



# HINDUSTHAN NATIONAL GLASS & INDUSTRIES LTD.

Registered Office : 2, Red Cross Place, Post Box : 2722, Kolkata - 700 001, India  
Tel. : 2254 3100, Fax : (91) (33) 2254 3130  
E-mail : hngkol@hngil.com, Website : www.hngil.com  
CIN - L26109WB1946PLC013294



SEC/SE/067

January 11 2019

1. The Dy.Manager (Listing)  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 023,  
(Scrip Code: 515145)
2. The Manager, Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai 400 051  
(Scrip Code: HINDNATGLS)
3. The Secretary,  
**The Calcutta Stock Exchange Ltd.,**  
7, Lyons Range,  
Kolkata-700 001  
(Scrip Code: 10018003)

Dear Sir(s)/ Madam,

**Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Further to our intimation dated 8 January 2019 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III, we wish to inform you that at the meeting of the board of directors ("Board") of the Company held today, i.e., 11 January 2019, the Board has approved the following:

- (a) raising of funds up to INR 3,936,422,667 (Indian Rupees Three billion nine hundred and thirty six million four hundred twenty two thousand six hundred sixty seven) by way of creating, offering and issuing ("**Proposed Preferential Issuance**"), up to 46,990,840 (Forty-six million nine hundred ninety thousand eight hundred forty) compulsorily convertible preference shares of face value of INR 2 (Indian Rupees Two), each at an issue price of INR 83.77 (Indian Rupees eighty three point seven seven), to Lotus One Investment Pte. Ltd., a company established under the laws of Singapore and having its registered office at 7500A Beach Road, #13-320, The Plaza, Singapore - 199 591 ("**Investor**") on a private placement basis, subject to receipt of shareholders' and other necessary approvals (including applicable governmental, statutory and regulatory approvals) and compliance with applicable law and regulations; and
- (b) convening an extraordinary general meeting on 20 February 2019 to approve the Proposed Preferential Issuance.



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In connection with the Proposed Preferential Issuance, the Board has also authorized the execution of a CCPS Subscription Agreement among the Company, the Investor and the promoters of the Company.

The details in connection with the Proposed Preferential Issuance which are required to be disclosed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI circular dated 9 September 2015, are enclosed as Annexure A.

We would like to bring to your attention that while our intimation dated 8 January 2019 provided that the Board shall consider and approve fund raising by way of private placement of unlisted, unsecured, redeemable, non-convertible debentures and unlisted, secured, redeemable, non-convertible debentures of the Company, the Board did not consider or take any decision with respect to these proposals. Accordingly, the Board decided to adjourn its meeting to **Monday, 14 January 2019** to be held at its Registered Office, 2, Red Cross Place, Kolkata - 700001, wherein the Board will consider the abovementioned proposals for fund raising through private placement of debentures.

We would like to inform you that the meeting of the Board held earlier today commenced at 08:00 A.M. and was adjourned at 06:45 P.M.

We request you to take note of the same.

Thanking you.

Yours truly,

**For HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED**

Mukul Somany

Vice Chairman & Managing Director



## Annexure A

Sr. No.	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Compulsorily convertible preference shares ("CCPS")
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential allotment on private placement basis
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Up to 46,990,840 (Forty-six million nine hundred ninety thousand eight hundred forty) compulsorily convertible preference shares of face value of INR 2 (Indian Rupees Two) for a total amount of up to INR 3,936,422,667 (Indian Rupees Three billion nine hundred and thirty six million four hundred twenty two thousand six hundred and sixty seven)
4	Further details in case of preferential issue:	
	Names of the investors	Lotus One Investment Pte. Ltd.
	Post allotment of securities - outcome of the subscription, issue price/allotted price (in case of convertibles),	Each CCPS will get converted into 1 (one) Equity Share having face value of INR 2 (Indian Rupees Two), each at a premium of INR 81.77 (Indian Rupees eighty one point seven seven)
	Number of investors	1
	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	<p>The Investor shall have the option to convert all (but not less than all) CCPS into equity shares in one single tranche by delivering a written notice to the Company at any time but no later than 18 (eighteen) months from the date of allotment of CCPS, in accordance with the CCPS Subscription Agreement. If the Investor does not exercise the option to convert all CCPS into equity shares prior to the expiry of 18 (eighteen) months from the date of allotment of CCPS, then, immediately upon the expiry of such 18 (eighteen) months' period, all CCPS shall be converted by the Company into equity shares and such conversion shall be deemed to have been undertaken by the Company on behalf of the Investor and at the Investor's request.</p> <p>Appropriate intimation will be given at the time of conversion of CCPS/lapse of tenure of the CCPS, as applicable.</p>

