



April 14, 2017

BSE Ltd.
Department of Corporate Services
1st Floor, New Trading Ring,
Rotunda Building,
P J Towers, Dalal Street,
Fort, Mumbai - 400 001

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051

Dear Sirs,

Re: Compliance Certificate pursuant to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

With reference to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are enclosing herewith compliance certificate duly signed by both the compliance officer of the Company and the authorized representative of the share transfer agent Karvy Computershares Private Limited to confirm that for the half financial year ended 31st March, 2017 we have complied with Regulation 7(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Please acknowledge the receipt.

Thanking you,
Yours faithfully

Hutokshi Wadia
President & Company Secretary



Encl : as above

COMPLIANCE CERTIFICATE

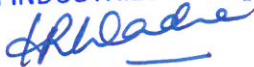
We hereby state that Karvy Computershare (Private) Limited having registration number INR000000221 is acting as Registrar and Transfer Agent (RTA) of **Grasim Industries Limited**.

As required under Regulation 7(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, we hereby ensure and certify that all activities in relation to physical and electronic share transfers are maintained as per the requirements of Companies Act, 2013 and Rules made thereunder as amended from time to time, provisions of Listing Agreement and SEBI Listing Obligation and Disclosure Requirements), Regulations, 2015 as amended from time to time and all other applicable Acts, Rules and Regulations as amended from time to time during the half year ended **31st March, 2017**.

For and on behalf of
Karvy Computershare (Private) Limited


V K Jayaraman
General Manager



**CERTIFIED TRUE COPY
FOR GRASIM INDUSTRIES LIMITED**

HUTOKSHI WADIA
COMPANY SECRETARY

Date: April 3, 2017
Place: Hyderabad

**Karvy Computershare Private Limited**

Corporate office: "Karvy Selenium Tower B", Plot No. 31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad- 500 032. Telangana, INDIA. T: +91-40-67162222, 33211000, F: +91-40-23420814, e-mail: support@karvy.com

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T: +91-40-2331-2454/2332-0751/752/251 | F: +91-40-2331-1968 | www.karvy.com | www.karvycomputershare.com | CIN: U72400TG2003PTC041636