

Hindustan Motors

Registered Office :
Hindustan Motors Limited
Birla Building, 13th Floor
9/1, R. N. Mukherjee Road
Kolkata - 700 001

CIN-L34103WB1942PLC018967
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T +91 033 30573700 hmcosecy@hindmotor.com
T +91 033 30410900 www.hindmotor.com



30th June, 2020

- 1 The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400 051
(Company Code : HINDMOTORS)
- 2 Corporate Relationship Dept.
BSE Limited
1st floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai – 400 001
(Company Code : 500500)

Dear Sir(s),

Sub : Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Secretarial Compliance Report issued by practicing company secretary for the year ended on 31st March, 2020.

Thanking you,

Yours faithfully,
For Hindustan Motors Limited

Prativa Sharma

Prativa Sharma
Company Secretary

Encl : As above.



RBM & Associates
Company Secretaries

mandal_rb@yahoo.co.in | rbm.associates@yahoo.com | www.rbmresources.com

SECRETARIAL COMPLIANCE REPORT
HINDUSTAN MOTORS LIMITED
(CIN: L34103WB1942PLC018967)
For the Financial Year Ended March 31, 2020

We RBM & ASSOCIATES of 158 Lenin Sarani, 2nd Floor, Kolkata-700013 have examined:

- (a) all the documents and records made available to us and explanation provided by **HINDUSTAN MOTORS LIMITED** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges which were duly complied,
- (c) website "www.hindmotor.com" of the listed entity where all the stock exchange compliances were duly complied.
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31.03.2020 ("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 there under; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued
T
here under, 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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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158, Lenin Sarani, 2nd Floor, Kolkata - 700013

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (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 and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) other regulations as applicable and circulars/guidelines issued thereunder;

(Note: The aforesaid list of Regulations is only illustrative. The list of all SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.) and based on the above examination, We hereby report that, during the Review Period.

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines Issued there under, 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 |
|--------|---|-----------------------|--|
| | Not Applicable | Not Applicable | |
| | | | |

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ 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 |
|--------|-----------------------|-----------------------|--|--|
| | Not Applicable | Not Applicable | Not Applicable | |

d) The listed entity 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 31.03.2020 | Action taken by the listed entity, if any | Comments of the practicing company secretary on the actions taken by the listed entity |
|--------|--|--|---|--|
| | Not Applicable | Not Applicable | Not Applicable | |

Note

1. 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.
2. 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

Place: Kolkata

Date: 30/06/2020

For RBM & ASSOCIATES
Company Secretaries

Radhaballa Mandal
(Proprietor)
M.No-F8182

