

K. C. NEVATIA & ASSOCIATES

**COMPANY SECRETARIES**

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*K. C. Nevatia*

B.Com. (Hons.), LL.B., F.C.A., F.C.S

Office No:+91 8097121772

Mobile No:+91 9821489502

J-2, Jolly Highrise  
Apartments, 10th Floor,  
241-A, Pali Mala Road,  
Bandra (West),  
Mumbai - 400 050.

**ANNUAL SECRETARIAL COMPLIANCE REPORT**

**OF**

**HINDOOSTAN MILLS LIMITED**

**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022**

*[Pursuant to circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 issued by  
Securities and Exchange Board of India]*

We, K.C. Nevatia & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Hindoostan Mills Limited (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (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 31<sup>st</sup> March, 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 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”);

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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depositories and participants) Regulations, 2018;
- (e) Securities and Exchange Board of India (Registrars to an Issue and share Transfer Agents) Regulations, 1993;

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 thereunder;
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder to the extent as mentioned above, 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 either by SEBI or by Stock Exchange (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 AS NO ACTION WAS TAKEN AGAINST THE COMPANY/PROMOTERS/DIRECTORS EITHER BY SEBI OR BY STOCK EXCHANGE DURING THE FINANCIAL YEAR UNDER REFERENCE.				



(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	The Company has delayed in complying with regulation 13(3) for eight days with BSE Limited.	2020-21	Penalty of Rs.9440/- was imposed by BSE Limited and the same has been paid by the company to BSE Limited and also requested to BSE Limited to waive the penalty and request of the Company was acceded by BSE Limited.	The amount of penalty has been paid by the company and the request of the Company to waive the penalty was accepted by BSE Limited.
2.	The Company has delayed in submitting the shareholding pattern under regulation 31(1)(b) for three days with BSE Limited	2020-21	Penalty of Rs.7080/- was imposed by BSE Limited and the same has been paid by the company to BSE Ltd. The Company has also requested to BSE Limited to waive the penalty and request of the Company was acceded by BSE Limited.	The amount of penalty has been paid by the company and the request of the Company to waive the penalty was accepted by BSE Limited.



3.	Delay in submission of disclosure of Related party transactions to BSE Limited under Regulation 23(9) of SEBI(LODR),Regulations, 2015- for the half year ended 30th September,2020	2020-21	Penalty of Rs.2,47,800/- was imposed by BSE Limited. The Company has e-mailed to BSE Limited requesting for waiver of fine imposed and the fine has been waived by BSE Limited vide their e-mail dated 20 <sup>th</sup> July,2021.	BSE Limited (vide their email dated 20 <sup>th</sup> July,2021) has waived the penalty levied.
4.	Delay in submission of Certificates on compliance of Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 30th June, 2020, 30th September, 2020, 31st December, 2020 and 31st March, 2021.	2020-21	The Company has submitted the certificates to stock exchange on 1 <sup>st</sup> May,2021.	The Company has complied with said regulations on 1 <sup>st</sup> May,2021.

**For K.C. NEVATIA & ASSOCIATES**

**COMPANY SECRETARIES**



*K.C. Nevatia*

**K. C. NEVATIA**

**Proprietor**

**FCS No.: 3963**

**C P No.: 2348**

**UDIN:F003963D000211467**

**Place: Mumbai**

**Date: 25/04/2022**