



RBM & Associates Company Secretaries

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SECRETARIAL COMPLIANCE REPORT

HINDUSTAN MOTORS LIMITED

(CIN: L34103WB1942PLC018967)

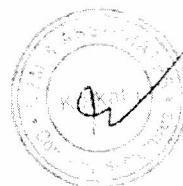
For the Financial Year Ended March 31, 2022

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 31.03.2022 ("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 specific Regulations, whose provisions and the circulars/guidelines issued there 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,
- (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,



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- (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 there under.

(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
	N.A	N.A	N.A

- (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 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 there under:

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
	N.A	N.A	N.A	N.A



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

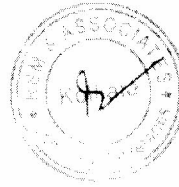
Sr No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2022	Action taken by the listed entity, if any	Comments of the practicing company secretary on the actions taken by the listed entity
	Not Applicable	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

Date: 20.04.2022

Place: Kolkata



For RBM & ASSOCIATES
Company Secretaries

Radhabalay Mandal
(Proprietor)

M.No-F8182

CP No: 20376

UDIN: F008182D000171026