

**Secretarial compliance report of M/s. Hira Automobiles Limited for the year ended****31<sup>st</sup> March, 2022**

I, Ravinder Kumar, a Practising Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by **M/s. Hira Automobiles 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 **31<sup>st</sup> March, 2022** ("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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under *by* the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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;
- (I) Nil (other regulations as applicable)

And based on the above examination, I hereby report that, during the Review Period

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below: -

Sr. No.	Compliance Requirement (Regulations/Circulars/guidelines including specific clauses)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	<u>Regulation 38 of SEBI (LODR) Regulations, 2015.</u> The Company is required to maintain minimum public shareholding of 25%	Public shareholding is 04.28% only as on <b>31.03.2022</b>	This is continuing violation and SEBI has already passed an order and promoters are restrained to deal in securities of the Company and to accept position of a Director in any other listed entity till MPS is achieved

2	<u>Regulation 31 (2) of SEBI (LODR) Regulations, 2015.</u> The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form.	<b>41.69%</b> shares are held in demat form as on <b>31.03.2022</b>	There is no change in Percentage of Demat of shares of promoters
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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my/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 there under:

- Shareholding of promoters/Directors has been freezed by NSDL during the year for not updating DN database.

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

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	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	<u>Regulation 38 of SEBI (LODR) Regulations, 2015</u>	NIL	Public shareholding is 04.28% only as on 31.03.2021
2	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	<u>Regulation 31 (2) of SEBI (LODR) Regulations, 2015</u>	NIL	41.69% shares are held in demat form as on 31.03.2021

**RAVINDER KUMAR**  
FCS-4569, CP No. 8444  
UDIN- F004569D000435417

**DATE-30.05.2022**  
**PLACE-RAJPURA**