

**HeidelbergCement India Limited**

CIN: L26942HR1958FLC042301  
Registered Office  
2<sup>nd</sup> Floor, Plot No. 68, Sector-44,  
Gurugram, Haryana 122002, India  
Phone +91-124-4503700  
Fax +91-124-4147698  
Website: www.mycemco.com

HCIL: SECTL:SE:2021-22

17<sup>th</sup> June 2021

BSE Ltd.  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400001

National Stock Exchange of India Ltd  
Listing Department,  
Exchange Plaza, C/1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051

Scrip Code:500292

Trading Symbol: Heidelberg

Dear Sir,

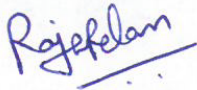
Sub.: **Annual Secretarial Compliance Report**

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019 please find attached Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March 2021, issued by M/s. Nityanand Singh & Co., Practicing Company Secretaries.

Please take the same on record.

Thanking you,

Yours faithfully,  
For HeidelbergCement India Ltd.



Rajesh Relan  
Legal Head & Company Secretary



**Secretarial Compliance Report of HeidelbergCement India Limited  
for financial year ended 31<sup>st</sup> March, 2021**

We, **Nityanand Singh & Co.** have examined:

- (a) all the documents and records made available to us and explanation provided by **HeidelbergCement India 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 financial year ended **31<sup>st</sup> March, 2021** 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, to the extent applicable to the Company, whose provisions and the circulars/guidelines issued thereunder, have been examined, including:-

- (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 (Not Applicable to the listed entity during the review period);
- (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 (Not Applicable to the listed entity during the review period);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not Applicable to the listed entity during the review period);
- (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 (Not Applicable to the listed entity during the review period);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 with regard to dealing with the Company;

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 matters specified below:-

Sr.No.	Compliance Requirements	Deviations	Observations/Remarks of the PCS
	Not Applicable	Not Applicable	Not Applicable

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far 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 thereunder:

Sr.No.	Action taken By	Details of Violations	Details of action taken i.e. Fines/warning letter/debarment etc.	Observations/Remarks by PCS
	Not Applicable	Not Applicable	Not Applicable	Not Applicable



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

Sr.No.	Observations of the PCS in the Previous Reports	Observations made in the Secretarial Compliance Report for the year ended 31 <sup>st</sup> March 2021	Actions taken by the Listed Entity	Comments of the PCS on the Actions taken by the Listed Entity
	Not Applicable	Not Applicable	Not Applicable	Not Applicable

**For Nityanand Singh & Co.  
Company Secretaries**



**Date: 28<sup>th</sup> May, 2021  
Place: New Delhi**

**Nityanand Singh (Prop.)  
C. P. No. 2388  
FCS: 2668  
UDIN : F002668C000384621**