

To
The Board of Directors
CL EDUCATE LIMITED
A-41, Espire Building, Lower Ground Floor
Mohan Co-operative Industrial Area
Main Mathura Road, New Delhi – 110 044

Dear Sirs/Madam,

**CERTIFICATE AS PER 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

We have examined all the Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **CL Educate Limited** maintained by **Karvy Computershare Private Limited** pertaining to transfer of Equity Shares and issue of Share Certificates of the Company for the half year ended **31st March, 2018** for the purpose of issuing this 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, we hereby certify that for the half year ended **31st March, 2018**:

A) The Company has delivered Share Certificate(s) relating to the Share Transfer Deeds, received during half year ended **31st March, 2018** as entered in the Memorandum of Transfers, within Fifteen days from the respective date of lodgment of each deed, except those rejected on technical grounds; (**NOT APPLICABLE**, as there was **NO** transfer requests received during the period from **01st October, 2017 to 31st March, 2018**.)

and

B) The Company has issued all the certificates within 30 days for the requests received for sub-division and duplicate Share Certificates during half year ended **31st March, 2018**, (**NOT APPLICABLE**, as there was **NO** certificates issued for sub-division, consolidation, renewal, exchange or endorsement of calls / allotment monies during the period from **01st October, 2017 to 31st March, 2018**.)

For S. ANANTHA & VED LLP
Company Secretaries

Place: Mumbai
Date: 10th April, 2018

Ved Prakash
Designated Partner
CP No.: 16986