

April 25, 2017

General Manager,
Department of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Dear Sir,

Compliance with the requirements of Regulation 40 (9) of
Securities Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations, 2015

In compliance with the requirements of Regulation 40 (9) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith certificate dated April 25, 2017 issued by P.P.Shah & Co., Company Secretaries under sub-regulation (9) of Regulation 40 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended on March 31, 2017.

Kindly acknowledge receipt.

Yours faithfully,
For FORBES & COMPANY LIMITED



(Pankaj Khattar)
Head Legal and Company Secretary

Encl:

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CERTIFICATE UNDER REGULATION 40 (9) OF SEBI (LODR) REGULATIONS, 2015
FOR THE HALF YEAR ENDED 31ST MARCH, 2017

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to *M/s. Forbes & Company Limited* (previously known as Forbes Gokak Limited) having its registered office situated at Forbes' Building, Charanjit Rai Marg, Fort, Mumbai – 400 001 maintained by *M/s. TSR Darashaw Limited*, Registrar & Share Transfer Agent (RTA) having its office at 6/10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai – 400 011 pertaining to transfer of equity shares of the company for the period from *01st October, 2016 to 31st March, 2017* for the purpose of issuing a Certificate as per Regulation 40 (9) of the SEBI (LODR) Regulations, 2015, and based on the information provided by the Company / RTA, I hereby certify that the Company / RTA has delivered *during half year ended on 31st March, 2017*:

A) (i) ~~Share/Debenture~~ Certificate(s) relating to the transfer of Shares/~~Debentures~~ received during the period from *01st October, 2016 to 31st March, 2017* as entered in the Memorandum of Transfers have been issued within fifteen days of the respective date of lodgment of each deed as stipulated under Regulation 40(8) of the SEBI (LODR) Regulations, 2015.

(ii) Issue of Duplicate and split of share certificates during the period from *01st October, 2016 to 31st March, 2017* has been issued within thirty days from the date of lodgment as stipulated under Regulation 40(9) of the SEBI (LODR) Regulations, 2015. Further, during the period there was no consolidation, exchange or endorsement of calls/allotment monies.

B) *Any other information, if applicable: Not Applicable*

The Equity shares of the Company are listed on BSE Limited.

Date: 25th April, 2017
Place: Mumbai



For P. P. SHAH & CO.

Pradip C. Shah

(PRADIP C. SHAH)

Practising Company Secretary
Partner

Membership No: 1483
Certificate of Practice: 436