



April 07, 2018

The National Stock Exchange of India Limited

Exchange Plaza, Fifth Floor
Plot no. C/1, G- Block
Bandra Kula Complex
Bandra (E), Mumbai – 400051
NSE Trading Symbol- DEN

BSE Limited

15th Floor, P J Towers
Dalal Street, Mumbai - 400001
Scrip Code- 533137

Sub: - Certificate under Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015


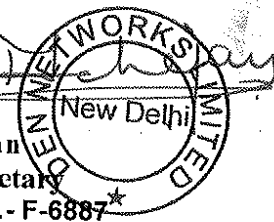
Dear Sir/ Madam,

Please find enclosed Certificate under Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, issued by Ms. Savita Jyoti, Practicing Company Secretary (COP No.1796) for the Half year ended 31st March, 2018.

You are requested to take note of the same.

**Thanking You,
Yours faithfully**

For DEN Networks Limited



Jatin Mahajan
Company Secretary
Membership No.- F-6887*

DEN Networks Limited

CIN: L92490DL2007PLC165673

Registered Office: 236, Okhla Industrial Estate, Phase – III, New Delhi – 110 020.

Landline: +91 11 40522200 || Facsimile: +91 11 40522203 || E-Mail : den@denonline.in || www.dennetworks.com

CS. SAVITA JYOTI, B.Com., F.C.S.

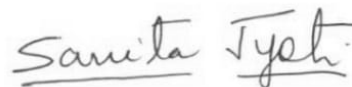
**CERTIFICATE UNDER REGULATION 40(9) OF THE SECURITIES AND EXCHANGE
BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31st March, 2018.**

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **DEN NETWORKS LIMITED** maintained by **KARVY COMPUTERSHARE PVT LTD** pertaining to transfer of equity shares of the company for the period from **1st Oct, 2017 to 31st March, 2018** for the purpose of issuing a Certificate as per regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on **31st March, 2018.**

Share/Debenture Certificate(s) relating to the transfer of Shares/Debentures received during the period from **1st Oct, 2017 to 31st March, 2018** as entered in the Memorandum of Transfers have been issued within thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

Date: 06.04.2018
Place: Secunderabad

SAVITA JYOTI ASSOCIATES



CS. SAVITA JYOTI
CP No.1796

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796