

Ref: ML/SGX/2018-19/10

October 24, 2018

To,
The Singapore Exchange Securities Trading limited
2, Shenton Way,
#19-00, SGX Centre 1,
Singapore – 068804

Re: USD 16,000,000 4.75% Convertible Bonds Due 2019 ("The Bonds")

**Sub: Certificate under Regulation 40 (9) of SEBI (LODR) Regulations, 2015 for the
half year ended on September 30, 2018**

Dear Sir/Madam,

We enclose herewith Certificate under Regulation 40, sub-regulation (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in prescribed format for the half year ended September 30, 2018, received from M/s Haresh Jani & Associates, Practicing Company Secretary.

Please acknowledge the receipt of the same.

Thanking You,

Yours faithfully,

For **Mercator Limited**



Sangeetha Pednekar
Company Secretary



Encl.: as above



HARESH JANI & ASSOCIATES, Company Secretaries

G-1, Gr. Floor, Manisha Apartment, Pushtikar Society, Road No. 4, Jogeshwari (W)(west), Mumbai 400102
email : haresh@hja.legal / hmjani@gmail.com
website: www.hja.legal Tel: 022 26780807

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

TO WHOMSOEVER IT MAY CONCERN

As required under Regulation 40, sub-regulation [9] of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have examined the relevant books, registers and other records / documents maintained by Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, the Registrars and Share Transfer Agents of Mercator Limited, ("the Company") and obtained necessary information and explanation from their Executives and Officers and the Company for the purpose of issuing certificates of Securities; and hereby certify as under:

- a) During the half year period of 01st April, 2018 to 30th September, 2018 there were 3 cases for Deletion of Name for total 7,500 shares for which the Company has issued share certificates within 30 days from the respective dates of lodgment of duly completed applications for the same;
- b) We have been informed that besides what is reported in paragraph (a) above; there were no cases lodged for Transfer, Transmission, Deletion, Transposition, Sub-Division, Consolidation, Renewal or Replacement, Exchange or Endorsement of Calls / Allotment Monies during the half-year period of 1st April, 2018 to 30th September, 2018 in respect of any securities of the Company.
- c) We have also been informed that the Company has series of Debentures existing during the period of 1st April, 2018 to 30th September, 2018 and has also issued further Debenture Certificate on 29th June, 2018. The same were issued in Physical Form. However, there were no cases lodged for Transfer, Transmission, Deletion, Transposition, Sub-Division, Consolidation, Renewal or Replacement, Exchange or Endorsement of Calls / Allotment Monies requiring issue of Certificates after meeting with such requests.
- d) This Certificate has been issued by us based on our examination of the relevant books, registers and other records / documents produced before us by the said Registrar & Share Transfer Agents / the Company / their executives / officers & agents; and the relevant information and explanation provided to us by them in this regard.

For Hareesh Jani & Associates
Practising Company Secretaries

(Ashwini Desale)
Partner



ACS No: 25191
CP No: 16892

Place: Mumbai
Date: October 23, 2018