



April 16, 2018

To,
Listing Compliance Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir/Madam,

Sub: Certificate by Practicing Company Secretary for the half year ended March 31, 2018 as per the Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Certificate dated April 11, 2018 in accordance with Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, duly furnished by J. U. Poojari and Associates (“the Practicing Company Secretary”) for the half year ended March 31, 2018.

Kindly take the same on record and acknowledge.

Thanking you,

Yours truly,
For IIFL Wealth Finance Limited



Manoj Gujarani
Company Secretary
Membership No.: ACS-22201

Encl.: As above.

IIFL WEALTH FINANCE LIMITED
(FORMERLY KNOWN AS CHEPHIS CAPITAL MARKETS LIMITED)

Corporate & Registered Office:
6th Floor, IIFL Centre, Kamala City, Senapati Bapat Marg,
Lower Parel (W), Mumbai – 400 013
Tel: (91-22) 3958 5600 | Fax: (91-22) 4646 4706

(An IIFL Group Company)
www.iiflwealthfinance.com

CIN: U65990MH1994PLC080646

**CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND EXCHANGE
BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

FOR THE HALF YEAR ENDED 31st MARCH, 2018

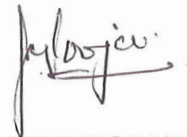
We have examined Debenture Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to IIFL Wealth Finance Ltd. (the company) maintained by the company pertaining to transfer of Non-Convertible Debenture of the company for the period from 1st October, 2017 to 31st March, 2018 for the purpose of issuing a certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, we hereby certify that:

A) As per the records made available to us there were no requests relating to transfers, sub-division (split), consolidation, renewal, exchange or endorsement of calls/allotment monies received during the period from 1st October, 2017 to 31st March, 2018.

Sr. No.	Name of Transferor	Name of Transferee	No. of Debentures	Date of transfer/transmission	ISIN	Remarks
	NIL	NIL	NIL	NIL	-	N.A

B) Any other information, if applicable: ---

For J. U. Poojari & Associates



J.U. POOJARI
FCS: 8102 CP: 8187

Place: Mumbai
Date: 11.04.2018