



ADVITIYA VYAS & COMPANY

PRACTICING COMPANY SECRETARIES

114, USHA KIRAN BUILDING,
AZADPUR COMMERCIAL
COMPLEX
AZADPUR, NEW DELHI-33

Email: csadvitiyavyas@gmail.com
Contact No.: +91-9560097400

To
Touchwood Entertainment Limited
Plot No. 645, Near E.P.T Block,
Sarojini Nagar,
New Delhi 110023

Dear Sir/Madam,

We have examined the relevant books, registers, forms, documents and papers produced before us by the management of **TOUCHWOOD ENTERTAINMENT LIMITED** (herein after called as "the Company") and its Registrar and Transfer Agent **SKYLINE FINANCIAL SERVICES PRIVATE LIMITED** (herein after called as "the RTA"), in respect of Reconciliation of Share Capital Audit as per regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 and relevant circular of SEBI issued for the time being in force. To the best of our knowledge and according to the information provided to us by the management through the records of the Company, we certify the following:

Reconciliation of Share Capital Audit Report

| | | | |
|-----|---|---|----------------------------------|
| 01. | For the Quarter Ended on | 31 st DECEMBER 2018 | |
| 02. | ISIN | INE486Y01013 | |
| 03. | Face Value | ₹ 10/-per share | |
| 04. | Name of the Company | Touchwood Entertainment Limited | |
| 05. | Registered office address | Plot No. 645, Near E.P.T Block, Sarojini Nagar, New Delhi 110023 | |
| 06. | Correspondence Address | Plot No. 645, Near E.P.T Block, Sarojini Nagar, New Delhi 110023 | |
| 07. | Telephone No. | +91-7017881477 | |
| 08. | Email Address | cs@touchwood.in | |
| 09. | Name of Stock Exchange where the Company's Securities are registered | SME-National Stock Exchange of India Limited (NSE) | |
| | | Number of Shares | % of total issued Capital |
| 10. | Issued Capital | 4072498 | 100 |
| 11. | Listed Capital (Exchange-wise) (as per Company records) SME-NSE | 4072498 | 100 |
| 12. | Held in Dematerialised form in CDSL | 753341 | 18.5 |
| 13. | Held in Dematerialised form in NSDL | 3288257 | 80.74 |
| 14. | Physical | 30900 | 0.76 |
| 15. | Total no of Shares (12+13+14) | 4072498 | 100 |
| 16. | Reason of difference if any, between (10 & 11), (10 & 15) and (11 & 15) | No difference occurred | |





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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 CDSL | In prin. Appr. Pending for SE (Specify Names) |
|-------------------|--------------|---------------------------------|---|---------------------------|---------------------------|---|
| No Changes | | | | | | |

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify).

| | | |
|-----|--|------|
| 18. | Register of Members is updated (Yes/No) | Yes |
| | <i>If not , updated upto which date</i> | N.A. |
| 19. | Reference of previous quarter with regards to excess dematerialised 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. Mentioned 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 request | No. of shares | Reason of delay |
|-------------------------------|----------------|---------------|-----------------|
| Confirmed after 21 days | Nil | Nil | - |
| Pending for more than 21 days | Nil | Nil | - |

| | | |
|-----|---|--|
| 22. | Name, Telephone & Fax No. of the Compliance Officer of the Company | Ms Sonia Madnani , Company Secretary & Compliance Officer, Plot No. 645, Near E.P.T Block, Sarojini Nagar, New Delhi 110023 Tel No.: +91-7017881477 Email ID(s):cs@Touchwood.In |
| 23. | Name, Address, Tel. & Fax No., Regn. no. of the certifying CA/CS | Mr. Advitiya Vyas Advitiya Vyas & Company Practicing Company Secretaries 114, First Floor, Usha Kiran Building, Azadpur, New Delhi- 110033 Co. No. +91-9560097400 ACS -44150, COP-16257 |





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| | | |
|-----|---|---|
| 24. | Appointment of common agency for share registry work (if yes, name & address) | Skyline Financial Services Pvt Ltd D-153A, 1st Floor, Okhla Industrial Area Phase - 1, New Delhi 110 020 |
| 25. | Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE, | N.A. |

FOR ADVITIYA VYAS & COMPANY
Practicing Company Secretary

ADVITIYA VYAS
ACS-44150
COP-16257



Date: 15-01-2019
Place: Delhi