

**Secretarial Compliance Report of HPL Electric & Power Limited**  
(having CIN L74899DL1992PLC048945) for the financial year ended 31<sup>st</sup> March, 2021  
(Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015)

We have examined:

- a) all the documents and records made available to us and explanation provided by HPL Electric & Power 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 March 31, 2021 ("Review Period") in respect of compliance with the provisions of:
  1. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  2. 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and includes circulars/guidelines issued thereunder; and based on the above examination,

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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	Prior Intimation of the Board Meeting in which financial results were to be considered under Regulation 29(2) of SEBI Listing Regulations, 2015	Delay in Prior Intimation of Board Meeting held on 12 <sup>th</sup> January, 2021 to NSE and BSE	Due to the Covid-19 pandemic, there was delay in receiving the confirmation of availability of some of the directors of the company and therefore the board meeting dated 12 <sup>th</sup> January, 2021 was held at shorter notice. Consequently, the company delayed in intimating to NSE and BSE.

(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.

(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. 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	NSE and BSE	Delay in Prior Intimation about the Board Meeting held on 12 <sup>th</sup> January, 2021 as per Regulation 29(2)	Penalty amounting Rs. 10,000 was imposed by NSE and BSE both	Due to the Covid-19 pandemic, there was delay in receiving the confirmation of availability of some of

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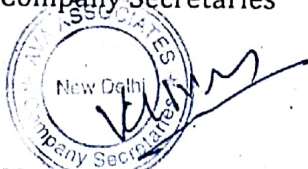


		of the SEBI Listing Regulations 2015	separately.	the directors of the company and therefore the board meeting dated 12 <sup>th</sup> January, 2021 was held at shorter notice. Consequently, the Company delayed in intimating to NSE and BSE
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(d) The listed 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 in the compliance for the year:	made in the secretarial report NA	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA					

For AVA Associates.  
Company Secretaries



CS Vinod Kumar Gupta  
Partner  
FCS: 3648  
CP: 2148  
UDIN F003648C000430129  
Place: Delhi  
Date: 7<sup>th</sup> June 2021

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