



To
Board of Directors
Ramsons Projects Limited
21-A, Janpath
New Delhi - 110001

CERTIFICATE

We have examined the Register of Members, beneficiary details furnished by the Depositories and records/documents being maintained by M/s Ramsons Projects Ltd. and Link Intime India Pvt. Ltd., its Registrar and Share Transfer Agents for issuing this certificate, in accordance with Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 and the circular D&CC/FITTC/CIR-1612002 dated December 31, 2002 and circular No. CIR/MRD/DP/30/2010 dated September 6, 2010 issued by the Securities and Exchange Board of India.

In our opinion and to the best of our information and according to the explanations given to us by the officers of the company and based on such verification as considered necessary, we hereby certify the Reconciliation of Share Capital Audit Report annexed herewith (in the prescribed format) for the quarter ended **31st March, 2012**.

Place: Gurgaon
Date: 17-04-2012

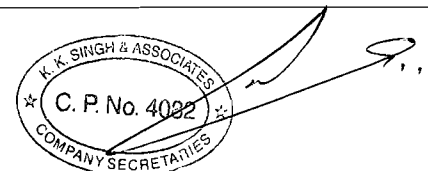
For K. K. SINGH & ASSOCIATES
Company Secretaries

CS K. K. Singh
Managing Partner
C.P.No.:-4082



RECONCILIATION OF SHARE CAPITAL AUDIT

1.	For Quarter Ended	31-03-2012					
2.	ISIN	INE609D01014					
3.	Face Value	Rs.10/- per Equity Share					
4.	Name of the Company	Ramsons Projects Limited					
5.	Registered Office Address	21-A, Janpath, New Delhi - 110001					
6.	Correspondence Address	10th Floor, Tower-D, Global Business Park, M.G. Road, Gurgaon- 122002					
7.	Telephone & Fax No.	Tel.:0124-4679000 Fax: 0124-4068304					
8.	Email Address	corprelations@ramsonsprojects.com					
9.	Name of the Stock Exchange where the company's securities are listed	BSE & DSE					
		No. of Shares		%age of total issued capital			
10.	Issued Capital	3006500		100%			
11.	Listed Capital (Exchange wise)						
	BSE & DSE	3006500		100%			
12.	Held in dematerialized form in CDSL	173662		5.78%			
13.	Held in dematerialized form in NSDL	1581404		52.60%			
14.	Physical	1251434		41.62%			
15.	Total No. of shares (12+13+14)	3006500		100%			
16.	Reasons for difference, if any, between (10&11), (10&15), (11&15)	N. A.					
17.	Certify 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 (Specify Names)	Whether intimated to NSDL	Whether intimate d to CDSL	In- principal Approval Pending for SE (Specify names)
	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	*** Rights, Bonus, Preferential Issue, ESOPS, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)				Nil		
18.	Register of Members is updated (Yes/No) If not, updated up to which date	Yes					



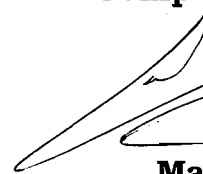



K. K. SINGH & ASSOCIATES
COMPANY SECRETARIES

19.	Reference of previous quarter with regard to excess dematerialised shares, if any,	Nil		
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 requests	No. of requests	No. of shares	Reasons for delay
	Nil	Nil	Nil	Nil
	Confirmed after 21 Days		Nil	
	Pending for more than 21 days		Nil	
22.	Name, Telephone & Fax No. of the Compliance Officer of the Company.	CS Bipin Bihare, Company Secretary & Compliance Officer. Tel.: 0124-4069506/40679000 Fax: 0124-4068304.		
23.	Name, Address, Telephone & Fax No., Registration No. of the Auditor	CS Kamal Kishor Singh, Managing Partner K. K. Singh & Associates, Company Secretaries Tel.:0124-4223251-57 Fax: 0124-4370002 C.P. No.-4082		
24.	Appointment of common agency for share registry work if yes (name & address)	Link Intime India Pvt. Ltd. A-40, 2nd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall New Delhi 110028.		
25.	Any other detail that the auditor may like to provide (e.g. BIFR company, delisting from SE, company changed its name etc.)	Nil		

Date : 17.04.2012
Place : Gurgaon

For K. K. Singh & Associates
Company Secretaries



CS K. K. Singh
Managing Partner
C.P.No.:- 4082

CERTIFICATE UNDER CLAUSE 47 OF THE LISTING AGREEMENT

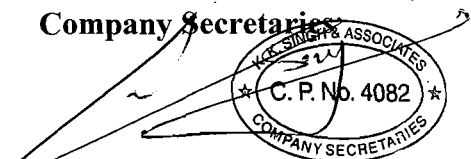
FOR THE HALF YEAR ENDED ON 31ST MARCH, 2012

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **M/s Ramsons Projects Limited** maintained by **Link Intime India Pvt. Ltd.** pertaining to transfer of equity shares of the company for the period from **1st October, 2011 to 31st March, 2012** for the purpose of issuing a Certificate as per Clause 47(C) of the Listing Agreement entered into by, **Ramsons Projects Ltd.** with concerned stock exchanges and based on the information provided by the Company and hereby certify that the Company has delivered during half year ended on **31st March, 2012**.

- A) Share Certificate relating to the Share Transfer Deeds received during the period from **1st October, 2011 to 31st March, 2012** as entered in the Memorandum of Transfers has been issued within one month from respective date of lodgment of each deed excepting those rejected on technical grounds.
- B) Share Certificates in respect of requests for exchange of duplicate and split certificates have been issued within one month of lodgment.

Date : 17.04.2012
Place : Gurgaon

For **K. K. SINGH & ASSOCIATES,**
Company Secretaries



CS K. K. Singh
Managing Partner
C.P. No.-4082.