

HCC/SEC/2022

May 26, 2022

BSE Limited

The Corporate Relationship Dept, 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.

Scrip Code: 500185

National Stock Exchange of India Ltd.

Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051.

Scrip Code: HCC

Dear Sirs,

Sub: Annual Secretarial Compliance Report for the year ended 31st March 2022

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are attaching herewith the Annual Secretarial Compliance Report for the financial year 2021-22.

Kindly take the above information on record.

Thanking you,

Yours faithfully

For Hindustan Construction Company Ltd.

Nitesh Kumar Jha Company Secretary

Hindustan Construction Co Ltd

Hincon House, LBS Marg, Vikhroli (West), Mumbai - 400 083, India

Tel: +91 22 2575 1000 Fax: +91 22 2577 7568

CIN: L45200MH1926PLC001228



SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

To
The Board of Directors
Hindustan Construction Company Limited

We, BNP & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by Hindustan Construction Company Limited ("the listed entity/ the Company"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant as well as the one provided to us by the Company, to make this certification,

for the Financial Year ended March 31, 2022 (" Review Period") and the Company has ensured compliance with respect to 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, relevant provisions and the circulars/ guidelines issued by Regulatory authority thereunder, have been examined, which inter-alia 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 (Share Based Employee Benefits and sweat equity) Regulations, 2021;
 - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008

Page 1 of 4



T: +91 22 2890 0426 +91 22 2890 0176

W: www.bnp-associates.com

- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and
- (f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- II) The following regulations were not applicable to the Company during the period under review:-
 - (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (b) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, and
 - (c) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013.

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, except in respect of matters specified below:-

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

(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.





T: +91 22 2890 0426 +91 22 2890 0176 W: www.bnp-associates.com

(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.	Action taken by	Details of	D	etail	s of act	ion taken	Observati	ons/	
No.		violation	E.	.g.	fines,	warning	remarks	of	the
			le	etter	, debarn	nent, etc.	Practicing	Com	pany
							Secretary		
		NIL							

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

Observations of the Practicing Company Secretary in the previous reports	made in the	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Exchange of India Limited (NSE) and the Bombay Stock	under Reg 17 (1) of Securities and Exchange Board of	The Company was levied a fine of Rs. 2,12,400 by both National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited (BSE) for noncompliance with the provisions relating to Regulation 17 (1) and the other related regulations in respect of Composition of Board and appointment of Woman Independent Director for the period commencing from 01st	complied with the

Page 3 of 4



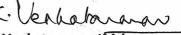


T: +91 22 2890 0426 +91 22 2890 0176

W: www.bnp-associates.com

	January 2020.The said
	non -compliance was
	noted by the Stock
The state of the s	Exchanges during the
	quarter ended
	31.03.2020 and the
	Company was informed
	accordingly
	During the year under
	review, the Company
	has paid the aforesaid
	enalty of Rs. 2,12,400,
	each to BSE and NSE on
	26.10.2020 by RTGS/
	NEFT.
	has paid the aforesaid enalty of Rs. 2,12,400, each to BSE and NSE on 26.10.2020 by RTGS/

(e)Since there was no change in the Statutory Auditors of the company during the period under review, the compliance with the requirements of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019 is not applicable during the year ended March 31, 2022



Venkataraman Krishnan

Associate Partner ACS No.: -8897/ COP No.: - 12459

For BNP & Associates

Company Secretaries

[Firm Regn. No. P2014MH037400] [PR No.: -637 / 2019]

UDIN: - A008897D000308405

Date: - 12th May, 2022 Place: - Mumbai