HINDUSTAN AUTO FINANCE LIMITED

Regd. Off: No. 114, Mall Road, GTB Nagar, Delhi- 110009, Ph-011-32965997 Corp Off: 184, Abulane Meerut Cantt. Meerut-250001, Ph-0121-2660331,

Email: hindaf1980@gmail.com, Website: www.hindaf.com

CIN-L65910DL1980PLC010617

Date: 27th April, 2016

To,

The Manager-Listing Compliance Metropolitan Stock Exchange of India Ltd (MSEI) Vibgyor Towers, 4th floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai - 400 098, India.

Subject: Compliance with Regulation 40(9) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Mam,

Please find the enclosed herewith Certificate by Practicing Company Secretary for the half year ended on 31st March, 2016 in Compliance with Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hope you will find the same in order.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,

For Hindustan Auto Finance Limited

Preeti Jain

(Company Secretary/Compliance Officer)

HM & Company

Company Secretaries M-12/B-2, Dilshad Garden Delhi-110095 Ph: 9717793899

Email: hmcompany16@gmail.com

CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED ON 31ST MARCH, 2016

I have examined all activities in relation to both Physical and Electronic Transfer facility relating to **Hindustan Auto Finance Limited** maintained by **Beetal Finance And Computer Services (P) Ltd.** pertaining to transfer of equity shares of the Company for the period from 1st October, 2015 to 31st March, 2016 for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by **Hindustan Auto Finance Limited** with exchanges and based on the information provided by the company, I hereby certify that the Company has delivered during half year ended 31st March, 2016.

Share/Debenture Certificate(s) relating to the Transfer of Share/Debenture received during the period from 1st October 2015 to 31st March, 2016 as entered in the Memorandum of Transfers have been issued within thirty days from the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies in terms of Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For HM & Company (Company Secretaries)

M.NO.A36955 CP. NO. 15106

Himanshu Manchanda

M.No.- 36956 C.P No.-15106

Date: 26th April 2016

Place: Delhi