VALECHA ENGINEERING LIMITED
(AN ISO 9001 - 2008 COMPANY)

VALECHA
REDEFINING INFRASTRUCTURE

Ref: VEL/19-20/040

25th July, 2019

BSE LIMITED P. J. TOWERS, DALAL STREET, MUMBAI – 400 001 **SCRIP CODE :532389**	**NATIONAL STOCK EXCHANGE OF INDIA LIMITED** Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 **VALECHAENG**

Dear Sirs,

Sub: Reconciliation of Share Capital Audit Report under Regulation 76(1) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 30th June, 2019.

Pursuant to regulation 76(1) of the SEBI (Depositories and Participants) Regulations, 2018, we enclose herewith Reconciliation of Share Capital Audit Report for reconciliation of the total issued capital, listed capital and capital held by depositories in dematerialized form, the details of changes in share capital during the quarter ending on **30th June, 2019.**

Kindly take the same on record

Thanking you,

Yours faithfully,
For VALECHA ENGINEERING LIMITED

(VIJAYKUMAR MODI)
Company Secretary & Legal

Encl: as above

Ragini Chokshi & Co.

Company Secretaries

Tel. : 022-2283 1120
022-2283 1134

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : _____

CERTIFICATE UNDER REGULATION 76(1) OF THE SEBI (DEPOSITORIES AND PARTICIPANTS) REGULATIONS, 2018

We have examined the Register of Members, beneficiary details given by the Depositories and other records/documents maintained by **TSR DARASHAW CONSULTANTS PRIVATE LIMITED** its Registrar and Share Transfer Agent on behalf of **VALECHA ENGINEERING LIMITED** having its Registered Office at **Valecha Chambers, 4th Floor, Plot No B-6, Andheri New Link Road, Andheri (W), Mumbai 400053**, for issuing Certificate, in accordance with Circular Ref no.CRD/GEN/2003/2 dated 22nd September, 2003 issued by the Stock Exchange, Mumbai.

This Report is submitted under Regulation 76(1) of the SEBI (Depositories and Participants) Regulations, 2018 and vide SEBI Circular No. D&CC/FITTC/Cir-16/2002 dated December 31, 2002 read along with the SEBI Circular No. CIR/MRD/DP/30/2010 dated 6th September, 2010 modifying the terminology 'Secretarial Audit' to 'Reconciliation of Share Capital Audit'.

According to the best of our knowledge & according to the information and explanation provided to us, we hereby certify that the information stated on the attached Reconciliation of Share Capital Audit Report for the quarter ended June 30, 2019, is true and correct.

For RAGINI CHOKSHI & CO.

Place: Mumbai
Date: 24/07/2019

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

RAGINI CHOKSHI
(Partner)
Membership No.: 2390
C. P. Number: 1436

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1	**For Quarter Ended**	June 30, 2019				
2	**ISIN :**	INE624C01015				
3	**Face Value :**	Rs. 10/- per share				
4	**Name of the Company**	**VALECHA ENGINEERING LIMITED**				
5	**Registered Office Address**	Valecha Chambers, 4th Floor, New Link Road, Andheri (West), Mumbai 400053.				
6	**Correspondence Address**	Same as above				
7	**Telephone & Fax No.**	Tel : 022-42633200, Fax : 022-26733945				
8	**Email address**	ho@valecha.in				
9	**Names of the Stock Exchanges where the company's securities are listed :**	(i) BSE Limited (ii) National Stock Exchange of India Limited				
		Number of shares	**% of Total Issued Capital**			
10	**Issued Capital**	2,25,30,025	100%			
11	**Listed Capital (Exchange-wise)** - **BSE Limited** - **National Stock Exchange of India Ltd**	 2,25,30,025 2,25,30,025	 100%			
12	**Held in dematerialized form in CDSL**	4451329	19.76%			
13	**Held in dematerialized form in NSDL**	17714464	78.63%			
14	**Physical**	364232	1.61%			
15	**Total No. of shares (12+13+14)**	2,25,30,025	100%			
16	**Reasons for difference if any, between (10&11),(10&15) , (11&15) :**	N.A.	N.A.			

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 intimated to CDSL	Whether intimated to NSDL	In-prin. appr. pending for SE (Specify Names)
	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify). :						
18	**Register of Members is updated (Yes / No)** If not, updated upto which date						YES

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1435 MUMBAI

19	**Reference of previous quarter with regards to excess dematerialized shares, if any.**			Nil
20	**Has the company resolved the matter mentioned in point no.19 above in the 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 :**			
	Total No. of demat requests	**No. of requests**	**No. of shares**	**Reasons for delay**
	Confirmed after 21 Days	NIL	NIL	N.A.
	Pending for more than 21 days	NIL	NIL	N.A.
22	**Name, Telephone & Fax No. of the Compliance Officer of the Company**			**Mr. Vijay Modi** Company Secretary & Legal FCS: 1831 Tel No. : 022-42633200 Fax No.: 022-26733945
23	**Name, Address, Tel. & Fax No., Regn. No. of the Auditor**			**M/s Ragini Chokshi & Company** Kamar Bldg. 5th Floor Room No 34, 38 Cawasji Patel St., Fort, Mumbai - 1 Tel & Fax : 22831120 Regn. No. CP 1436

24	**Appointment of common agency for share registry work, if yes (Name & Address)**	**TSR DARASHAW CONSULTANTS PRIVATE LIMITED** 6-10, Haji MoosaPatrawalaInd, House 20,Dr E Moses Road , Near Famous Studio, Mahalaxmi, Mumbai 400011
25	**Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE, company changed its name etc.)**	N.A.

For RAGINI CHOKSHI & CO.

Place: Mumbai
Date:

R. K. Chokshi

RAGINI CHOKSHI
(Partner)
Membership No.: 2390
C. P. Number: 1436