

12th May, 2020

1. The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 023
2. The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai-400 051

Dear Sir,

Sub: Compliance with Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Certificate issued by Practising Company Secretary for the quarter and year ended on 31st March, 2020.

Request you to take the same on records.

Yours faithfully,

For Britannia Industries Limited

Thulsidass T V
Company Secretary
Membership No. A20927

Encl: as above



Sudhir V Hulyalkar
Company Secretary

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

FOR THE HALF YEAR ENDED 31st MARCH, 2020

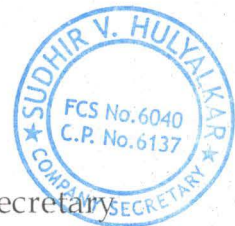
I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **Britannia Industries Limited** (CIN: L15412WB1918PLC002964), having its registered address at 5/1A, Hungerford Street, Kolkata, West Bengal- 700017 maintained by Company's Registrar and Share Transfer Agents, KFin Technologies Private Limited, Hyderabad pertaining to transfer of equity shares of the company for the period from 1st October, 2019 to 31st March, 2020 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, I hereby certify that during half year ended on 31st March, 2020:

A) All certificates have been issued within thirty days of the date of lodgment for transfer/deletion/transposition/transmission/Name correction, except those rejected on technical grounds.

B) *Any other information, if applicable - Not Applicable*

Place: Bangalore
Date: 12/05/2020

Sudhir V Hulyalkar
Practicing Company Secretary
Membership No. (FCS): 6040
CP. No.: 6137
UDIN: F006040B000228669



Sudhir Vishnupant Hulyalkar
Company Secretaries

16/8, Ground Floor, 2nd Cross, Gupta Layout, South End Road, Basavanagudi, Bangalore - 560 004
Phone: 080 26640932; 080-41123587 Mobile : 9844266159 Email : cssudhirvh@gmail.com