Date: 26-10-2018

To

Corporate Relationship Department BSE Limited 1st Floor, Rotunda Building P.J Towers, Dalal Street, Mumbai-400 001. To

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

Dear Sir,

Subject: Certificate under Regulation 40(9) of SEBI (LODR) Regulations, 2015

Ref: Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Scrip Code: BSE- 541700/Stock Symbol: NSE-TCNSBRANDS

With respect to the subject cited above, please find the attached certificate under Reg. 40(9) of SEBI (LODR) Regulations, 2015, by Ms Himanshu G & Associates, Company Secretaries, for half year ended 30^{th} September, 2018.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For TCNS CLOTHING COLLIMITED

PIYUSH ASIJA

Company Secretary & Con





HIMANSHU G & ASSOCIATES

Company Secretaries

CERTIFICATE UNDER CLAUSE 40 (9) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS 2015 FOR THE HALF YEAR ENDED SEPTEMBER 30, 2018

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to TCNS CLOTHING CO. LIMITED Registered Office Unit No. 112, F/F, Rectangle 1, D-4, Saket, District Centre, New Delhi 110 017 maintained by KARVY COMPUTERSHARE PRIVATE LIMITED Karvy Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad 500 032, Telangana, India pertaining to transfer of equity shares of the Company for the period from 30th July 2018 to 30th September 2018 for the purpose of issuing a Certificate as per Clause 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on 30th September, 2018 Share Certificate(s) relating to the transfer of Shares received during the period from 30th July 2018 to 30th September, 2018 as entered in the Memorandum of Transfers have been issued within the period stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from the date of lodgment for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls/ allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

For Himanshu G & Associates

Company Secretaries

Himanshu Grover

Proprietor

M.No: FCS 8965, CP No: 10398

Date: October 08, 2018

Place: New Delhi