

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

PS 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
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To,
The Board of Directors
Iris Mediaworks Limited
Bungalow No. 47/47,
RSC-6, Survey No. 120,
S.V.P. Nagar, Mhada,
Four Bungalows, Andheri (West),
Mumbai- 400053.

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 31st March, 2015.

For N.V. & Associates
Company Secretaries


Nisha Verma



Proprietor
C.P. No. 9037
M.No. 24487

Date: 27th April, 2015

Place: Mumbai.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1.	For Quarter Ended	: 31 st March, 2015					
2.	ISIN	: INE974C01022					
3.	Face Value	: Rs. 5/- each					
4.	Name of the Company	: Iris Mediaworks Limited					
5.	Registered Office of the Company	: Bungalow No. 47/47, RSC-6, Survey No.120, S.V.P. Nagar, Mhada, Four Bungalows, Andheri(W), Mumbai-400053.					
6.	Correspondence Address	: Same as above.					
7.	Telephone & Fax No.	: 022-26320011 / 65610634.					
8.	Email Address	: corp.iris@gmail.com					
9.	Name of the Stock Exchange where the Company's securities are listed	: BSE Limited					
		Number of Shares		% of total Issued Capital			
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	26041866		26.05			
13.	Held in Dematerialized form in NSDL	22567017		22.58			
14.	Physical	51353227		51.37			
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?	Not Applicable					



	If not, reason why?	
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 request	No. of Requests
	Confirmed after 21 days	No. of Shares
	Pending for more than 21 days	Reasons for Delay
		Not Applicable
		Not Applicable
22.	Name, Telephone & Fax No. of Compliance Officer of the Company	: Rajendra Karnik Tel. No. : 022-26320011/ 65610634
23.	Name, Address, Tel & Reg. No. of PCS	Name : Nisha Verma Address : N.V & Associates Company Secretaries D6, 1st Floor, Plot no. 35, Ashirwad Society Opp. Bank of Baroda, Gorai 1, Borivali (West), Mumbai - 400092. Tel No : 022-28683861. C.P. No. : 9037 M. No. : 24487
24.	Appointment of common agency for share registry work. If yes, name & address	Yes Bigshare Services Private Limited E-2/3, Ansa Industrial Estate, Saki-Vihar Road, Sakinaka, Andheri (East), Mumbai- 400 072. Tel. No.: 022-40430200
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

Proprietor

C.P. No. 9037

M.No. 24487

Date: 27th April, 2015

Place: Mumbai.