

Ref: SSFL/Stock Exchange/2019-20/04

Date: October 14, 2019

To BSE Limited, Department of Corporate Services P. J. Towers, 25th Floor, Dalal Street, Mumbai - 400001

Scrip Code: 1. Equity-542759

2. Debt- 956818, 956928, 956949, 957066, 957105, 957126, 957972 & 958432

Dear Sir/Madam,

Sub: Compliance Certificate pursuant to Regulation 7(3) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half-year ended September 30, 2019.

Dear Sir/Madam,

Pursuant to Regulation 7(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), please find enclosed herewith the certificate duly signed by Authorized Signatory of Karvy Fintech Private Limited, Registrar and Transfer Agent and the Company Secretary of the Company for the half-year ended September 30, 2019 confirming compliance of the provisions of Regulation 7(2) of SEBI LODR.

We request you to kindly take note of the same.

Thanking you

For Spandana Sphoorty Financial Limited

Rakesh Jhinjharia Company Secretary

Membership No.: F8325



KARVY FINTECH

Spandana Sphoorty Financial Limited Registered Office: Plot No: - 31 & 32, Ramky Selenium Towers, Tower A Ground Floor, Financial Dist, Nanakramguda, Hyderabad TG 500032

CIN: L65929TG2003PLC040648

Tel: +91 40 48126666

Website: www.spandanaindia.com

Karvy Fintech Private Limited Registered Office: Karvy Selenium Tower B, Plot No. 31-32, Gachibowli Financial District,

Nanakramguda, Hyderabad - 500032 CIN: U72400TG2017PTC117649

Tel: +91 40 67162222; Fax: 040-2300 1153

https://www.karvyfintech.com/

Compliance Certificate for the half year ended 30th September, 2019

[Pursuant to Regulation 7(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

This is to certify that Karvy Fintech Private Limited, Hyderabad, Registrar and Share Transfer Agent to Spandana Sphoorty Financial Limited ("the Company"), have been rendering related services to the Company in respect of Equity shares held in physical and electronic form and Non-Convertible Debentures issued on private placement basis (NCDs) held in electronic form.

In respect of the Company for the half- year ended 30th September, 2019, it is hereby certified that all activities in relation to physical share transfer facility, and shareholders' and NCDs Holders' data held in dematerialized form (i.e. electronic form) as received from the Depositories, are maintained by Karvy Fintech Private Limited, which is registered, with Securities and Exchange Board of India (Permanent Registration No.INR000000221 Date: 15.07.2019)

For Spandana Sphoorty Financial Limited

Rakesh Jhinjharia

Company Secretary & Compliance Office

For Karvy Fintech Private Limited

Authorized Signatory