


**SECRETARIAL AUDIT REPORT**

The Board of Directors
Marvel Vinyls Limited
G-73, Connaught Circus,
New Delhi- 110001.

1. We have examined the Register of Members and other records / documents maintained by M/s Marvel Vinyls Limited (the 'Company') for issuing this certificate in accordance with Circular No. D & CC / FITTC / CIR - 17 / 2002 dated 31st December, 2002 issued by Securities and Exchange Board of India and Regulation 55A of SEBI (Depositories & Participants) Regulation, 1996.
2. We certify to the best of our knowledge and belief, and according to the information and explanations given to us, the information contained in this Secretarial Audit Report is correctly extracted from the Company's records.
3. We certify to the best of our knowledge and belief, and according to the information and explanations given to us that the aggregate number of equity shares of the company held in physical form tally with total number of issued / paid up, listed and admitted capital as on 31st December, 2009 as per details given in Annexure -I.
4. This certificate has been provided by us at the request of the Company and prepared solely for the purpose of submission to the Stock Exchanges where equity shares of the company are listed.

For Aman Jain & Associates
Company Secretaries


Aman Kumar Jain
(Proprietor)
C. P. No. 8452



New Delhi
The 11th of January, 2010

1. For the Quarter ended on	:	31 st day of December, 2009
2. ISIN Number	:	NA
3. Face Value	:	10/-
4. Name of the Company	:	Marvel Vinyls Limited.
5. Registered Office Address	:	G-73, Connaught Circus, New Delhi-110001.
6. Corresponding Address	:	G-73, Connaught Circus, New Delhi-110001.
7. Telephone & Fax No.	:	Ph. 011-23326888, 23327888, Fax. 23325777
8. Email address	:	corp@marvelvinyls.com
9. Concern Stock Exchanges	:	Delhi (DSE), Mumbai (BSE), Jaipur (JSE), Madras (MSE), Ahmedaba (ASE) & Calcutta (CSE).
10. Issued Share Capital	:	Rs. 53,825,830/-
11. Listed Capital	:	Rs. 53,825,830/- (BSE , DSE) Rs. 53,600,000/- (JSE, CSE & MSE & ASE)
12. D-mat with CDSL (no. of shares)	:	Nil
13. D-mat with NSDL (no. of shares)	:	Nil
14. Physical (no. of shares)	:	53,82,583
15. Total (12+13 + 14)	:	<u>53,82,583</u>
16. Reasons for differences between:		

- i. Issued and Listed capital – Difference of 22583 Equity shares is due to :

Company has allotted 22,583 shares on preferential basis, subsequently after the initial public offer.



17. The details of changes in share capital during the quarter ended on 31st day of December, 2009, as per Table below:

TABLE

(Number of Shares)

Sl. No.	Particulars	Number of Shares	Listed on Stock Exchange	Admitted by NSDL	Admitted by CDSL
Increase					
1	Rights Issue.	N/A	N/A	N/A	N/A
2	Bonus Issue.	N/A	N/A	N/A	N/A
3	Preferential Issue	N/A	N/A	N/A	N/A
4	Initial Public Offer	N/A	N/A	N/A	N/A
5	Re - Issue of forfeited share.	N/A	N/A	N/A	N/A
6	Employee Stock Option Exercised.	N/A	N/A	N/A	N/A
7	Amalgamation/ Scheme of Arrangement.	N/A	N/A	N/A	N/A
8	Conversion of Loans/ Debentures.	N/A	N/A	N/A	N/A
9	Any other (to specify)	N/A	N/A	N/A	N/A
10	Buy - back	N/A	N/A	N/A	N/A
11	Capital Reduction	N/A	N/A	N/A	N/A
12	Forfeiture	N/A	N/A	N/A	N/A
13	Amalgamation/ Scheme of Arrangement	N/A	N/A	N/A	N/A
14	Any other (to specify)	N/A	N/A	N/A	N/A
	Net Increase/ Decrease	--	--	--	--

18. The Register of Member is updated.

Yes

19. Reference of previous quarter with regard to excess dematerialize shares if any.

N.A.

20. Has the company resolved any matter mentioned in point no. 19 above in 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.

N. A.



22. Details of Compliance Officer of the Company

Name: Mr. Santosh Kumar Jha
Company Secretary
Telephone No. : 011-23326888, 23327888

23. Details of Certifying Company Secretary :

Name: Mr. Aman Kumar Jain
Company Secretary

Telephone No. 09717490058

24. Details of Agency for Share Registry Work:

Name: Beetal Financial & Computer Services Pvt. Ltd.

Address: BEETAL HOUSE, 3rd Floor, 99 Madangir, Behind Local Shopping Centre,
New Delhi-110062

25. Any Other Information:

- All shares of the Company are held in the physical form and have not got ISIN number from any of the depositories, viz. CDSL & NSDL.
- The Company has passed the Special Resolution for delisting from Stock Exchanges; however no action has been taken till date.

for **AMAN JAIN & ASSOCIATES**
Company Secretaries


[Aman Kumar Jain]

Proprietor

C.P. No. 8452



New Delhi

The 11th of January, 2010