

BSE Limited
25th Floor, P.J. Towers,
Dalal Street,
Mumbai-400 001.

Dated: 14.10.2015

Sub.: Regarding Non applicability of Corporate Governance Report for the quarter ended 30.09.2015.

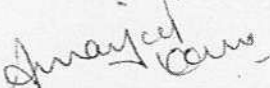
Sir,

This is with reference to the subject cited above. In this regard, please note that our company falls under the criteria 1. a. of the SEBI Circular CIR/CFD/POLICY CELL/7/2014 dated 15th September 2014.

We are enclosing herewith a certificate from the Company Secretary cum Compliance Officer of the company certifying the non applicability of Corporate Governance Report and also certifying that the paid up equity capital was below Rs. 10.00 Crores and Net Worth was below Rs. 25.00 Crores as on the last date of the previous financial year.

Kindly take the same of record and oblige.

**For EMERALD LEASING FINANCE &
INVESTMENT COMPANY LIMITED**



(Amarjeet Kaur)

Company Secretary cum Compliance Officer

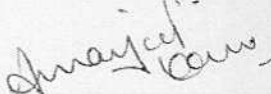
TO WHOMSOEVER IT MAY CONCERN

This is to certify that

1. The Corporate Governance Report as per clause 49 of the Listing Agreement for the quarter ended 30.09.2015 is not applicable as the Company is falling under criteria 1. a. of the SEBI Circular CIR/CFD/POLICY CELL/7/2014 dated 15th September 2014;
2. The paid up Equity Share Capital of the company was Rs. 3,04,50,000 and the net worth was Rs. 3,14,00,850 as on the last date of the previous financial year i.e. 31.03.2015

Certified to be True

**For EMERALD LEASING FINANCE &
INVESTMENT COMPANY LIMITED**



(Amarjeet Kaur)

Company Secretary cum Compliance Officer