

**Nisha Verma**  
B.Com., LL.B., A.C.S.

**OS N. V. & ASSOCIATES**  
Practising Company Secretary

D-6, Ashirwad Society, Plot No. 35, Gorai-1,  
Gorai Bridge, Borivali (W), Mumbai - 400 092.  
Tel : 022-2868 3861. Mob.: +91 81082 30934  
E-mail : nisha.sda@gmail.com/nisha.nvfirm@gmail

To,

**The Board of Directors**  
**Iris Mediaworks Limited**  
Unit No. 32/F,  
Laxmi Vijay Industrial Co-op Society Ltd.,  
Laxmi Industrial Estate,  
Link Road,  
Andheri (W),  
Mumbai - 400 053.

#### CERTIFICATE

I have examined the Register of Members, beneficiary details furnished by the Depositories and records/documents being maintained by **Iris Mediaworks Limited** ("the Company") and **Bigshare Services Private Limited** its Registrar and Share Transfer Agents for issuing this certificate, in accordance with the Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 and the Circular No. CIR/MRD/DP/30/2010 dated September 6, 2010 issued by the Securities and Exchange Board of India.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify the Reconciliation of Share Capital Audit Report annexed herewith for the quarter ended **30th June, 2014**.

**For N.V. & Associates**  
**Company Secretaries**



*Nisha Verma*

**Nisha Verma**  
**Proprietor**  
C.P. No. 9037  
M. No. 24487

Date: 25<sup>th</sup> July, 2014

Place: Mumbai

## RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1.	For Quarter Ended	: 30th June, 2014					
2.	ISIN	: INE974C01022					
3.	Face Value	: Rs. 5/- each					
4.	Name of the Company	: Iris Mediaworks Limited					
5.	Registered Office of the Company	: Unit No. 32/F, Shree Laxmi Vijay Industrial Premises Co-Op Society Ltd., Laxmi Industrial Estate, Link Road, Andheri (W), Mumbai - 400 053					
6.	Correspondence Address	: Unit No. 32/F, Shree Laxmi Vijay Industrial Premises Co-Op Society Ltd., Laxmi Industrial Estate, Link Road, Andheri (W), Mumbai - 400 053					
7.	Telephone & Fax No.	: 022-26320011 / 65610634 : 022-26320011					
8.	Email Address	: corp.iris@gmail.com					
9.	Name of the Stock Exchange where the Company's securities are listed	: BSE Limited					
		<b>Number of Shares</b>	<b>% of total Issued Capital</b>				
10.	Issued Capital	99962110	100.00				
11.	Listed Capital (Exchange wise) (as per Company records)	99962110	100.00				
12.	Held in Dematerialized form in CDSL	12642860	12.65				
13.	Held in Dematerialized form in NSDL	19824823	19.83				
14.	Physical	67494427	67.52				
15.	Total No. of Shares (12+13+14)	99962110	100.00				
16.	Reasons for difference, if any between (10&11), (10&15), (11&15)	No Difference					
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 from SE (Specify Names)
	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	*** 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 dematerialized shares if any	Not Applicable		
20.	Has the Company resolved the matter 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:			
<b>Total No. of demat request</b>		<b>No. of Requests</b>	<b>No. of Shares</b>	<b>Reasons for Delay</b>
Confirmed after 21 days		Nil	Nil	Not Applicable
Pending for more than 21 days		Nil	Nil	Not Applicable
22.	Name, Telephone & Fax No. of Compliance Officer of the Company	: <b>Rajendra Karnik</b> Tel. & Fax No. : 022-26320011		
23.	Name, Address, Tel & Reg. No. of PCS	<b>Nisha Verma</b> <b>Address: N. V. &amp; Associates</b> Company Secretaries D6, 1 <sup>st</sup> Floor, Plot no. 35, Ashirwad Society, Opp. Bank of Baroda, Gorai 1, Borivali (West), Mumbai - 400092 <b>Tel No.: 022- 2868 3861</b> <b>C.P. No.: 9037</b> <b>M. No.: 24487</b>		
24.	Appointment of common agency for share registry work. If yes, name & address	<b>Yes</b> <b>Bigshare Services Private Limited</b> E-2 & 3, Ansa Industrial Estate, Saki-Vihar Road, Sakinaka, Andheri (E), Mumbai- 400 072		
25.	Any other details that the PCS may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name etc.)	NIL		

**For N.V. & Associates**  
**Company Secretaries**



*Nisha Verma*

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**Proprietor**

**C.P. No. 9037**

**M. No. 24487**

**Date: 25<sup>th</sup> July, 2014**

**Place: Mumbai**