

HINDUSTAN AUTO FINANCE LIMITED

Regd Off: Senior Tower 159/1, Gautam Nagar, New Delhi-110049

09th April, 2013

The Manager
Delhi Stock Exchange Limited
DSE House, 3/1 Asaf Ali Road,
New Delhi- 110002

Sub: Compliance with clause 49 of the Listing Agreement

Dear Sir,

Please find enclosed herewith Corporate Governance Report in the prescribed format for the quarter ending 31st March, 2013 in Compliance of Clause 49 of Listing Agreement.

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


For Hindustan Auto Finance Ltd.

(Subhash Sapra)

Director


Director

HINDUSTAN AUTO FINANCE LIMITED

Regd. Off.: Senior Tower 159/1 Gautam Nagar, New Delhi-110049

CORPORATE GOVERNANCE REPORT

Name of the Company : HINDUSTAN AUTO FINANCE LIMITED

Quarter ending on : 31th March 2013

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I	Yes	
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	(49 (ID)	Yes	
II. Audit Committee	49 (II)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49(IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)	Yes	
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

For Hindustan Auto Finance Limited.

For Hindustan Auto Finance Ltd.

Subhash Sapra

(Director & Compliance Officer) Director