



HINDUSTAN TIN WORKS LIMITED

Registered & Corporate Office : 426, DLF Tower-A, Jasola, New Delhi - 110025

CIN : L27109DL1958PLC003006

Phone : 011-4999 8888, Fax : 011-4999 8822

E-Mail : info@hindustantin.co.in

Website : http://www.hindustantin.biz

To,

Dated: 27th May, 2024

The BSE Limited.
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400001.

Sub: Submission of Annual Secretarial Compliance Report for the year ended 31st March, 2024 under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27 /2019 dated February 08, 2019, please find attached herewith copy of Annual Secretarial Compliance Report dated 18th May, 2024 issued by Messrs AVA Associates., Practising Company Secretaries (PCS), for the Financial year ended 31st March, 2024.

Kindly take the above on Record.

Thanking you,

Yours faithfully,
For **Hindustan Tin Works Limited**

Rajat Pathak
EVP (Finance) & Company Secretary

Place: New Delhi.
M No.:10336

Address: 426, DLF Tower – A, Jasola
New Delhi – 110025



AVA Associates

Company Secretaries

SECRETARIAL COMPLIANCE REPORT

Secretarial Compliance Report of **Hindustan Tin Works Limited** (CIN L27109DL1958PLC003006) for the financial year ended 31st March 2024

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Hindustan Tin Works Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at 426, DLF Tower A, Jasola, New Delhi - 110025. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I, Vinod Kumar Gupta Partner of AVA Associates Practice Company Secretary have examined:

(a) all the documents and records made available to us and explanation provided by **Hindustan Tin Works Limited** ("the listed entity"),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2024 ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Office : 107, C-240, Pandav Nagar, Delhi-110092
Ph. 09312230937 vinod.gupta.k@gmail.com

AVA Associates

Company Secretaries

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

(h) Securities and Exchange Board of India (Depository Participant) Regulations, 2018

(i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021

(j) Securities and Exchange Board of India (Investor Protection and education Fund) Regulations, 2009

(k) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(l) (other regulations as applicable) and circulars/ guidelines issued thereunder; (Note: The aforesaid list of Regulations is only illustrative.

The list of such SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.)

I/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

S.No	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	
2	Adoption and timely updation of the Policies: a) All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	Yes	

Office : 107, C-240, Pandav Nagar, Delhi-110092
Ph. 09312230937 vinod.gupta.k@gmail.com

AVA Associates

Company Secretaries

	b) All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI		
3	Maintenance and disclosures on Website: a) The Listed entity is maintaining a functional website b) Timely dissemination of the documents/ information under a separate section on the website c) Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	
4	Disqualification of Director: None of the Director(s) of the Company are disqualified under Section 164 of the Companies Act, 2013	Yes	
5	To examine details related to Subsidiaries of listed entities --: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	The Company does not have any subsidiaries company
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8	Related Party Transactions: (a) The listed entity has obtained prior	Yes	

AVA Associates

Company Secretaries

	approval of Audit Committee for all related party transactions; - (b) In case no prior approval obtained, the listed entity shall provide--detailed reasons along with confirmation whether the transactions were subsequently approved / ratified/rejected by the Audit Committee.	NA	All Prior approvals are there
9	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11	Actions taken by SEBI or Stock Exchange(s), if any: No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	Yes	
12	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation /circular /guidance note etc.	Yes	

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

S.No	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
1	Compliances with the following conditions while appointing/re-appointing an auditor: (i) If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued	NA	No Statutory Auditor is changed during the year

Office : 107, C-240, Pandav Nagar, Delhi-110092
Ph. 09312230937 vinod.gupta.k@gmail.com

AVA Associates

Company Secretaries

	<p>the limited review/ audit report for such quarter; or</p> <p>(ii) If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>(iii) If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>		
2	<p>Other conditions relating to resignation of statutory auditor</p> <p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity /material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with</p>	NA	No Statutory Auditor is changed during the year

AVA Associates

Company Secretaries

	<p>relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3	<p>The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18th October, 2019.</p>	NA	No Statutory Auditor is changed during the year

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Office : 107, C-240, Pandav Nagar, Delhi-110092
Ph. 09312230937 vinod.gupta.k@gmail.com

AVA Associates

Company Secretaries

SN o	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Devi- ation s	Actio n Taken by	Type of Actio n	Details of Violatio n	Fine Amt	Observ- ation s / Rem- arks of the Prac- ticing Com- pany Secr- etary	Man- age- ment Res- pon- se	Re- mar k
		NIL								

The listed entity has taken the following actions to comply with the observations made in previous reports:

SN o	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Devi- ation s	Actio n Taken by	Type of Actio n	Details of Violatio n	Fine Amt	Observ- ation s / Rem- arks of the Prac- ticing Com- pany Secr- etary	Man- age- ment Res- pon- se	Re- mar k
		NIL								

Note:

Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.

Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.

E.g. In the report for the year ended 31st March, 2024, the PCS shall provide a list of:

Office : 107, C-240, Pandav Nagar, Delhi-110092
Ph. 09312230937 vinod.gupta.k@gmail.com

AVA Associates

Company Secretaries

* all the observations in the report for the year ended 31st March, 2023 along with the actions taken by the listed entity on those observations.

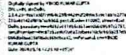
* the observations in the reports pertaining to the year ended 31st March,2023 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.)

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

FOR AVA Associates Company Secretaries

VINOD KUMAR
GUPTA



CS Vinod Kumar Gupta
FCS-3648 CP-2148
UDIN : F003648F000396480
PR No: 1478/2021

Place : New Delhi
Dated 18^h May, 2024