

Ref No: *HDIL/CSD/2019-20/000430*

May 30, 2019

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

The Manager,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Scrip Code: 532873

Security Symbol: HDIL

Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2019:

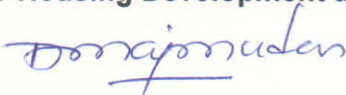
Dear Sir / Madam,

With reference to the above captioned subject and Pursuant to Regulation 24 (A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & in terms of Clause 3(b) (iii) of the SEBI Circular No. CIR/CFD/CMDI/27/2019 dated February 08, 2019 we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the Financial Year ended March 31, 2019 issued by SG and Associates, Practicing Company Secretary.

Kindly take the same in your records and inform the Stakeholders accordingly

Thanking You

Yours truly,
for **Housing Development and Infrastructure Limited**



Darshan D. Majmudar
Chief Financial Officer & Company Secretary
Encl: A/a





Secretarial Compliance Report
Housing Development And Infrastructure Limited
For the year ended 31.03.2019

I, Mr Suhas Sadanand Ganpule, Proprietor of S G and Associates, Practicing Company Secretary have examined:

All the documents and records made available to me and explanation provided by M/s. **Housing Development And Infrastructure Limited** ("the listed entity"),

- (a) The filings/ submissions made by the Listed entity to the Stock Exchanges have been duly complied with,
- (b) Website of the listed entity is properly updated,
- (c) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31.03.2019 ("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 (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 (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (f) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - Not Applicable.
- (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.- Not Applicable.
- (i) The Securities and Exchange Board of India (Mutual Funds) Regulations, 1996.
- (j) Secretarial Standards issued by The Institute of Company Secretaries of India.

and circulars/ guidelines issued thereunder;

Based on the above examination, I hereby report that, during the Review Period:

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.	NIL	NIL	NIL

(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 my 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,	Observations/ remarks of the Practicing Company Secretary, if





SG & ASSOCIATES

Company Secretaries

9820057999 / 9819757999
E-mail : suhas62@yahoo.com
E-mail : sg.sgfirm@gmail.com

Room No.1, 1st Floor, New Vora House,
Gram Panchayat Road, Above Kajal
Jewellers, Goregaon (West), Mumbai - 62.

			debarment, etc.	any.
	NIL	NIL	NIL	NIL

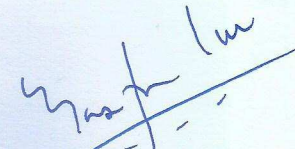
(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2018:- NA	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	NIL	NIL	NIL	NIL

Place: Mumbai

Date: 30.05.2019




SUHAS S. GANPULE
ACS/ FCS No.:12122
C P No.:5722