Noesis Industries Limited

(Formerly MVL Industries Limited) Registered Office : 1201-B, Hemkunt Chamber, 89, Nehru Place, New Delhi - 110019 Tel : +91-11-41662674 CIN No.: L32109DL1986PLC026273

25th October, 2017

Τo,

The Manager (Department of Corporate Services), **Bombay Stock Exchange Limited**, Phiroze Jeejee Bhoy Towers, Dalal Street, Mumbai - 400001 To,

The Manager – Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C-1, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051

Ref. Company Code : NOESIS (NSE) Ref. Company Code : 530435 (BSE)

Sub: Secretarial Audit Report, Report under Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 for the quarter ended 30th September, 2017 and Certificate under Regulation 40(9) of Securities and Exchange Board Of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended 30th September, 2017.

Dear Sir,

Please find enclosed herewith copy of the following:

- 1. Secretarial Audit Report as per Uniform Listing Agreement and Report under Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 both dated 25/10/2017 issued by Ms. Gunjan Bansal, Practising Company Secretary for the quarter ended 30th September, 2017.
- Certificate under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 dated 25/10/2017 issued by Ms. Gunjan Bansal, Practising Company Secretary for the half year ended 30th September, 2017.

This is for your information and record. Thanking You,

For Noesis Industries



ACS GUNJAN BANSAL PRACTISING COMPANY SECRETARY B-9, NAMDHARI CHAMBERS, DESH BANDU GUPTA ROAD, KAROL BAGH, NEW DELHI-110005 Email Id: corporateconsultants3@gmail.com

CERTIFICATE AS PER REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

FOR THE HALF YEAR ENDED 30TH SEPTEMBER, 2017

I have examined all the Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **Noesis Industries Limited** having its Registered office at 1201B, 12th Floor, Hemkunt Chamber, 89 Nehru Place, Nehru Place, New Delhi- 110019 maintained by M/s Alankit Assignments Limited, New Delhi Registrar and Share Transfer Agent (RTA) of the Company pertaining to transfer of Equity Shares of the Company for the period from 01/04/2017 to 30/09/2017 for the purpose of issuing this Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the RTA, we hereby certify that during the half year ended 30th September, 2017.

Share Certificate(s) relating to the transfer of shares received during the period from 01/04/2017 to 30/09/2017 as entered in the Memorandum of Transfers have been issued within Fifteen days of the date of lodgment of transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

Gunjan Bansal No. 15002 Practising Comband 29 etaru C.P. NO. 1500 Membership Nor430126

Place : New Delhi Date: 25/10/2017



Fieldth & Wealth We Manage Both

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TO WHOMSOEVER IT MAY CONCERN

This is to certify that we, as a common agency of NOESIS INDUSTRIES LTD for the period from 01/04/2017 to 30/09/2017, have to confirm that,

a) We have delivered all certificates of Equity shares issued after registration of transfer within fifteen days from the date of lodgment of transfer.

b) There was no any case for consolidation, sub-division, consolidation, renewal, exchange of certificates and endorsement for payment of call / allotment money.

For ALANKIT ASSIGNMENTS LIMITED

1 P RUSTA (Sr. Manager)

INB230881235, INF230881235, INE230881235, INB010881234, INF010881234, INE010881234, INE260881235, INB050881235, INP000001363, IN-DP-NSDL-14-96, IN-DP-CDSL-43-99 CIN: U74210DL1991PLC042569

SEBI Registration. Nos.

Registered Office : 205-208, Anarkafi Complex, Jhandewalan Extension, New Delhi - 110055 Corporate Office : Alankit House, 4E/2, Jhandewalan Extension, New Delhi -110055