

Date: 28 May 2020

The Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai - 400001

The Asst. Vice President
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block – G
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400051

BSE Scrip Code: 532852

NSE Symbol: MCDHOLDING

Sub: Certificate from Practicing Company Secretary under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

In compliance to the provisions under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith certificate from Practicing Company Secretary for half year ended 31st March, 2020.

This may please be treated as compliance of the provisions under the above said Circular.

Thanking you,

Yours faithfully,
For **McDowell Holdings Limited**



Arindam Ash
Chief Financial Officer

Encl: As above



**CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS
AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

FOR THE HALF YEAR ENDED MARCH 31, 2020
(FROM OCTOBER 01, 2019 TO MARCH 31, 2020)

We have examined all Share Transfer forms, Memorandum of Transfers, Registers, files and other documents relating to **MCDOWELL HOLDINGS LIMITED** ('the Company') maintained by **Integrated Registry Management Services Private Limited** [the Registrar and Transfer Agent (RTA)] pertaining to transfer of Equity Shares of the Company for the period from October 1, 2019 to March 31, 2020 for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the information provided by the Company/RTA, we hereby certify that during the half year ended on October 1, 2019 to March 31, 2020:

A) There were no Share Certificates relating to the Share Transfer form(s) during the period from October 1, 2019 to March 31, 2020 as the Company had not received any request for share transfer

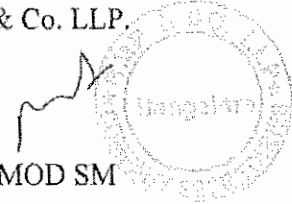
B) Share Certificates in respect of requests for exchange of duplicate have been issued within one month of lodgment.

Place : Bangalore

Date : 27th May, 2020

UDIN:F007834B000275926

For BMP & Co. LLP.



CS PRAMOD SM

Partner

FCS No.: 7834, CP No: 13784

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BMP & Co. LLP

Regd Off: # 4272, Sapthagiri, 2nd Fl, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore- 560085.
©:080 26728442, ✉ :biswajit@bmpandco.com. Web : www.bmpandco.com, LLPIN : AAI-4194