

ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
HINDOOSTAN MILLS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2021

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

We, **K.C. Nevatia & Associates**, Practicing Company Secretaries, state that physical verification of documents of **Hindoostan Mills Limited** could not be done by us due to the restriction imposed by the Maharashtra state Government on account of spread of COVID-19.

The relevant information and documents as stated hereunder were examined by us as produced electronically by the Company:

- (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 31st March, 2021 ("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");

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 information provided by the Company electronically, 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 Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 13 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015	The Statement of Investor complaints for the quarter ended 31st March, 2020 was submitted on 25th May, 2020.	The Company has delayed in complying with regulation 13(3) for eight days with BSE Limited.
2.	Regulation 31(1) (b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015	The shareholding pattern for the quarter ended 31st March, 2020 was submitted on 20th May, 2020	The Company has delayed in submitting the shareholding pattern under regulation 31(1)(b) for three days with BSE Limited.
3.	Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires disclosure of related party transactions on consolidated basis for the half year.	The Disclosure of related party transaction on consolidated basis for the half year ended 30th September, 2020 was submitted to the stock exchange on 19th January 2021.	The Company has delayed in complying with regulation 23(9) for the half year ended 30th September, 2020.

4.	Regulation 74(5) of SEBI (Depository Participants) Regulations, 2018	The 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 were submitted to the stock exchange on 1st May, 2021	The Company has delayed in complying with this regulation due to non-availability of data/information from RTA.
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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder to the extent applicable to it, in so far as it appears from our online 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.
1.	BSE LIMITED	Non-compliance of Regulation 13(3) of SEBI (LODR), Regulations, 2015-Delay in submission of The Statement of Investor complaints	Penalty of Rs.9440/- was imposed by BSE Limited.	The Company has paid the penalty and requested to BSE to waive off the penalty and the same was approved by BSE Limited.
2.	BSE LIMITED	Non-compliance of Regulation 31(1) (b) of SEBI (LODR), Regulations, 2015-Delay in submission of Shareholding Pattern	Penalty of Rs.7080/- was imposed by BSE Limited.	The Company has paid the penalty and requested to BSE to waive the penalty and

				request of the Company was acceded by BSE Limited.
3.	BSE LIMITED	Non-compliance of Regulation 23(9) of SEBI (LODR), Regulations, 2015-Delay in submission of disclosure of Related party transaction for the half year ended 30th September, 2020	Penalty of Rs.2,47,800/- was imposed by BSE Limited.	The Company has not paid the penalty till the date of signing of this report.

(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
NOT APPLICABLE AS NO ACTION WAS REQUIRED TO BE TAKEN AS PER PREVIOUS REPORT.				

For K. C. Nevatia & Associates

Company Secretaries

K. C. Nevatia

Proprietor

FCS No.: 3963

C P No.: 2348

UDIN: F003963C000335085

Place: Mumbai

Date: 17/05/2021