

October 13, 2016

The Secretary,
Listing Department
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 531642

The Manager
Listing Department
The National Stock Exchange of India Limited,
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
Scrip Symbol: Marico

Dear Sir / Madam,

Sub: Compliance Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") for the half year ended September 30, 2016.

Pursuant to Regulation 40(9) of the SEBI LODR Regulations, we enclose herewith the Compliance Certificate issued by M/s. Amita Desai & Co., Practising Company Secretaries, Mumbai, for the half year ended September 30, 2016.

Kindly take above on record and acknowledge receipt.

Thank you.

Yours faithfully,
For Marico Limited



Bhaveka Ranparia
Asst. Company Secretary



Encl.: As above

Marico Limited
Regd Office:
7th Floor
Grande Palladium
175, CST Road, Kalina
Santacruz (E)
Mumbai 400 098, India
Tel: (91-22) 6648 0480
Fax: (91-22) 2650 0159

www.marico.com



AMITA DESAI & CO.
Company Secretaries



Head Off : 1005, 10th Floor, Solaris Hubtown, N.S Phadke Marg, Andheri Flyover, Andheri (E) Mumbai- 400069
Branch : 21 & 26 1st Floor, Matadin Mishra Bldg., Cross Old Nagardas Road, Opp. Shivsagar Hotel, Andheri (E), Mumbai - 400 069.
Tel. No. : (Board Line) 022-26845919/20/21, 6678 0848/7499 • (Direct No.) : 022 26845923 Cell : 9820 177 691
Email : info@amitadesai.com/amita@amitadesai.com • Website : www.amitadesai.com

**COMPLIANCE CERTIFICATE UNDER REGULATION 40(9) OF THE
SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015
FOR THE HALF YEAR ENDED SEPTEMBER 2016**

TOWHOMSOEVER IT MAY CONCERN

RE: MARICO LIMITED

We have examined all Share Transfer Forms, Memorandum of Transfers, Registers, files and other documents relating to M/s. **Marico Limited** ("the Company") maintained by M/s. **Link Intime India Private Limited** the Registrar and Share Transfer Agent of the Company pertaining to transfer of Equity Shares of the Company for the half year from April 01, 2016 to September 30, 2016 ("the Period") for the purpose of issuing a Certificate as per regulation 40(9) of SEBI (Listing Obligation And Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), by the Company and based on the information provided by the Company and the Registrar and Transfer Agent we hereby certify as follow for the Period :

1. the Company has issued Share Certificates relating to the Share Transfer Forms received during the Period as entered in the Memorandum of Transfers within thirty days as per Regulation 40 (9) of SEBI (LODR) Regulations, from respective date of lodgment of transfer deeds, except those rejected on technical grounds.
2. there was no request received for issue of duplicate share certificate or subdivision, split, consolidation, renewal or exchange of share certificate during the Period and all shares of the Company are fully paid up.

For AMITA DESAI AND CO.
Company Secretaries

Amita
13/10/2016
AMITA DESAI
Proprietor



FCS 4180
C.P. No. 2339
Place: Mumbai
Date: October 13, 2016