Donear House, Plot No. A - 50, Road No. - 1, MIDC. Andheri (E) Mumbai - 400 093. Tel : 022 - 30813591, 30768100 (Board Line) Fax : 022-28370041 E: info@donear.com Web: www.donear.com CIN : L99999MH1987PLC042076

Date: 23.10.2017

To,

Bombay Stock Exchange Ltd 1st Floor, Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai – 400 001

Scrip Code: 512519

Sub: Compliance Certificate for the Half Year Ended 30th September, 2017

Dear Sir,

Pursuant to Regulation 40(9) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, we enclose herewith Compliance Certificate from M/s VKM & Associates, practicing Company Secretaries for the half year ended 30th September, 2017.

Please acknowledge the same.

Thanking you,

Yours Faithfully,

For Donear Industries Limited

Authorised Signatory

Encl: As stated above

VIJAY KUMAR MISHRA B. Com. (Hons.), A.C.A., F.C.S PARESH D PANDYA B. Com., A.C.S.

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind Parsi Dairy, Marine Lines (E), Mumbai - 2.

Tel.: 2207 7267 & Fax: 2207 7542

Mob: 93229 77388 . E-mail: vkmassociates@yahoo.com

CERTIFICATE UNDER REGULATION 40(9) OF THE LISTING REGULATION FOR THE HALF YEAR ENDED 30TH SEPTEMBER, 2017.

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to M/s. DONEAR INDUSTRIES LIMITED having Registered Office at Donear House, Plot No. A-50, 8th Floor, Road No.1, Andheri (East), Mumbai – 400 093 maintained by M/s. Link Intime India Private Limited pertaining to transfer of equity shares of the company for the period from 1st April, 2017 to 30th September, 2017 for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligation And Disclosure Requirement) Regulation 2015 and based on the information provided by the Company's Registrar and Share Transfer Agent, We hereby certify that the Company has delivered during half year ended on 30th September, 2017

A) No Share Certificate(s) relating to the transfer of Shares, subdivision, consolidation, renewal, exchange or endorsement were received during the period from 1st April, 2017 to 30th September, 2017.

For VKM & ASSOCIATES

Company Secretaries

Place: Mumbai

Date: 16/10/2017

(Vijay Kumar Mishra)

Partner C.P.No.4279 M.No.5023