SECRETARIAL COMPLIANCE REPORT OF CHL LIMITED
[CIN: L55101DL1979PLC009498]

FOR THE YEAR ENDED 31ST MARCH, 2020

1. We have examined:
   (a) all the documents and records made available to us and explanation
       provided by CHL Limited ("the listed entity"),
   (b) the filings/ submissions made by the listed entity to the stock exchange,
   (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, 2020 ("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");

2. 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;
Based on the above examination, 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;

(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/our examination of those records.

(c) There were no actions taken against the listed entity/ its promoters/ directors/ material subsidiary either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.

(d) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the Review Period.

(e) The Listed entity has complied with the provisions of 6(A) & 6 (B) of SEBI Circular No.: CIR/CFD/CMD1/114/2019 dated 18th October, 2019.

Place: New Delhi
Date: 11th August, 2020

For A. Chadha & Associates,
Company Secretaries

(ARVIND CHADHA)
Prop. Membership No.: 5271
UDIN: F005271B000568284