



April 12, 2017

- 1 The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400 051
(Company Code : HINDMOTORS)
- 2 Corporate Relationship Dept.
BSE Limited
1st floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai – 400 001
(Company Code : 500500)

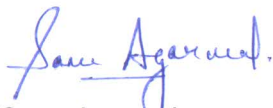
Dear Sirs

Re: Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find the requisite Certificate dated 12th April, 2017, issued by Ms. Shalini Deen Dayal, a practising Company Secretary for the half-year ended 31st March, 2017.

Thanking you,

Yours faithfully
For Hindustan Motors Limited


Sanu Agarwal
Company Secretary

Encl : As above.

**CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

FOR THE HALF YEAR ENDED MARCH 31, 2017

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, Files and other documents relating to **HINDUSTAN MOTORS LIMITED** having its registered office at "Birla Building", 10th Floor, 9/1 R N Mukherjee Road, Kolkata-700001 maintained by **KARVY COMPUTERSHARE PRIVATE LIMITED**, the Registrar and Share Transfer Agents of Hindustan Motors Limited pertaining to transfer of equity shares of the company for the period from **1st October, 2016** to **31st March, 2017** for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 as entered into by Hindustan Motors Limited with Stock Exchanges (NSE & BSE) and based on the information provided by the Company, I hereby certify that -

1. Share/Debenture Certificate(s) relating to the transfer of Shares/Debentures received during the period from **1st October, 2016** to **31st March, 2017** as entered in the Memorandum of Transfers have been issued within thirty days of the date of lodgment for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.



Shalini Deen Dayal
Company Secretary
C.P No: 2452

Place: Secunderabad
Date: 12th April, 2017