

# HINDUSTAN AUTO FINANCE LIMITED

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

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April 11, 2014

The Manager  
Delhi Stock exchange Limited  
DSE House, 3/1 Asaf Ali Road,  
New Delhi-110002(India)

**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 March 31, 2014 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

Cc:

1. Jaipur Stock Exchange Limited  
Stock Exchange Building  
JLN Marg, Malviya Nagar,  
Jaipur, 302017 (India)
2. Uttar Pradesh Stock Exchange Limited  
Padam Towers, 14/113, Civil Lines,  
Kanpur-208001  
Jaipur, 302017 (India)

# HINDUSTAN AUTO FINANCE LIMITED

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

## CORPORATE GOVERNANCE REPORT

Name of the Company: **HINDUSTAN AUTO FINANCE LIMITED**  
 Quarter ending on: **31<sup>st</sup> March 2014.**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I Board of Directors</b>	49 I		
(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	
<b>II. Audit Committee</b>	49 (II)		
(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	
<b>III. Subsidiary Companies</b>	49 (III)	N.A.	No Subsidiary Companies
<b>IV. Disclosures</b>	49 (IV)		
(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)	N.A.	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

For Hindustan Auto Finance Limited

For Hindustan Auto Finance Ltd.

Subhash Sapra  
(Director)

Director