December 30, 2016

The Board of Directors, Wellesley Corporation Limited B-210, Ansal Chamber-I Bhikaji Cama Place, New Delhi-110066

Subject: Resignation from the post of Director

Dear Sirs,

I would like to inform you that due to my other engagements, I am unable to continue as Director of the Company .Therefore, I am tendering my resignation from the Directorship of the Company with immediate effect.

Before I leave, I would like to thank the Company's Management, Board Members and the Company secretary for giving me an opportunity to enrich my knowledge and skills during my tenure as director of the company.

Kindly acknowledge this resignation letter and arrange to file necessary documents with the concerned authorities.

Thanking You. Yours Faithfully

(SAPAN MOHAN GARG)

DIN: 00061098

Nature of Document Lesignation LTD Nature of Document Lesignation Later Signatures.