



April 17, 2019

The BSE Limited
Listing Department
P.J. Towers
Dalal Street, Mumbai- 400001

REF: STOCK EXCHANGE CODE NO. 503349

Sub: Practising Company Secretary's Certificate under regulation 40(9) of SEBI Listing Obligations and Disclosure requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, we enclose herewith Practising Company Secretary's Certificate regarding compliance of Company's transfer of shares within the time limit during the half year ended 31st March, 2019.

Kindly take the same on record.

Thanking you,

For The Victoria Mills Limited

N. M. Kanabar

**Nikunj Kanabar
Company Secretary**



The Victoria Mills Limited

Registered Office: Victoria House, Pandurang Budhkar Marg, Lower Parel, Mumbai - 400 013.

Phone: +91-22-2497 1192/93 Fax: +91-22-2497 1194 Email : vicmill@vsnl.com / vicmill2013@gmail.com

Website : www.victoriamills.in CIN : L17110MH1913PLC000357

Company Secretaries

Ref. _____

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

FOR THE HALF YEAR ENDED 31.03.2019

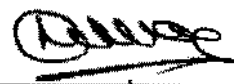
I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **THE VICTORIA MILLS LIMITED** maintained / provided by M/s Link Intime India Pvt. Ltd pertaining to transfer of equity shares of the company for the period from 1st October, 2018 to 31st March, 2019 for the purpose of issuing a Certificate as per Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) to The Victoria Mills Limited and based on the information provided by the Company and the Registrar, I hereby certify that the Company has delivered during half year ended on 31st March, 2019:

A. Save and except the share certificate covered under Transfer Deed No. TF500914, TF500915, TF500916, DL1109, and DL1110, containing aggregating 59 shares which were delivered after the period of Fifteen days, all other Share Certificate(s) relating to the transfer of Shares received during the period from 1st October, 2018 to 31st March, 2019 as entered in the Memorandum of Transfers have been issued within fifteen days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

Date: 17/4/19

Place: Mumbai

Signature: _____



NILESH G. SHAH.

Company Secretary

C. P. No: 2631

