

April 23, 2018

The Manager - Listing

National Stock Exchange of India Ltd.

Exchange Plaza

Bandra Kurla Complex

Bandra (E), Mumbai -400051

The Manager - Listing

DCS- Listing

The Stock Exchange, Mumbai

Phiroz JeeJeebhoy Tower

Dalal Street

Mumbai- 400 001

Scrip Code: PNBGILTS

Scrip Code: 532366

Reg: Certificate under Regulation 40 (9) and (10) of SEBI (LODR) Regulations, 2015 – for HY ended 31.03.2018

This is in reference to the captioned subject. Enclosed please find a certificate by Ms. Ashu Gupta (proprietor of M/s Ashu Gupta & Co.), practicing Company Secretary holding CP No. 6646 as required under the captioned Regualtion of SEBI (LODR) Regulations, 2015 for the half year ended 31st March, 2018.

This is for your information and records please.

Thanking you

Yours truly, For PNB Gilts Ltd.

(Monika Kochar) Company Secretary

204A, Second Floor, 23, S.B.I. Building Opp. DLF Tower, Shivaji Marg New Delhi-110 015

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COMPANY SECRETARIES

CERTIFICATE UNDER REGULATION 40(9) OF 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, records and other documents relating to PNB GILTS LIMITED (herein after referred to as Company) having its registered office at 5, Sansad Marg, New Delhi- 110001 maintained by M/s MCS SHARE TRANSFER AGENT LIMITED (Share Transfer Agent) having office at F-65, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110020, pertaining to transfer of equity shares of the Company for the period from 1st October, 2017 to 31st March, 2018 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (listing Obligations and Disclosures Requirements) Regulations, 2015 and based on such examination as well as information and explanation furnished to me, which to the best of my knowledge and belief were necessary for the purposes of certification, I hereby certify that the Company has delivered during half year ended on 31st March, 2018:

- A) Share Certificate relating to the Share Transfer Deeds received during the period from 1st October, 2017 to 31st March, 2018 as entered in the Memorandum of Transfers, have been issued within 15 days from the respective date of lodgment of each deed excepting those rejected on technical grounds.
- B) Share Certificates in respect of requests for consolidation, sub-division, replacement, spilt & issue of duplicate certificate during the period from 1st October, 2017 to 31st March, 2018 have been issued within stipulated time from the date of lodgment.

Place: New Delhi Date: 23.04.2018 For Ashu Gupta & Co Company Secretaries

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(Ashu Gupta) Prop. NEW DELL

C.P. No. 6646