

October 10, 2019

National Stock Exchange of India Limited Exchange Plaza, 5th 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2019

Ref.: Tata Cleantech Capital Limited

Pursuant to Regulations 40(9) and 40(11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed the Certificate obtained from a Practicing Company Secretary certifying the compliance under the aforesaid regulations, for the half year ended September 30, 2019.

Request you to please take the same on record.

Thanking you,

Yours faithfully,

For Tata Cleantech Capital Limited

Manish Parikh

Company Secretary and Compliance Officer

Encl: As above

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) OF THE SECURITES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2019

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 01st April, 2019 to 30th September, 2019pursuant to Regulation 61(4) read with Regulation 40 (9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

Place: Mumbai Date:October 10, 2019 For Parikh & Associates

P.N. Parikh

FCS: 327 CP: 1228

UDIN:F000327A000045581