Hindustan Adhesives Ltd.

Date: 30.05.2019

The Manager,
Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebbhoy Towers
Dalal Street, Mumbai-400001

BSE Scrip Code-514428

Dear Sir/Madam,

Sub: Annual Secretarial Compliance report of the Company for the Year ended March 31, 2019

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, Company has appointed Mr. Puneet Kumar Pandey., Practicing Company Secretaries, as Auditor of the Company for the financial year ended on 31 March, 2019. They have carried out the audit and submitted Annual Secretarial Compliance Report. We are enclosing the copy of the same for your record.

You are requested to take the above information in your records.

For Thanking You,
Yours faithfully,

For HINDUSTAN ADHESIVES LIMITED

(MADHUSUDAN BAGLA)
Managing Director
DIN: 01425646

PUNEET KUMAR PANDEY
COMPANY SECRETARY

C-4/216, SECTOR-6
ROHINI, NEW DELHI-110085

Secretarial Compliance report of Hindustan Adhesives Limited for the year ended 31st March, 2019
(Pursuant to SEBI vide its circular no.- CIR/CFD/CMD1/27/2019 Dated 8th February, 2019)

We have examined:

(a) all the documents and records made available to us and explanation provided by Hindustan Adhesives Limited ("the listed entity"),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(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, 2019 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 thereunderand 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018;**(Not Applicable to the Company during the Audit Period)**

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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Company Secretary

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations,2018;**(Not Applicable to the Company during the Audit Period)**

(e) Securities and Exchange Board of India (Share Based Employee Benefits)Regulations, 2014;**(Not Applicable to the Company during the Audit Period)**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **(Not Applicable to theCompany during the Audit Period)**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;**(Not Applicable to the Company during the Audit Period)**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, We hereby report that, during the review period:

(a) The Listed entity has complied with the provision of the above Regulations and circular/ Guidelines issued thereunder, <u>except</u> in respect of matters specified below:-

Sr. No	**Compliance Requirement (Regulations/ circulars / Guidelines including specific Clause)**	**Deviations**	**Observations/ Remarks of the Practicing Company Secretary**
None			

(b) The Listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar 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 theaforesaid 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.**

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C.P. No. 10913
Company Secretary

None

(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 31st march,2019	Action taken by the Listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
None				

*This being the first reporting since the notification ofthe requirements to submit the report, reporting on actions to comply with theobservations made in the previous reports does not arise.

Place: Delhi
Date: 30.05.2019

PUNEET KUMAR PANDEY C.p. No. 10913 Company Secretary

Puneet Kumar Pandey
M. No.: A29848
C P NO.: 10913

Note: Above findings are based upon the records made available by the company and online inspections.