

**Certificate in writing from the Cost Auditor proposed to be appointed to Audit Committee
for his independence and having arm's length relationship with the company**

Ref. No. _____

Date: _____

To
The Chairman
Audit Committee of Board of Directors
_____ Limited,

Dear Sir,

Sub: Certificate of Independence – Cost Audit of your Company for the year ending 31st March 201_ reg.

With reference to para (e) of the General Circular No. 15/2011 dated 11.04.2011 issued by the Cost Audit Branch of the Ministry of Corporate Affairs, Government of India, we hereby certify that we are an independent firm of Cost Accountants and are at arm's length relationship with your Company.

Thanking you,

Yours faithfully,

For ----- & Co.,
Cost Accountants

Sd/-----
Proprietor/ Partner
M.No: (_____)