CIN: L72200MH2005PLC153539

Date: 21.04.2020

To, BSE SME Platform, Regd. Office: 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001.

Scrip Code: 540416

Sub: Certificate under Regulation 40 (9) of the SEBI (LODR) Regulations, 2015

Respected Sir/Madam,

I am hereby enclosing the Certificate as required under Regulation 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March, 2020.

Please take on the record the submission and oblige.

Thanking You,

Yours Faithfully,

For Octaware Technologies Limited

Sd/-

Ankit Mehra

Company Secretary & Compliance Officer

Encl: As above

C. B. JAIN & ASSOCIATES.

Practicing Company Secretaries

Office No. 19, 2nd Floor, 30/34 Kartar Premises CSL a.k.a Nanik Niwas, Dr. DD Sathe Marg, Benham Hall Lane, Opera House, Mumbai – 400004.

E-mail id: cscbjain.associates@gmail.comMobNo: 9664844938 / Tel (O): 022-49736938

<u>CERTIFICATE UNDER REGULATION 40 (9) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015</u> FOR THE HALF YEAR ENDED 31st MARCH, 2020

On the basis of examination of all relevant Books, register, forms, documents and papersmade available to us by Cameo Corporate Services Limited, Registrars and Transfer Agents of M/s.Octaware Technologies Limited, for the purpose of issuing certificate under Regulation 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and on thebasis of the explanation given to us, we hereby certify that in relation to the half year period from 1st October, 2019 to 31st March, 2020, there were no requests received for transfer, transmission, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies:

Date	Transferor	Folio No of transf eror	No of Shares transfer red	Considera tion (INR)	Transferee	Share certificates numbers	Folio No of trans feree
-	-	2 5 9	-	0 4 5		0 5 6	-



Mr. Chirag Jain (Practicing Company Secretary)

For C. B. JAIN & ASSOCIATES., Membership No. A37337 C.P.No. 13973

Place: Mumbai Date: April 21, 2020

UDIN No. A037337B000169777