

April 14, 2018

To,  
Head - Listing Operations,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai – 400001

REF.:- SCRIP CODE - BSE-530879

Sub: NON- APPLICABILITY OF REGULATION 27(2) READ WITH REGULATION 15(2) OF CHAPTER IV OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir/Ma'am,

As per Regulation 15(2) of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the provisions of Corporate Governance, as provided under Regulation 27 of the Listing Regulations, are not applicable to a listed entity which has paid-up equity share capital not exceeding than Rs. 10,00,00,000/- (Rupees Ten Crore only) and net worth not exceeding Rs. 25,00,00,000/- (Rupees Twenty-Five Crore only), as on the last day of the previous financial year.

We hereby confirm that our: (a) paid-up equity share capital is less than Rs. 10,00,00,000/- (Rupees Ten Crore only); and (b) net worth is less than Rs. 25,00,00,000/- (Rupees Twenty-Five Crore only), as on the last day of the financial year ending March 31, 2018, and thus currently we are not required to submit compliance report on Corporate Governance. Please note that whenever these requirements become applicable to us, we will comply with the same within the timelines as specified under the Listing Regulations.

Certificate from the Company Secretary & Compliance Officer of the Company confirming the non-applicability of Regulation 27(2) of the Listing Regulations is enclosed herewith as Annexure – 1.

Please feel free to reach out to us if you need any information or clarification regarding the above.

For & on behalf of  
Capital India Finance Limited  
(Formerly known as Bhilwara Tex-Fin Limited)

  
Rachit Malhotra  
Company Secretary & Compliance Officer  
Membership no.: A39894



Corporate office :  
One BKC, A-Wing, 14th Floor,  
Plot C 66, G Block,  
Bandra Kurla Complex,  
Bandra East, Mumbai 400051

Registered Office :  
2nd Floor, DLF Centre,  
Sansad Marg,  
New Delhi - 110001

P : +91 22 4503 6000  
E : info@capitalindia.com  
CIN No: L74899DL1994PLC128577  
( Capital India Finance Ltd - Formerly known as Bhilwara Tex-Fin Ltd )

P : +91 11 4954 6000  
W : capitalindia.com

**TO WHOMSOEVER IT MAY CONCERN**

I, Rachit Malhotra, Company Secretary & Compliance Officer of Capital India Finance Limited (Formerly known as Bhilwara Tex-Fin Limited) ("the Company") do hereby confirm that (a) paid-up equity share capital is less than Rs. 10,00,00,000/- (Rupees Ten Crore only); and (b) net worth is less than Rs. 25,00,00,000/- (Rupees Twenty-Five Crore only), as on the last day of the financial year ending March 31, 2018, and thus currently we are not required to submit compliance report on Corporate Governance. Please note that whenever these requirements become applicable to us, we will comply with the same within the timelines as specified under the Listing Regulations.

For & on behalf of  
**Capital India Finance Limited**  
(Formerly known as Bhilwara Tex-Fin Limited)



**Rachit Malhotra**  
**Company Secretary & Compliance Officer**  
**Membership no.: A39894**



Date: April 14, 2018  
Place: New Delhi

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