

VARDHMAN HOLDINGS LIMITED

Registered Office: Chandigarh Road, Ludhiana - 141 010 (Punjab), India.

Phones: 0161-2228943-48; Fax: 0161-2601048 & 2220766 PAN No.: AABCV8088P: CIN: L17111PB1962PLC002463

E-mail: secretarial.lud@vardhman.com; Website: www.vardhman.com

Ref. VHL: SCY: APRIL:2017-2018

Dated: 10.04.2017

The National Stock Exchange of India Limited.

"Exchange Plaza", Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051, Maharashtra.

Fax No.: 022-26598237 and 26598155

Email Id: cmlist@nse.co.in

The Bombay Stock Exchange Limited.

1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001.

SUB: CERTIFICATE UNDER REGULATION 7(3)) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Dear Sir.

Pursuant to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a compliance certificate for half year ended 31st March 2017.

Kindly acknowledge the receipt.

Thanking you, Yours faithfully,

For VARDHMAN HOLDINGS LIMITED

LUDHIANA

COMPANY SECRETARY

Encl: as above

07th April, 2017

The BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001
Phones: 022 - 2272 3121, 2037, 2041

Phones: 022 - 2272 3121, 2037, 204 Pax: 91-22-22721919

corp.relations@bseindia.com Security Code No.: 500439 The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor, C-1, Block G Bandra – Kurla Complex, Bandra (E),

Mumbai - 400051

Phones: 022 - 2659 8237, 8238, 8347, 8348

Fax No: (022) 26598120

cmlist@nse.co.in

Security Code No.: VHL

COMPLIANCE CERTIFICATE

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

This is to certify that M/s Alankit Assignments Limited, a Category – I, Registrar & Share Transfer Agent (RTA), registered with Securities and Exchange Board of India (SEBI) vide Registration No.:- INR000002532, is the Registrar & Share Transfer Agent (RTA) of Vardhman Holdings Limited (Company) and all activities in relation to physical and electronic share transfer facility are being maintained with them.

prender Kumai Yadav

Company Secretary & Compliance Officer Vardhman Premises, Chandigarh Road. Ludhiana – 141 010, Punjab For Alankit Assignments Ltd.

| P Rustagi

Senior Manager & Authorized Representative 1E/13, Jhandewalan Extension,

New Delhi - 110055