

HDFC ERGO General Insurance

May 17, 2022

Ref No.: HDFCERGO/S&C/HB/2022-23/28

The Manager
Listing Department
Wholesale Debt Market
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001

Ref:

1. Scrip Code: 956906 Security ID: 840HEGICL27, ISIN: INE092V08010
2. Scrip Code: 958265 Security ID: 1025HEGIC28, ISIN: INE092VO8028
3. Scrip Code: 973567 Security ID: 710HDFCE31, ISIN: INE225R08014

Dear Sirs/Madam,

Sub: Submission of Secretarial Compliance Report for the year ended March 31, 2022

In terms of the Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith Secretarial Compliance Report of the Company for the year ended March 31, 2022, issued by M/s. Bhandari & Associates, Practicing Company Secretaries.

We request you to take the same on record.

Thanking You,

**Yours faithfully,
For HDFC ERGO General Insurance Company Limited**

**Dayananda V. Shetty
Company Secretary
FCS: 4638**

Enc: a/a

HDFC ERGO General Insurance Company Limited

CIN: U66030MH2007PLC177117. Registered & Corporate Office: HDFC House, 1st Floor, 165 - 166 Backbay Reclamation, H. T. Parekh Marg, Churchgate, Mumbai – 400 020.

Customer Service Address: D-301, 3rd floor, Eastern Business District (Magnet Mall), LBS Marg, Bhandup (West), Mumbai 400078

Tel.: +91 22- 66383600| Customer Service No.+9122-6234 6234/ 0120 6234 6234| care@hdfcergo.com | www.hdfcergo.com. IRDAI Reg No. 146.

BHANDARI & ASSOCIATES

Company Secretaries

901, Kamla Executive Park, Off. Andheri Kurla Road,
J. B. Nagar, Andheri East. Mumbai- 400 059
Tel: +91 22 4221 5300 Fax: +91 22 4221 5303
Email: mumbai@anilashok.com

Secretarial compliance report of HDFC ERGO General Insurance Company Limited for the year ended 31st March, 2022

(A High value debt listed entity)

[Regulation 24(A) of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015 read with
SEBI Circular CIR/CFD/CMD 1/27/2019 dated February 08, 2019]

We Bhandari & Associates, Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by HDFC ERGO General Insurance Company 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 year ended 31st March, 2022 ("Review Period") 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, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations");
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018#;
- 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#;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021#;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder including the provisions of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019, in terms of Para 6(A) and 6(B) of the said circular;

The Regulations or Guidelines, as the case may be were not applicable for the period under review.

B&A



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 Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
Not Applicable.			

(b) The Listed Entity has maintained proper records under the provisions of the above regulations and circulars/ guidelines issued thereunder so far as it appears from our examination of those records.

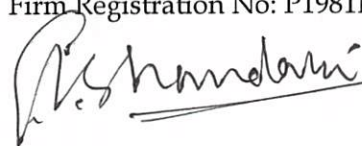
(c) The following are the details of actions taken against the Listed Entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
None				

(d) The Listed Entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended.....	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable.				

For Bhandari & Associates
 Company Secretaries
 Firm Registration No: P1981MH043700



S. N. Bhandari
 Partner
 FCS No.: 761; C P No. : 366
 Mumbai | May 17, 2022
 ICSI UDIN: F000761D000327186

