April 29, 2016

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G' Block,
Bandra-Kurla Complex,
Bandra (East)
Mumbai – 400 051

Dear Sir,

Sub: Certificate of Compliance under Regulation 40(9) and 40(11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2016

Ref: Tata Capital Housing Finance Limited

Pursuant to Regulations 40(9) and 40(11) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find attached the Certificate obtained from a Practicing Company Secretary certifying the compliance under the above regulations, for the half year ended March 31, 2016.

Request you to please take the same on record.

Thanking you,

Yours faithfully,
For Tata Capital Housing Finance Limited

S. Balakrishna Kamath
Company Secretary

NSE
CONTENTS NOT VERIFIED

TATA CAPITAL HOUSING FINANCE LIMITED
Corporate Identity Number U67190MH2008PLC187552
Corporate Office I-Think Techno Campus A Wing Fourth Floor Off Pokhran Road No 2 Thane West 400 607 India
Tel 91 22 6182 8282 Web www.tatacapital.com
Registered Office One Forbes Dr V B Gandhi Marg Fort Mumbai 400 001 India Tel 91 22 6745 9000

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

CERTIFICATE UNDER REGULATION 61(4) READ WITH REGULATION 40 (9) AND 40 (11) OF THE SECURITES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31ST MARCH 2016

Based on the Information/details provided to us by Tata Capital Housing Finance Limited ("the Company"), we hereby certify that since all the Debentures issued by the Company are in Demat form, no physical debenture certificates were required to be delivered during the period from 01st October, 2015 to 31st March, 2016 pursuant to Regulation 61(4) read with Regulation 40 (9) and 40 (11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

For Parikh & Associates

Place: Mumbai
Date: April 29, 2016

P.N.Parikh
FCS: 327 CP: 1228