814
25.	Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from SE, Company changed its name, etc.)	NIL

**FOR R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**




**CS R.SRIDHARAN
C.P No.3239
FCS.No.4775**

