

Ref: HMVL/CS/08/2019

Date: 30.05.2019

The Listing Department
BSE Limited
P.J. Tower, Dalal Street
MUMBAI - 400 001

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
MUMBAI - 400 051

Scrip Code: 533217
Trading Symbol: HMVL

Dear Sirs,

**Sub: Compliance under Regulation 24(A) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Secretarial Compliance Report duly issued by Shri Manish Gupta, Practising Company Secretary, for the financial year ended March 31, 2019.

This is for your information and records.

Thanking you,
Yours faithfully,

For Hindustan Media Ventures Limited


(Tridib Barat)
Company Secretary



Encl.: As above

RMG & ASSOCIATES

Company Secretaries

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2019

To,
The Board of Directors
Hindustan Media Ventures Limited
(CIN: L21090BR1918PLC000013)
Budh Marg, P.S.Kotwali,
Patna, Bihar - 800001

We RMG & Associates, Company Secretaries, have examined :

- all the documents and records made available to us and explanation provided by **Hindustan Media Ventures Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **March 31, 2019** ("Review Period") in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [**Not applicable as the Company has not issued any further share capital during the Review Period**];
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 [**Not applicable as the Company has not bought back/propose to buy-back any of its securities during the Review Period**];
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 [**Not applicable as the Company has not issued and listed any debt securities during the Review Period**];
- Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 [**Not applicable as the Company has not issued and Listed any Non-Convertible and Redeemable Preference Shares during the Review Period**];



- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
and circulars / guidelines issued thereunder;

and 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 except in respect of the matters specified below :

Sr. No.	Compliance Requirement (Regulations/circulars /guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
	-----N.A-----	-----N.A-----	-----N.A-----

- 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 our examination of those records.

- c) The following are the details of actions have been taken against the listed entity / its promoters/ directors / material subsidiary 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.
	-----N.A-----	-----N.A-----	-----N.A-----	-----N.A-----

- d) The listed entity has taken the following actions to comply with the observations made in previous reports : **[Not Applicable, since this report is being issued for the first time and accordingly no action was required to be taken by the listed entity].**



For RMG & Associates
Company Secretaries

CS Manish Gupta
Partner

FCS No.: 5123; C.P. No.: 4095

Place: New Delhi
Date: May 30, 2019