

CS KAMAL SABOO

(ACS, LLB, M.Com.)

Practicing Company Secretary

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Secretarial compliance report of HBL Power Systems Limited for the year ended March 31, 2020

(Note: This is Annual Compliance report is issued on June 01, 2020 pursuant to SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020)

To

The Board of Directors

HBL Power Systems Limited,

CIN: L40109TG1986PLC006745,

Registered Office :8-2-601, Road No.10,

Banjara Hills, Hyderabad - 500 034, Telangana.

I, Kamal Saboo, Practicing Company Secretary, have examined:

- a. all the documents and records made available to me and explanation provided by HBL Power Systems Limited ("HBL"/"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 March 31, 2020 ("Review Period") in respect of compliance with the provisions of :

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- ii. 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:-

- I. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- II. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- III. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- IV. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- V. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- VI. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- VII. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
- VIII. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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

- a. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:- **No such instances**
- b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.
- c. No action has been 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

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Practicing Company Secretary

Membership # A20902; COP # 20802



- circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:
- d. The listed entity has taken the following actions to comply with the observations made in previous reports:
Not Applicable

UDIN number A020902B000306869

Date: 01.06.2020
Place: Hyderabad



Name of the PCS: Kamal Saboo
ACS No.:20902 CP No. :20802

CS Kamal Saboo
Practicing Company Secretary
Membership # A20902; COP # 20802