

Punj Lloyd Ltd

Corporate Office I, 78 Institutional Area, Sector 32, Gurugram 122 001, India

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info@punjlloyd.com

www.punjlloyd.com



April 11, 2018

BSE Limited

Department of Corporate Services

25th Floor, P J Towers

Dalal Street

Mumbai – 400001

National Stock Exchange of India Limited

Exchange Plaza

Bandra Kurla Complex

Bandra (East)

Mumbai – 400051

Scrip Code: 532693/PUNJLLOYD

Symbol: PUNJLLOYD

Sub: Certificate under Regulation 40(9) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the provisions of captioned regulation, we are enclosing herewith a certificate from the Company Secretary in practice to the effect that during the half year ended March 31, 2018, all certificates have been issued within the stipulated time from the date of lodgment for transfer / consolidation / sub-division / renewal / exchange and issuance of duplicate share certificates excepting those rejected on technical grounds.

You are requested to take the same on record.

Thanking You,

Yours faithfully

For **PUNJ LLOYD LIMITED**

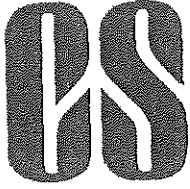

Dinesh Thairani
Group President –Legal & Company Secretary

Encl: As above

Registered Office

Punj Lloyd House, 17-18 Nehru Place, New Delhi 110 019, India

CIN: L74899DL1988PLC033314



P.M.V. Subba Rao
&
Associates
Company Secretaries

**CERTIFICATE UNDER REGULATION 40 (9) OF THE SEBI (LODR)
REGULATIONS FOR THE HALF YEAR ENDED 31st MARCH 2018**

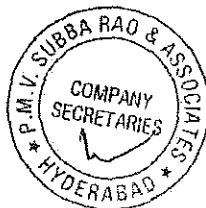
We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to PUNJ LLOYD LIMITED maintained by Karvy Computershare Private Limited (Karvy), Registrar and Share Transfer Agent, pertaining to transfer/consolidation/sub-division/renewal/exchange and issuance of duplicate share certificates of equity shares of the company for the period from 1st October, 2017 to 31st March, 2018 for the purpose of issuing a Certificate as per Regulation 40 (9) of the SEBI (LODR) Regulations 2015, applicable to PUNJ LLOYD LIMITED since its shares are listed at BSE Limited and National Stock Exchange of India Limited and based on the information provided by Karvy, we hereby certify that the Company/ Karvy has delivered during the half year ended on 31st March, 2018:

A) Share Certificate (s) during the period from 1st October, 2017 to 31st March, 2018 relating to entries made in the Memorandum of Transfers have been issued within one month from the respective date of lodgment for transfer/consolidation/sub-division/renewal/exchange excepting those rejected on technical grounds.

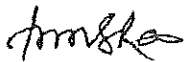
B) Share Certificates in respect of requests for exchange of duplicate Share Certificates have been issued within one month of lodgment.

Date: 09.04.2018

Place: Hyderabad



For P.M.V. SUBBA RAO & ASSOCIATES
Company Secretaries


P.M.V. SUBBA RAO
Partner
FCS-4432, COP-3374