



**HINDUSTHAN UDYOG LTD.**

Registered Office :  
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84/1A, Topsia Road, (South)  
Kolkata- 700 046, India  
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E-mail : hulho@hul.net.in  
CIN No. : L27120WB1947PLC015767

Date: 30<sup>th</sup> May, 2025

The Secretary  
Department of Corporate Services  
BSE Limited  
P. J. Towers, 25<sup>th</sup> Floor, Dalal Street  
Mumbai – 400001

**SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED 31.03.2025**

Dear Sir,

Enclosed please find herewith Annual Secretarial Compliance Report of **HINDUSTHAN UDYOG LIMITED** for the year ended 31<sup>st</sup> March, 2025 as required in terms of Regulation 24A of SEBI (LODR) Regulations, 2015 issued by the Secretarial Auditor who is a Peer Reviewed Practicing Company Secretary.

The above is for your information and records.

Thanking you.

Yours Faithfully,

**FOR HINDUSTHAN UDYOG LIMITED**

*Shikha Bajaj*

[SHIKHA BAJAJ]

**COMPANY SECRETARY & COMPLIANCE OFFICER**



**ENCL: AS ABOVE**



### **SECRETARIAL COMPLIANCE REPORT OF HINDUSTHAN UDYOG LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2025**

We, Rinku Gupta & Associates, Company Secretaries, have examined:

- (a) All the documents and records made available to us and explanation provided by **HINDUSTHAN UDYOG 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, 2025 (“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, 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; and circulars/ guidelines issued thereunder.

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 matter specified below:

Sr No	Compliance Requirement	Regulation/	Deviations	Action	Type of	Details of Violation	Fine Amount	Observations/	Management	Remarks
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	(Regulations/ circulars/ guidelines including specific clause)	Circular No.		Take n by	Acti on			Remarks of the Practicing Company Secretary	Response	rks
1.	Compliance with the requirements pertaining to appointment/ continuation of Non- Executive Director who has attained the age of 75 years	Reg 17(1A) of LODR	Delay in obtaining Share holders' approval	BSE Ltd.	Fine	Delay in obtaining Share holders' approval	Rs.2,14,760	The listed entity has paid the requisite fine to BSE Ltd.	Compliance was made by obtaining Share holders' approval and payment of fine	-

- (b) There were no observations made by us in our previous Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2024 against which actions were pending to be taken by the Listed Entity.
- (c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr No	Particulars	Compliance Status (YES/NO/NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standards:</u> The compliances of the Listed Entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	YES	-
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Listed Entity.</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI.</li> </ul>	YES	-
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> <li>• The Listed Entity is maintaining a functional website.</li> <li>• Timely dissemination of the documents/ information under a separate section on the website.</li> <li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li> </ul>	YES	-
4.	<u>Disqualification of Director:</u> None of the Director of the Company is disqualified under	YES	-

	Section 164 of Companies Act, 2013.		
5.	<p><u>To examine details related to Subsidiaries of Listed Entity:</u></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	<p>NA</p> <p>YES</p>	<p>The Listed Entity has no material subsidiary</p> <p>-</p>
6.	<p><u>Preservation of Documents:</u></p> <p>The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the LODR Regulations.</p>	YES	-
7.	<p><u>Performance Evaluation:</u></p> <p>The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	YES	-
8.	<p><u>Related Party Transactions:</u></p> <p>(a) The Listed Entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>(b) In case no prior approval obtained, the Listed Entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.</p>	<p>YES</p> <p>NA</p>	<p>-</p> <p>The Listed Entity has obtained required prior approvals</p>
9.	<p><u>Disclosure of events or information:</u></p> <p>The Listed Entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder.</p>	YES	-
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The Listed Entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	YES	-
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No Actions taken against the Listed Entity's promoters/ directors/ subsidiaries either by SEBI or by Stock Exchange (including under the Standard Operating Procedures (SOP) issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.</p> <p>The action taken against the listed entity by Stock Exchange under SOP is specified in the last column.</p>	<p>YES</p> <p>YES</p>	<p>-</p> <p>Refer point (a) above</p>
12.	<p>Resignation of statutory auditors from the Listed Entity or its material subsidiaries:</p> <p>In case of resignation of statutory auditor from the Listed Entity or any of its material subsidiaries during the financial year, the Listed Entity and/or its material subsidiary(ies)</p>	NA	There was no resignation of the statutory auditors

	has/have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provision of the LODR Regulations by listed entities.		
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance was observed for all SEBI regulation/circular/guidance note, etc.	NA	-



PLACE: KOLKATA  
DATE: 30-05-2025

**FOR RINKU GUPTA & ASSOCIATES  
COMPANY SECRETARIES**

  
**RINKU GUPTA**  
Company Secretary in Practice

**RINKU GUPTA  
COMPANY SECRETARY IN PRACTISE  
FCS-9237, CP NO. 9248**

**UDIN: F009237G000506118**

**PR No.1385/2021  
Firm Registration No. S2011WB155900**