

NEAPS/ BSE ONLINE

22<sup>nd</sup> June, 2020

**The Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
1st Floor, New Trading Ring  
Rotunda Building  
Mumbai – 400 001**

**Listing Department  
National Stock Exchange of India Limited  
Plot No. C/1, Block-G  
Exchange Plaza, 5th Floor,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051**

Dear Sir/ Madam,

**Sub: Annual Secretarial Compliance Report for the year ended 31.03.2020**

Please find enclosed Annual Secretarial Compliance Report of the Company for the year ended 31<sup>st</sup> March, 2020 issued by DMK Associates, Company Secretaries dated 8<sup>th</sup> June, 2020 pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your reference and record.

We believe you will find the same in order.

Thanking you,

For **HSIL LIMITED**



**(Pulkit Bhasin)  
Company Secretary**

**Name: Pulkit Bhasin  
Address: 301-302, 3<sup>rd</sup> Floor, Park Centra, Sector-30, NH-8, Gurugram-122001  
Membership No. 27686**

Encl. As above

SECRETARIAL COMPLIANCE REPORT OF HSIL LIMITED  
FOR THE YEAR ENDED 31 MARCH 2020

We have examined all the documents and records made available to us and explanation provided by HSIL Limited (CIN L51433WB1960PLC024539) (hereinafter referred to as the "Company") having its registered office at 2, Red Cross Place, Kolkata- 700001 in relation to:

- (a) the filings/ submissions made by the Company to the stock exchanges,
- (b) website of the Company,
- (c) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31 March, 2020 (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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the Audit Period);
- (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 (Not applicable to the Company during the Audit Period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);

- (g) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares)Regulations,2013 **(Not applicable to the Company during the Audit Period);**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015; and
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

and based on the above examination, We hereby report that, during the Review Period:

- a) The Company has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- b) The Company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- c) The following are the details of actions taken against the Company/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NIL				

- d) The Company has taken the following actions to comply with the observations made in previous reports:



Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i>	Actions taken by the Company, if any	Comments of the Practicing Company Secretary on the actions taken by the Company
NIL				

- e) Since the Auditors have already been appointed, the terms of appointment of Statutory Auditors have been suitably modified to give effect to 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Date : 08.06.2020  
Place : New Delhi

For DMK Associates  
Company Secretaries

*Monika*



(MONIKA KOHLI)  
B. Com (H), FCS, LL.B. I.P.  
PARTNER  
FCS 5480, C P 4936  
UDIN : F005480B000326451