

April 16, 2024

To  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001  
**Company Scrip Code: 500189**  
*Through: BSE Listing Centre*

To  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051  
**Company Script Code: NDLVENTURE**  
*Through: NEAPS*

Dear Sir/ Madam,

**Sub: Submission of Certificate under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We are enclosing herewith a Certificate obtained from Mr. Virendra Bhatt, Practicing Company Secretary in compliance of Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from April 1, 2023 to March 31, 2024.

Kindly take the above on record.

Thanking You.

Yours faithfully,  
**For NDL Ventures Limited**  
(Formerly known as NXTDIGITAL Limited)

Ashish Pandey  
Company Secretary

Encl: As stated above.

**NDL Ventures Limited**

(Formerly known as NXTDIGITAL LIMITED)

IN CENTER, 49/50 MIDC, 12<sup>th</sup> Road, Andheri (E), Mumbai - 400 093.

T: +91 - 22 - 2820 8585 W: [www.ndlventures.in](http://www.ndlventures.in) CIN. No.: L65100MH1985PLC036896



# Virendra Bhatt

Company Secretary

Office :

Office No.: 03, A Wing, 9th Floor,  
Pinnacle Corporate Park,  
BKC CST Link Rd., MMRDA Area,  
Bandra Kurla Complex,  
Bandra East, Mumbai - 400 051  
Tel.: 022 - 2652 9367 / 68  
Mobile No.: +91 98200 48670  
Email : bhattvirendra1945@yahoo.co.in

Name of the Company : **NDL Ventures Limited (Formerly known as NXTDIGITAL Limited)**

CIN : **L65100MH1985PLC036896**

Registered Office : **IN Centre, 49/50 MIDC, 12<sup>th</sup> Road, Andheri (East), Mumbai - 400093, Maharashtra, India.**

**CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

The Securities and Exchange Board of India (SEBI) vide gazette notification dated 08<sup>th</sup> June, 2018 and vide its press release dated 03<sup>rd</sup> December, 2018 ("SEBI's operational guidelines"), amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and had mandated transfer of securities only in dematerialized form w.e.f. 01<sup>st</sup> April, 2019.

Further, the SEBI vide gazette notification dated 24<sup>th</sup> January, 2022 read with SEBI circular No.: SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 ("SEBI's operational guidelines") had mandated issuance of certificates or receipts or advices, as applicable in dematerialized form only, while processing the service requests relating to Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal / Exchange of securities certificate, Endorsement, Subdivision/Splitting of securities certificate, Consolidation of securities certificates / folios, Transmission and Transposition.

Accordingly, I have examined all the relevant documents relating to **NDL Ventures Limited (Formerly known as NXTDIGITAL Limited)** maintained by **KFin Technologies Limited (formerly known as KFin Technologies Private Limited) ("RTA")** for the purpose of issuing the Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from **01<sup>st</sup> April, 2023 to 31<sup>st</sup> March, 2024** and based on the information provided, I hereby certify that:

- A. The Company has delivered/sent during year ended on 31<sup>st</sup> March, 2024, letters of confirmation as per SEBI's operational guidelines, for sub-division and issue



of duplicate certificates received during the financial year ended 31<sup>st</sup> March, 2024, within the prescribed time from the respective date of lodgement.

- B. As informed to me, the RTA has not processed any physical transfer, change of name, transposition of securities, renewal, consolidation, exchange, etc. as per SEBI's operational guidelines.

**Date: 16<sup>th</sup> April, 2024**

**Place: Mumbai**

**UDIN: A001157F000140221**



**Virendra G. Bhatt**

**Practicing Company Secretary**

**ACS No.: 1157 / COP No.: 124**

**Peer Review Cert. No.: 1439/2021**