



**CERTIFICATE UNDER CLAUSE 40 OF THE SECURITIES AND EXCHANGE BOARD OF
INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

FOR THE HALF YEAR ENDED 31ST MARCH, 2017

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating of M/s NEPC India Limited, maintained by its Registrar and Share Transfer Agent, M/s Purva Share Registry (India) Pvt Ltd., pertaining to transfer of Equity Shares of the Company for the period from 01-10-2016 to 31-03-2017 for the purpose of issuing a Certificate as per regulation 40 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on information provided by the Company, We hereby certify that:

A) 1.a The Company has delivered during half year ended on 31st March, 2017 Share certificates relating to the transfer of shares received during the period from 01-10-2016 to 31-03-2017, within 30 days, as entered in the Memorandum of Transfers from the respective date of lodgement of each deed excepting those rejected on technical grounds;

1.b As per records made available to us there were no request relating to subdivision, consolidation, renewal or exchange or endorsement of calls/allotment of monies received during the period from 01-10-2016 to 31-03-2017.

B) Any other Information, If Applicable:---

Date: 27-04-2017

Place: Chennai

V.NAGARAJAN

Practicing Company Secretary

COP NO:3288

