

15.10.2018

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 532953	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 Symbol: VGUARD
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Dear Sir,

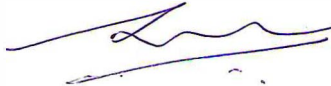
**Sub: Submission of Certificate of Compliance under Regulation 40(9) of the SEBI (LODR) Regulations, 2015 for the half-year ended 30<sup>th</sup> September 2018.**

Please find attached herewith the Certificate of Compliance issued by the Practicing Company Secretary for V-Guard Industries Limited under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended 30<sup>th</sup> September 2018.

Kindly take the same on your record.

Thanking You,

Yours sincerely,  
For V-Guard Industries Limited



Jayasree K  
Company Secretary

Encl: As above



**CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 30.09.2018**

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 Share Transfer Agent)**, Surya, 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028, pertaining to transfer/ transmission of equity shares of the Company for the period **01.04.2018 to 30.09.2018** 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 Share Transfer Agent, we hereby certify that:

- A. The Company has delivered the Share Certificate(s) relating to transmission of shares received during the period from **01.04.2018 to 30.09.2018**, as entered in the register within fifteen days of the date of lodgment for transmission under SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.
- B. During the period **01.04.2018 to 30.09.2018**, the Company has received the following share application/ allotment monies:

Sl. No.	Particulars of shares allotted including date of allotment	No. of shares allotted for face value of Re.1/-	No. of shares allotted for Premium	Amount of premium per share	Total amount received including premium
1	Equity shares under ESOP Scheme - 2013 made on 26.04.2018	141,782	26,928	NIL	Rs.71,04,454.96/- (Rupees Seventy One Lakh Four Thousand Four Hundred and Fifty Four and Ninety Six paise only)
			30,459	(Rs.33.64/- Rupees Thirty Three and Sixty Four paise only)	
			84,395	(Rs.70.36/- Rupees	



				Seventy and Thirty Six Paise only)	
2	Equity shares under ESOP Scheme - 2013 made on 31.07.2018	593,325	155,454	NIL	Rs. 1,74,10,690.56/- (Rupees One Crore Seventy Four Lakhs Ten Thousand Six Hundred and Ninety and Fifty Six paise only)
			381,025	(Rs.33.64/- Rupees Thirty Three and Sixty Four paise only)	
			56,846	(Rs.70.36/- Rupees Seventy and Thirty Six Paise only)	

C. Any Other Information, if applicable:

- No requests for sub-division, consolidation, renewal, exchange or endorsement of calls / allotment monies have been received.
- No requests were received from the shareholders for issue of duplicate share certificate(s) during the period under review.

Kochi  
15.10.2018



For SVJS & Associates  
Company Secretaries

*[Signature]*  
SREEKUMAR P. S.  
Partner  
CP No: 8067