



October 26, 2016

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, 'G' Block,  
Bandra-Kurla Complex,  
Bandra (East)  
Mumbai - 400 051



Dear Sir,

**Sub: Certificate of Compliance under Regulation 40(9) and 40(11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2016**

**Ref: Tata Cleantech Capital Limited**

Pursuant to Regulations 40(9) and 40(11) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find attached the Certificate obtained from a Practicing Company Secretary certifying the compliance under the aforesaid regulations, for the half year ended September 30, 2016.

Request you to please take the same on record.

Thanking you,

Yours faithfully,

For Tata Cleantech Capital Limited

**Sunil Raut**  
Company Secretary and Compliance Officer

**TATA CLEANTECH CAPITAL LIMITED**

Corporate Identity Number U65923MH2011PLC222430

Tower A 1101 Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013 India

Tel 91 22 6606 9000 Web www.tatacapital.com

Registered Office One Forbes Dr V B Gandhi Marg Fort Mumbai 400 001 India Tel 91 22 6745 9000

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office :  
111, 11th Floor, Sai-Dwar CHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400 053  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

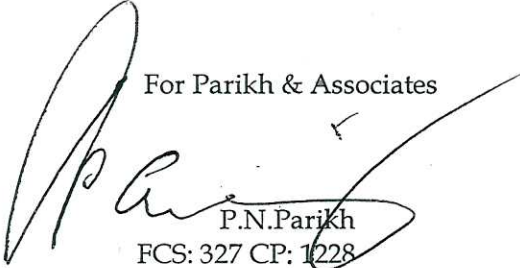
**CERTIFICATE UNDER REGULATION 61(4) READ WITH REGULATION 40 (9) AND  
40 (11) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA ( LISTING  
OBLIGATIONS AND DISCLOSURE REQUIREMENTS ) REGULATIONS, 2015 FOR  
THE HALF YEAR ENDED 30<sup>TH</sup> SEPTEMBER 2016**

Based on the Information/details provided to us by Tata Cleantech Capital Limited ("the Company"), we hereby certify that since all the Debentures issued by the Company are in Demat form, no physical debenture certificates were required to be delivered during the period from 01<sup>st</sup> April, 2016 to 30<sup>th</sup> September, 2016 pursuant to Regulation 61(4) read with Regulation 40 (9) and 40 (11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

There were no requests for transfer, transmission, name deletion, sub-division, consolidation, renewal or split as the case may be in respect of the said debentures.

Place: Mumbai  
Date: October 21, 2016



For Parikh & Associates  
  
P.N.Parikh  
FCS: 327 CP: 1228