Date: April 27, 2019

To

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code - 539875

Dear Sir,

(Sub - Certificate pursuant to Regulation 40(9) of the SEBI (LODR) Regulations, 2015 for the Quarter ended 31.03.2019)

Pursuant to the Listing Agreement entered into with the Stock Exchange, please find enclosed herewith a certificate from Mr. Mohan Ram Goenka, Practicing Company Secretary dated April 25, 2019 certifying that all certificates have been issued by the Registrar and Share Transfer Agent within thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies for the period from October 01, 2018 to March 31, 2019.

Please take note of the same for your record.

Thanking You Yours Faithfully

For RSD Finance Limited

(Rajeev Singh Dugal) **Managing Director**

DIN - 00052037

CC: The Secretary

The Calcutta Stock Exchange Limited

7, Lyons Range Kolkata - 700 001 Scrip Code - 28123

Encl: As above

ADMN. OFF.: C/o Alcor Hotel, Holding No. 4, Opp. Indian Petrol Pump, Ramdas Bhatta, Bistupur, Jamshedpur - 831 001.

Phone: 0657-6515324, 6620001 Extn. 60 / 47

REGD. OFF.: 224, A.J.C. Bose Road, Krishna Building, 9th Floor, Room No. 902, Kolkata - 700 017, Ph.: 033-6900 0200

MOHAN RAM GOENKA M.Com,ACS,CFA,PGDFM,PGDPC. Company Secretaries

46,B.B. Ganguly Street
Kolkata 700 012
Telephone: 2237 9517
Mobile No. 98310 74332
E.Mail: goenkamohan @ hotmail.com

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 MARCH 2019

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to *RSD Finance Limited having its Registered office at 224, AJC Bose Road, Krishna Building, 902, 9th Floor Kolkata 700017, maintained by S.K.Infosolutions Pvt Ltd of 34/1A Sudhir Chatterjee Street, Kolkata-700 006, acting as the Registrar & Share Transfer Agent (RTA) pertaining to transfer of Equity shares of the Company for the period from 1st October, 2018 to 31st March, 2019 for the purpose of issuing a Certificate as per Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as entered into by <i>RSD Finance Limited* with the Stock Exchanges and based on the information provided by the Company, I hereby certify that the Company has delivered during *half year ended on 31st March, 2019*:

A) Share/Debenture Certificate(s) relating to the transfer of Share/Debentures received during the period from *1st October, 2018 to 31st March, 2019* as entered in the Memorandum of Transfers have been issued within fifteen/ thirty days (as applicable) of the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgement of each excepting those rejected on technical grounds.

Place: Kolkata

Date: 25.04.2019

RAM COMPANY Z Secretary A (Mohan Ram Goenka) Company Secretary C.P.No.2551

For RSD FINANCE LTD