



PANKAJ NIGAM & ASSOCIATES

(Company Secretaries)

F-54, Arora Shoppers Park, Opp. Swarn Jayanti Park,

Shakti Khand-II, Indrapuram, Ghaziabad

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CERTIFICATE UNDER REGULATION 40(9) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED ON 30th SEPTEMBER, 2019

TO WHOMSOEVER IT MAY CONCERN

The Securities and Exchange Board of India vide gazette notification dated 08th June, 2018 and its press release on 03rd December, 2018 amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and has mandated that the transfer of securities would be carried out in dematerialized form from only w.e.f. 01st April, 2019. Further SEBI vide its press release dated 27th March, 2019 clarified that the transfer deeds lodged prior to deadline and returned due deficiency in the document may be re lodged for transfer even after the deadline of 01st April, 2019.

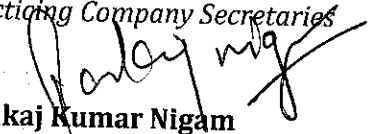
Accordingly, we have examined Share transfer deeds, Memorandum of Transfers, Registers, Files and other documents related to UGRO Capital Limited (the Company) having its registered office at Equinox Business Park, Tower 3, Fourth Floor, Off BKC, LBS Road, Kurla, Mumbai City - 400070, Maharashtra maintained by Link Intime India Private Limited, Registrar and Share Transfer Agents 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 the information provided by the Company. We hereby certify that:

- A) 1 There is no request for transfer of shares during the reporting period from 01st April, 2019 to 30th September, 2019 nor there was any pending request which was lodged prior to 01st April, 2019 or re lodged thereafter. The Company has received requests for transmission of shares during the period from 01st April, 2019 to 30th September, 2019 which were rejected on technical grounds.
- 2 The Company has not received any request relating to renewal, sub-division (split), consolidation, exchange or endorsement of calls/allotments monies during the period from 01st April, 2019 to 30th September, 2019.
- B) Any other information, if applicable, NIL

Place: Ghaziabad

Date: 14th October, 2019

UDIN: F007343A000074740

For Pankaj Nigam & Associates
Practising Company Secretaries

Pankaj Kumar Nigam
Proprietor
C.P. No. 7979
FCS: 7343, C. P. No. 7979

