



July 16, 2018

<p>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Telno.: 22721233 Fax No.: 22723719/ 22723121/ 22722037/ 22722041/ 22722061 BSE Scrip Code: 540776</p>	<p>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 th Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. Tel No.: 2659 8235 Fax No.: 26598237/ 26598238 NSE Symbol: SPAISA</p>
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Dear Sir,

Sub: Submission of Reconciliation of Share Capital Audit Certificate under Regulation 55A of SEBI (Depositories and Participants) Regulation, 1996 for the quarter ended June 30, 2018.

Please find enclosed herewith Reconciliation of Share Capital Audit Certificate in terms of Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For 5paise Capital Limited

**Roshan Dave
Company Secretary
Encl: a/a**

5paise Capital Limited

Corporate Identity Number: U67190MH2007PLC289249

Regd. Office: IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane – 400604
E-mail: support@5paise.com • Website: www.5paise.com

NILESH G. SHAH

B.Com., U.B (G), F.C.S.

Company Secretaries

Ref. _____

To,
The Board of Directors,
Spaisa Capital Limited
IIFL House, Sun Infotech Park,
Road No. 16V, Plot No.B-23, MIDC,
Thane Industrial Area, Wagle Estate,
Thane - 400 604.

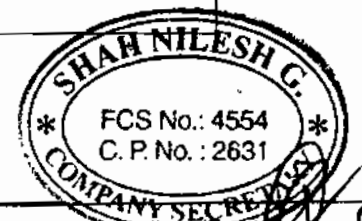
Dear Sir(s),

SUB: Reconciliation of Share Capital Audit Certificate in terms of Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996.

I have examined the Register of Members, Beneficiary details furnished by the depositories and other records / documents maintained by M/s. **Spaisa Capital Limited** (hereinafter referred to as "the Company") and M/s. **Link Intime India Pvt. Ltd.**, the Registrar and Transfer Agent of the Company, for issuing this Certificate in accordance with circular D & CC /FITTC/CIR-16/ 2002 dated December 31, 2002 issued by the Securities and Exchange Board of India read with Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996.

In my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify that:

1	For Quarter Ended	30.06.2018		
2	ISIN	INE618L01018		
3	Face Value	Equity Shares of Rs. 10/- each.		
4	Name of the Company	Spaisa Capital Limited		
5	Registered Office Address	IIFL House, Sun Infotech Park, Road No. 16V, Plot No.B 23, MIDC, Thane Industrial Area, Wagle Estate, Thane - 400 604.		
6	Correspondence Address	IIFL House, Sun Infotech Park, Road No. 16V, Plot No.B 23, MIDC, Thane Industrial Area, Wagle Estate, Thane - 400 604		
7	Telephone & Fax Nos.	Tel. Nos.: 4249 9000, Fax No.: 26850451		
8	Email Address	csteam@spaisa.com		
9	Names of the Stock Exchanges where the Company's securities are listed	BSE Limited (BSE) National Stock Exchange of India Ltd (NSE)		
		Number of Shares		
10	Issued Capital	12739022	% of Total Issued Capital	
11	Listed Capital (Exchange-wise) (as per company records)	BSE		12739022
		NSE		12739022
12	Held in dematerialized form in CDSL	1065976	08.37	
13	Held in dematerialized form in NSDL	11660837	91.53	
14	Physical	12209	00.10	
15	Total No. of shares (12+13+14)	12739022	100.00	
16	Reasons for difference if any, between (10&11), (10&15), (11&15)	N.A		



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093
Tel. : 2836 3419 Email : ngshah.cs@gmail.com

14/07/2018

NILESH G. SHAH

B.Com., LLB (G), F.C.S.

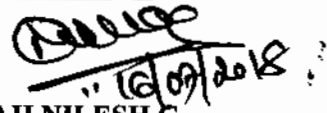
Company Secretaries

Ref. _____

17	Certifying the details of changes in share capital during the quarter under consideration as per Table Below:					
Particulars ***	No. of Shares	Applied/ Not Applied For Listing	Listed on Stock Exchanges (Names)	Whether Intimated to CDSL	Whether Intimate d to NSDL	In-prin. Approval Pending for SE (Names)
NA						
*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify).						
18	Register of Members is updated (Yes/No), If not, updated up to which date					Yes
19	Reference of previous quarter with regard to excess dematerialized shares, if any.					N.A.
20	Has the Company resolved the matter mentioned in Point No. 19 above in the current quarter? If not, reason why?					N.A.
21	Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay					
Total No. of Demat request		No. of Request		No. of shares	Reasons for delay	
Confirmed after 21 Days (From the date of receipt of DRF by RTA)		---		---	---	
Pending for more than 21 days (From the date of receipt of DRF by RTA)		---		---	---	
22	Name, Telephone & Fax No. of the Compliance Officer of the Company		Mr. Roshan Dave Tel. Nos.: 4249 9000 Fax No.: 4060 9049			
23	Name, Address, Tel. & Fax No., Registration no. of the Auditor		Nilesh G. Shah (C.S.) - FCS-4554, C.P. No. 2631 404/B, Poonam Sagar, Poonam Nagar, Off Mahakali Caves Road, Andheri (E), Mumbai - 400 093. Tel. 2820 3582 / 7824			
24	Appointment of common agency for share registry work If yes (name & address)		Link Intime India Private Limited - C-101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikroli (West), Mumbai - 400083.			
25	Any other details that the auditor may like to provide. (e.g. BIFR company, delisting from SE, company changed its name etc.) NIL					

Place : Mumbai

Date : 16/09/2018


SHAH NILESH G.
Company Secretary
FCS No. 4554 C.P. No. 2631



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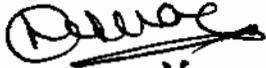
Certificate for Dematerialisation of Shares of M/s. 5PAISA CAPITAL LIMITED

I have examined all relevant Books, Registers, Forms, Documents and papers in the office of registrar and transfer agents of the Company **M/s. Link Intime India Private Limited** (formerly known as M/s. Intime Spectrum Registry Limited), in respect of dematerialisation of valid application of the shares favoring NSDL in respect of **M/s. 5paisa Capital Limited**, between 1st April, 2018 to 30th June, 2018.

The above documents are examined for the purpose of issuing Certificate as requested by the Company in connection with the relevant provisions of the regulation 54 (5) of the SEBI (Depositories & Participants) Regulation, 1996 and to meet the requirements as imposed by relevant Depositories and in this connection and to the best of the information and explanation produced before me and based on the test checking carried out, I understand that the Company has followed the procedure mentioned in the SEBI guidelines for dematerialisation of shares and :

1. The Register of members of the Company was accordingly amended and the shares were transferred in favour of the transferee.
2. The Company has adequate procedures and has satisfied itself that the transferee (or their authorised representative) and the entity requesting the dematerialisation are one and the same before confirming the dematerialisation request. the Company has further amended its register of members to indicate the transfer from the transferee to NSDL.
3. The share certificates in respect of the shares sent for dematerialisation have been duly defaced, mutilated and cancelled and the name of NSDL has been duly substituted as the registered owner.
4. The Company has adequate systems to ensure that the investor does not lose his corporate benefits on account of the transfer entries made in favour of NSDL..

The above certificate has been given based on the information produced before me by **M/s. Link Intime India Private Limited**, Registrar and Transfer Agent of the Company.


SHAH NILESH G.
Company Secretary,
C.P. No:2631



16/7/18

Ref : _____

Certificate for Dematerialisation of Shares of M/s. SPAISA CAPITAL LIMITED

I have examined all relevant Books, Registers, Forms, Documents and papers in the office of registrar and transfer agents of the Company M/s. **Link Intime India Private Limited**, in respect of dematerialisation of valid application of the shares favoring CDSL in respect of **M/s. Spaisa Capital Limited**, between 1st April, 2018 to 30th June, 2018.

The above documents are examined for the purpose of issuing Certificate as requested by the Company in connection with the relevant provisions of the regulation 54 (5) of the SEBI (Depositories & Participants) Regulation, 1996 and to meet the requirements as imposed by relevant Depositories and in this connection and to the best of the information and explanation produced before me and based on the test checking carried out, I understand that the Company has followed the procedure mentioned in the SEBI guidelines for dematerialisation of shares and :

1. The Register of members of the Company was accordingly amended and the shares were transferred in favour of the transferee.
2. The Company has adequate procedures and has satisfied itself that the transferee (or their authorised representative) and the entity requesting the dematerialisation are one and the same before confirming the dematerialisation request, the Company has further amended its register of members to indicate the transfer from the transferee to CDSL.
3. The share certificates in respect of the shares sent for dematerialisation have been duly defaced, mutilated and cancelled and the name of CDSL has been duly substituted as the registered owner.
4. The Company has adequate systems to ensure that the investor does not lose his corporate benefits on account of the transfer entries made in favour of CDSL.

The above certificate has been given based on the information produced before me by M/s. **Link Intime India Private Limited**, Registrar and Transfer Agent of the Company.



SHAH NILESH G.
Company Secretary,
C.P. No:2631



16/7/18