

H.P. Sanghvi & Company
Company Secretaries

The Board of Directors,
Ajmera Realty & Infra India Limited
Citi Mall, New Link Road, Andheri(w),
Mumbai – 400 053

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

We have examined the Register of Members, beneficiary details furnished by the Depositories & Other records/documents maintained by Ajmera Realty & Infra India Limited and its Registrar & Share Transfer Agents (RTA) **Sharex Dynamic (India) Private Ltd**, Unit 1, Luthra Industrial Premises, Safed Pool, Andheri – Kurla Road, Andheri – East, Mumbai - 400 072 produced before us for the purpose of issuing this certificate, in pursuance to the Circular D&CC/ FITTC/ CIR-16/2002 of 31st December 2002 and the Circular No SEBI/MRD/Policy/Cir-13/2004 dated 3rd March 2004 as amended vide Circular No CIR/MRD/DP/30/2010 dated 6th September 2010, issued by the Securities and Exchange Board of India (SEBI) and also pursuant to Regulation 55A of SEBI (Depositories and Participants) Regulation 1996 as amended vide notification dated 02/09/2003 for the purposes of reconciliation of the total admitted capital with both the Depositories and the total issued and listed capital for the Quarter ended 30th September, 2012 in respect of period between 1st July, 2012 to 30th September, 2012.

Based on such examination and verification as considered necessary by us and according to the information and explanation given and furnished to us, which to the best of our knowledge and belief were necessary for our Certification, we hereby certify the RECONCILIATION OF SHARE CAPITAL AUDIT REPORT in the presented format annexed herewith..

For H.P. SANGHVI & COMPANY
COMPANY SECRETARIES



HARESH SANGHVI
(Proprietor)
CoP No. 3675



Place: Mumbai
Date : 19th October, 2012

H.P. Sanghvi & Company
Company Secretaries

SECRETARIAL AUDIT REPORT

1.	For Quarter ended	:	30 th September, 2012	
2.	ISIN	:	INE298G01027.	
3.	Face Value	:	Rs. 10/- each.	
4.	Name of the company	:	Ajmera Realty & Infra India Limited	
5.	Registered Office Address	:	Citi Mall, New Link Road, Andheri (West), Mumbai – 400 053	
6.	Correspondence Address	:	Citi Mall, New Link Road, Andheri (West), Mumbai – 400 053	
7.	Telephone & Fax Nos.	:	Tel No. 022 -66984000 : Fax no. 26325902	
8.	Email address	:	ajmera@vsnl.com	
9.	Names of the stock exchanges where the company's securities are listed	:	1. Bombay Stock Exchange Limited (BSE) 2. National Stock Exchange of India Ltd (NSE)	
		:	Number of Shares	% of Total issued Capital
10	Issued Capital	:	3,54,84,875	100.00 %
11	Listed Capital	:	3,54,84,875	100.00 %
	Bombay Stock Exchange Limited	:	3,54,84,875	100.00 %
	National Stock Exchange of India Ltd.	:	3,54,84,875	100.00 %
12	Held in dematerialised form in CDSL	:	26933687	75.90 %
13	Held in dematerialised form in NSDL	:	8436420	23.77 %
14	Physical	:	114768	0.33 %
15	Total No. of Shares (12+13+14)	:	3,54,84,875	100.00 %
16	Reasons for difference if any, between (10&11), (10&15), (11&15)	:	-N.A.-	

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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-Principle Approval pending for SE (Specify names)
	-N.A.-	-N.A.-	-N.A.-	-N.A.-	-N.A.-	-N.A.-	-N.A.-
18.	Register of Members is updated (yes/No)		:	Yes			
19.	Reference to the previous quarter with regards to excess dematerialised shares, if any.		:	-N.A.-			
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.		:	Ms. Harshini D Ajmera Tel No. 022-66984000 Fax: 26325902			
23.	Name, Address, Tel & Fax no., Regn. No. of the Auditor.		:	H. P. Sanghvi & Company A-6, Mazdock , 74/G J.P. Road. Seven Bungalows, Andheri(W), Mumbai-400 061 Phone No. 3294 6465 Regn No./ 2259 CoP 3675			

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24.	Appointment of common Agency for shares registry work	Sharex Dynamic (India) Private Ltd Unit 1, Luthra Industrial Premises Safeed Pool, Andheri – Kurla Road Andheri – East, Mumbai - 400 072. Ph: 022 – 28515606/5644. Fax :022-28512885 Website : www.sharexindia.com
25.	Any other detail that the auditor may like to provide	The entire Promoter Shareholding is in 100% demat mode.

**H.P. SANGHVI & COMPANY
COMPANY SECRETARIES
H.P. SANGHVI FCS 2259**



**Place : Mumbai
Date : 19th October, 2012**

**HARESH SANGHVI
Proprietor
CoP No. 3675**

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Company Secretaries

The Board of Directors,
Ajmera Realty & Infra India Limited
Citi Mall, New Link Road, Andheri(w),
Mumbai – 400 053

Dear Sir,

Re: Certificate under clause 47 (c) of the Listing Agreement
For the period from 1st April, 2012 to 30th September, 2012.

We have examined the relevant Books, Registers, Forms, Documents and papers of and relating to **AJMERA REALTY & INFRA INDIA LIMITED** maintained at the office of its Registrar and Share Transfer Agent (RTA) **Sharex Dynamic (India) Private Ltd**, Unit 1, Luthra Industrial Premises, Safed Pool, Andheri – Kurla Road, Andheri – East, Mumbai - 400 072. pertaining to transfer of Equity Shares of the Company for the period from 1st April, 2012 to 30th September, 2012 (half year) for the purpose of issuing a Certificate as per Clause 47(C)of the Listing Agreement entered into by, **AJMERA REALTY & INFRA INDIA LIMITED**, with the Bombay Stock Exchange Limited

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., we hereby certify that in our opinion and according to the best of our information and belief, the **RTA** in relation to the half year ended on 30th September, 2012 in respect of period between 1st April, 2012 to 30th September, 2012, has:

1. Issued /delivered Share Certificate relating to the Share Transfer Deeds received during the period from **1st April, 2012 to 30th September, 2012** as entered in the Memorandum of Transfers within One month from respective date of lodgement of each deed excepting those rejected on technical grounds in respect whereof suitable memos were issued to the Transferees for making necessary corrections.
2. Received no request for consolidation or sub-division of Share Certificates
3. Received no request for renewal, exchange and for endorsement of calls/ allotment monies.

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HARESH SANGHVI
Proprietor
Certificate of Practice No. 3675

Place: Mumbai
Date : 19th October, 2012