

April 16, 2020

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 532953	SYMBOL: VGUARD

Dear Sir / Madam,

Sub: Certificate of Compliance under Regulation 40(9) of the SEBI (LODR) Regulations, 2015 for the half-year ended 31st March 2020

Pursuant to Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a Certificate issued by M/s. SVJS & Associates, Company Secretaries for the half-year ended March 31, 2020 in compliance with Regulation 40(9) of SEBI (LODR) Regulations, 2015.

Kindly take the same on your record.

Thanking You,

Yours Sincerely,
For V-Guard Industries Limited

Jayasree K
Company Secretary

Encl: As above

Partners :
CS. Vincent P.D., MBA, LL.B, FCS
CS. Jayan K., LL.B, FCS
CS. Sreekumar P. S., FCS
CS. Lekha Ashok, FCS
CS. Rohini Varma K., FCS

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CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31.03.2020

We have examined all registers, files and other documents relating to **V-GUARD INDUSTRIES LIMITED**, 42/962, Vennala High School Road, Vennala, Ernakulam, Kerala - 682028 maintained by **Link Intime India Private Ltd (The Registrar and Transfer Agent)**, Surya, 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028, pertaining to transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies of the Company for the period **01.10.2019 to 31.03.2020** for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company and The Registrar and Transfer Agent, we hereby certify that:

- A. No request for Share transfer was received during the period from 01.10.2019 to 31.03.2020.
- B. During the period **01.10.2019 to 31.03.2020**, the Company has made the following allotments;

Sl. No	Particulars of shares allotted and date of allotment	No. of shares allotted	Amount paid per share (face value- Re.1/ share)	Total amount received
1	Equity shares under ESOP Scheme 14.10.2019	151,368	Re.1.00/-	Rs. 151,368/-
		77,134	Rs.34.64/-	Rs. 2,671,921.76/-
2	Equity shares under ESOP Scheme 10.01.2020	132,838	Rs.1.00/-	Rs. 132,838
		294,507	Rs.34.64/-	Rs. 10,201,722.48/-
		8,000	Rs.71.36/-	Rs. 570,880/-
3	Equity shares under ESOP Scheme 13.03.2020	120,459	Re.1.00/-	Rs. 120,459/-
		52,855	Rs.34.64/-	Rs.1,830,897.20/-



C. Any other information, if applicable:

- a) No requests for subdivision, consolidation, renewal, exchange or endorsement of calls have received during the year under review.
- b) During the period under review, share certificates in respect of request for issue of duplicate certificates have been issued within one month of lodgment.

Date: 16.04.2020

Place: Kochi

UDIN: **F008154B000161340**



JAYAN K. B.Com, LL.B, FCS
Company Secretary in Practice
FCS : 8154, CP No : 7363
SVJS & Associates, Company Secretaries
65/2364A, Ponoth Road, Kaloor
Kochi, Ernakulam-682 017, Kerala