



Tel. :91-22-2204 7424 / 9879

Fax :91-22-2287 2620

E-mail : modella@vsnl.com

modella woollens limited

REGISTERED OFFICE : 4-C, VULCAN INSURANCE BUILDING, VEER NARIMAN ROAD, MUMBAI-400 020. INDIA

REF:MWL: 10

30/4/2013

To,
The General Manager,
Listing, ISC & CRD
BSE Ltd.,
P.J. Towers, Dalal Street,
Mumbai 400 001.

Kind Attn.: Mr. Chirag Sodawaterwalla, DCS-Listing
Sec.Code:503772

Sub.: Reconciliation of Share Capital Report
for the year ended March, 2013

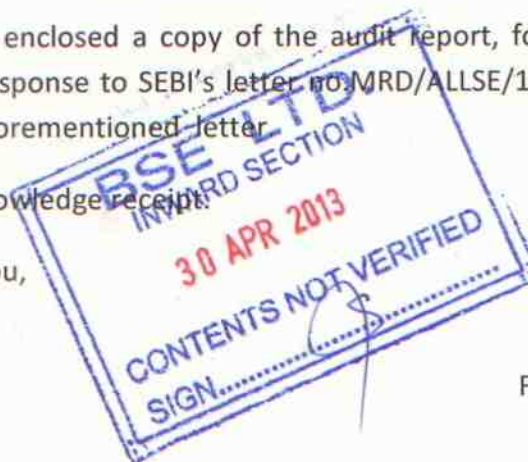
Ref.: Your letter no list/psr/rk/2003 dated 03.01.2003
Read with CRD/GEN/2003/2 dated 22.09.2003

Dear Sir,

Please find enclosed a copy of the audit report, for the year ended 31-3-2013 issued in response to SEBI's letter no.MRD/ALLSE/15489/2003 dated 14.08.2003 and your aforementioned letter.

Kindly acknowledge receipt.

Thanking you,



Yours faithfully,
For Modella Woollens Ltd.

(V.K. Grover)

Chairman &

Managing Director

Encl:as above

Jayshree S. Joshi

B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS



PHONE : 2262 2341 - 2 - 3
E-MAIL : jayshreedagli@gmail.com
suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

Date : 29.04.2013

Ref : 371:CAP-AUDIT:MWL:2013-14:051

The Board of Directors,
MODELLA WOOLLENS LIMITED
4-C, Vulcan Insurance Bldg.,
Veer Nariman Road,
Mumbai 400 020.

Dear Sirs,

Sub: RECONCILIATION OF SHARE CAPITAL REPORT

Ref: (1) ISIN: INE380D01012

(2) CIN: L17120MH1961PLC012080 Nominal Capital: Rs.2 Crores

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We have examined the Register of Members, beneficiary details furnished by the Depositories and other records/documents maintained by **M/s MODELLA WOOLLENS LIMITED** (hereinafter referred to as "the Company") and its Registrars & Share Transfer Agents M/s. Purva Sharegistry (India) Private Limited (hereinafter referred to as the "RTA") for issuing this certificate, in accordance with the Circular No.D&CC/FITTC/CIR-16/2002 dated December 31, 2002 and circular CIR/MRD/DP/30/2010 dated September 6, 2010 issued by the Securities and Exchange Board of India & Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996.

We enclose herewith the above referred Reconciliation of Share Capital Report for Quarter ended 31st March, 2013 prepared on the basis of our opinion and to the best of our information and according to the explanations given to us and further based on such verification as considered necessary of the documents produced before us.

Thanking you,

Yours faithfully

For **JAYSHREE DAGLI & ASSOCIATES**
COMPANY SECRETARIES

JAYSHREE S. JOSHI
F.C.S. 1451, C.P.487

Encl: as above.

Jayshree S. Joshi

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COMPANY SECRETARIES

RECONCILIATION OF SHARE CAPITAL REPORT

- =====
1. For Quarter Ended : 31st March, 2013
2. ISIN : INE380D01012
3. Face Value : Rs.10/-
4. Name of the Company : MODELLA WOOLLENS LIMITED
5. Registered Office Address : 4-C, Vulcan Insurance Bldg.,
Veer Nariman Road,
Mumbai 400 020.
6. Correspondence Address : Same as above.
7. Telephone & Fax Nos. : Tel: 22047424 & Fax: 22872620
8. Email Address : modella@vsnl.com
9. Name of the Stock Exchanges where the Company's Securities are Listed : Bombay Stock Exchange Limited

	No. of shares	% of Total Issued Capital
10. Issued Capital :	910000	100.00
11. Listed Capital (Exchange wise as per Company records) Stock Exchange as mentioned under Col. No.9 :	910000	100.00
12. Held in Dematerialized form in CDSL :	306963	33.73
13. Held in Dematerialized form in NSDL :	344374	37.84
14. Physical :	258663	28.43
15. Total No. of Shares (12+13+14) :	910000	100.00



Contd...2

Jayshree S. Joshi

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COMPANY SECRETARIES

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16. Reasons for difference if any : N.A.
between (10 & 11), (10 & 15),
(11,15)

17. Certifying the details of changes in Share Capital during the quarter under consideration as per Table below:

Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)	N.A
Number of Shares	N.A
Applied/Not Applied for Listing	N.A
Listed on Stock Exchange (Specify Names)	N.A
Whether Intimated to CDSL	N.A
Whether Intimated to NSDL	N.A
In-prn. Approval pending for SE (Specify Names)	N.A

18. Register of Members is updated : YES
(Yes/No) If not, updated upto
which date.

19. Reference of previous quarter : N.A.
with regards to excess
dematerialized shares, if any.

20. Has the Company resolved the : N.A.
matter mentioned in point no.19
above in the current quarter?
if not, reason why.



Contd...3

Jayshree S. Joshi

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COMPANY SECRETARIES

:: 3 ::

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:
(21 Days are interpreted as per clause 55A of the Securities and Exchange Board of India (Depositories and Participants)(Second Amendment) Regulations 2003 inserted vide Notification dated 02.09.2003 issued by SEBI.)

Total No. of Demat Requests	No. of requests	No. of shares	Reason 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 : Mr. VINOD K. GROVER,
Chairman and Managing Director
Tel: 22047424 /Fax: 22872620
23. Name, Address, Tel.& Fax No. Regn. No. of the Auditor : JAYSHREE S. JOSHI
F.C.S.1451 C.P.487
JAYSHREE DAGLI & ASSOCIATES
Company Secretaries
Off.No.5, 1st Flr, Rajabahadur Comp.,
Bldg.No.5, 43,Tamarind Lane, Mumbai-23.
Tel:22622342 Fax: 22622341
24. Appointment of Common Agency for Share Registry work (If yes (Name & Address)) : PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED
No.9 Shiv Shakti Industrial Estate,
Ground Floor J. R. Boricha Marg,
Opp. Kasturba Hospital, Lower Parel,
Mumbai-400 011
25. Any other details that the auditor may like to provide (e.g. BIFR Company, delisting from SE, Company Changed its name etc.) : N.A.

For **JAYSHREE DAGLI & ASSOCIATES**

Jayshree S. Joshi

JAYSHREE S. JOSHI
F.C.S. 1451, C.P.487