

Registered. Office: Plot No. EL 117, 1st Floor, TTC Area, MIDC, Mahape, Navi Mumbai - 400 710.

Tel.: 28377300 / 28366030, Fax.: 28364859, Email: info@zenith-india.com. www.zenithpc.com

12th April, 2017

The Manager,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI 400 001

Dear Sir,

SUB: CERTIFICATE PURSUANT TO REGULATION 40 (9) OF THE SEBI (LISTING OBLIGATIONS ANS DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE SIX MONTHS' PERIOD ENDED ON 31st MARCH, 2017

We forward herewith the certificate dated 10th April, 2017 from M/s. Mohan Akella & Co., Company Secretaries, for the period from 01.10.2016 to 31.03.2017, in respect of Regulation 40(9) of the aforementioned Regulations, for your information and record.

Please acknowledge receipt.

Yours Truly,

FOR ZENITH COMPUTERS LIMITED

RAJKUMAR SARAF CHAIRMAN & MANAGING DIRECTOR

Encl.: As Above

Mohan Akella & Company

Company Secretaries

Flat No. 41, Building No. 72-B, Brindaban Society, Majiwade, Thane (W) - 400 601. Tel.: 2540 0037 / 2542 3645 Telefax: 2540 0037

CERTIFICATE FOR THE PURPOSES OF REGULATION 40(9) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

On the basis of our examination of all the relevant books, registers, forms, documents and papers made available to us by M/s. Link Intime India Private Limited, the Registrars and Transfer Agents (RTA) of ZENITH COMPUTERS LIMITED and on the basis of information and explanations given to us, we hereby certify, during the period commencing from 1st October, 2016 and ending on 31st March, 2017, that the said Company has, directly and / or through their RTA, received requests / letters / documents for Transfer of Shares, Transmission, Name deletion, Sub-division, Consolidation, Renewal and / or Exchange of Shares from Shareholders / Stakeholders / Investors, comprising a total number of NIL requests for NIL Equity Shares included in NIL Share Certificates, during the aforementioned period, as follows:-

- 1. Has not received any requests / documents for Transfer of any Shares;
- 2. Has not received any requests for Name deletion;
- Has not received any requests for Sub-division, Consolidation, Transposition, Renewal and / or Exchange of Shares and / or endorsement of calls; and
- 4. Has not returned any requests from Shareholders with Objections.

All the requests were dealt with and after approval / objections, were dispatched to the respective Shareholders / Stakeholders / Investors within the prescribed time of 15 days there were no cases of approval / objections during the periods of (a) between 16 days and 21 days; and (b) there were no cases for approval where the delay was beyond 21 days from the date of receipt of the aforesaid requests. There were no requests pending at the beginning and at the end of the reporting period.

We hereby further certify that compliance of matters relating to allotment of shares / securities / allotment monies did not arise, as the said Company has not issued any securities since 2009.

> For MOHAN AKELLA & Co. COMPANY SECRETARIES By the Hand of MOHAN AKELLA Practising, Company Secretary

Place: THANE

Date: 10th April, 2017

FCS No.: 1606; C.P.No. 2189