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SHRI NIWAS LEASING AND FINANCE LIMITED

Regd. Office : 22, RAJINDRA PARK, NEW DELHI - 110060
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CIN : L65993DL1984PLC019141

To
The General Manager
BSE Limited
P.J. Towers, Dalal Street,
Mumbai-400001

Subject: Undertaking for Non- Applicability of Corporate Governance Report

Dear Sir/ Madam

As per Regulation 15 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the provisions of Chapter IV of the Listing Regulations, 2015 shall be applicable to all companies whose specified securities are listed on any recognized stock exchange either on the main board or on SME Exchange or on institutional trading platform. However, the Compliance with the corporate governance provisions as specified in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V shall not be mandatory, for the time being, in respect of the following class of Companies:

A. Companies having paid up equity share capital not exceeding Rs. 10 Crore and Net Worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year;

Provided that where the provisions of regulations specified becomes applicable to a listed entity at a later date, such listed entity shall comply with the requirements of those regulations within 06 months from the date on which the provisions became applicable to the listed entity.

B. The Listed Entity which has listed its specified securities on the SME Exchange.

In view of the aforesaid, I, the undersigned, Upendra Mani Tripathi, Company Secretary cum Compliance officer of Shri Niwas Leasing and Finance Limited hereby certify that Compliances on Corporate Governance is not applicable to the company which is within the prescribed limit of Regulation 15 (2) of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 as per the last day of previous financial year. The paid up equity share capital of the Company is Rs. 3,99,70,000/- (Rupees Three Crore Ninety Nine Lakhs Seventy Thousand only) and Networth is Rs. 4,04,97,133/- (Rupees Four Crore Four Lakhs Ninety Seven Thousand One Hundred Thirty Three Only) as on 31st March, 2016.

For Shri Niwas Leasing and Finance Limited



Upendra Mani Tripathi
(Company Secretary cum Compliance officer)

Place: New Delhi
Date: 04.01.2017