



CORPORATE OFFICE :  
204, TANISHKA COMMERCIAL BUILDING,  
AKURLI ROAD, KANDIVALI (EAST)  
MUMBAI – 400101



REGISTERED OFFICE :  
B-510, WESTERN EDGE-II,  
N.R. WESTERN EXPRESS HIGHWAY,  
MAGATHANE, BORIVALI EAST,  
MUMBAI-400066

Date: 12<sup>th</sup> August, 2022

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 <b>Scrip Code: 532847</b>	<b>National Stock Exchange of India Limited</b> 5 <sup>th</sup> Floor, Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai-400051 <b>Symbol: HILTON</b>
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Dear Sir/Madam,

## Re.: Outcome of Board Meeting held today

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby inform you that the Board of Directors of our Company at their meeting held today i.e. 12<sup>th</sup> August, 2022 has, inter alia considered and approved the following:

1. Quarterly Standalone Financial Results of the Company for the three months ended 30<sup>th</sup> June, 2022 along with the Limited Review Report thereon; (enclosed)
2. Notice of the 17<sup>th</sup> Annual General Meeting of the Company;
3. The Board's Report, Management Discussion Analysis (MDA) and Corporate Governance Report of the Company for the financial year ended on 31<sup>st</sup> March, 2022;
4. Appointment of Ms. Shreya Shah, Practicing Company Secretary as Secretarial Auditor of the Company to conduct Secretarial Audit for the Financial Year 2022-23;
5. Increase in the Authorised Share Capital of the Company from ₹ 15,00,00,000 (Rupees Fifteen Crores) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each to ₹ 25,00,00,000 (Rupees Twenty Five Crores) divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each by creation of additional 1,00,00,000 (One Crore) Equity Shares of ₹ 10/- (Rupees Ten Only) each and subsequent alteration to the Memorandum of Association of the Company, subject to the approval of the shareholders of the Company;
6. Subject to approval of the shareholders of the Company and such other regulatory /governmental approvals, as may be required, the Board has approved the issue Convertible Equity Warrants to the Promoters, Promoter's Group and Persons belonging to Non- Promoters public category on Preferential Basis by issuing up to 28,00,000 (Twenty Eight Lakhs) Warrants at a price of Rs. 55/- (Rupees Fifty Five only) per warrant, each convertible into 1 (one) equity share of the face value of Rs. 10/- (Rs Ten only) each fully paid up at a premium of Rs. 45/- (Rupees Forty Five only) per share within a period of 18 (eighteen) months from the date of allotment in accordance with SEBI (ICDR) Regulations, 2018, as amended from time to time and other applicable laws, aggregating to Rs. 15,40,00,000 (Rupees Fifteen Crore Forty Lakhs). Refer Annexure – A2 for allottees details.



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7.
  - a. Raising of funds through issuance and allotment of equity shares having face value of Rs. 10/- (Rupee Ten Only) for an aggregate amount of up to Rs. 3,300.00 Lakhs (Rupees Thirty Three Hundred Lakhs Only) on rights basis to the eligible equity shareholders of the Company as on the record date (to be notified subsequently), on such terms and conditions as may be decided by the Board of Directors of our Company subject to the receipt of applicable regulatory, statutory approvals, in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Companies Act, 2013 and the rules made thereunder, as amended from time to time;
  - b. For the purposes of giving effect to the rights issue, the detailed terms in relation to the rights issue, including but not limited to the issue price, rights entitlement ratio, record date, timing and terms of payment will be determined and disclosed to the exchange in due course by the Board of Directors;
  - c. Appointment of various intermediaries for the aforesaid rights issue; and
8. Allotment of 25,56,984 equity shares upon conversion of warrants issued on preferential basis to Nexia International Private Limited, Non-promoter issued at a price of Rs.10/-, at the premium of Rs. 11.06/- per share

The requisite disclosure, pursuant to Para A of Schedule III of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015, is enclosed as Annexure 'A'.

We wish to inform you that the Board Meeting commenced today at 3.00 P.M. and concluded at 4.55 P.M.

Kindly take the same on record.

Thanking You,

For HILTON METAL FORGING LIMITED

  
Chairman & Managing Director  
Yuvraj Malhotra

DIN:00225156

Encl.: As Above



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## Annexure-A

### Disclosure pursuant to Para A of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015

#### 1. Appointment of Secretarial Auditor

Sr. No.	Requirement of Disclosure	Details
1	<b>Reason of change viz. appointment, resignation, removal, death or otherwise</b>	: Appointment as Secretarial Auditor
2	<b>Date of Appointment/cessation &amp; Term of appointment</b>	: Appointment in the Board meeting held on 12 <sup>th</sup> August, 2022 as Secretarial Auditor for FY 2022-23 to issue Secretarial Audit Report as per the provisions of the Companies Act, 2013 and SEBI Regulations
3	<b>Brief Profile</b>	: Ms. Shreya Shah (ACS 39409/ COP: 15859) is a member of Institute of Company Secretaries of India. She is Practicing Company Secretary with work experience of 4+ years in providing specialized services in the areas of Corporate Law, matters including, but not limited to Incorporation of Company/LLP, Conversion of Company into LLP, FEMA related compliances General Corporate Compliances, Listing Compliances, ROC Compliances, etc.

#### 2. Issue of Convertible Equity Warrants on Preferential basis

Sr. No.	Requirement of Disclosure	Details
1	<b>Type of securities proposed to be issued</b>	: Convertible warrants ("Warrants") with a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant
2	<b>Type of issuance</b>	Preferential Allotment
3	<b>Total number of securities proposed to be issued or the total amount for which the securities will be issued</b>	: The Company will issue and allot of Convertible Equity Warrants to the Promoters, Promoter's Group and Persons belonging to Non-Promoters public category on Preferential Basis by issuing up to 28,00,000 (Twenty Eight Lakhs) Warrants convertible in one or more tranches to equity shares of Rs. 10/- each of the Company at a price of at an exercise price Rs. 55/- (including premium of Rs. 45/-) for each Warrant aggregating up to Rs. 15,40,00,000 (Rupees Fifteen Crore Forty Five Lakhs Only)
4	<b>Details furnished in case of</b>	



# Hilton Metal Forging Ltd. <sup>TM</sup>

GOVT. RECOGNIZED EXPORT HOUSE

CIN : L-28900 MN 2005 PLC 154986

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preferential issue:				
A Names of investors :				
Sr No.	Name of the Proposed Allottee	No. of Convertible Warrants proposed to be allotted	Category (Promoter/ Non-Promoter)	
1	Yuvraj Malhotra	750000	Promoter	
2	Diksha Malhotra	100000	Promoter	
3	Mohak Malhotra	100000	Promoter Group	
4	Yashika Malhotra	50000	Promoter Group	
5	Rakesh Garg	500000	Non-promoter	
6	Sovereign Advisors Pvt. Ltd.	500000	Non-promoter	
7	Mukeshkumar HUF	150000	Non-promoter	
8	Soham World A Real Growth Ltd.	100000	Non-promoter	
9	R. J. Shah HUF	100000	Non-promoter	
10	Shankarlal HUF	150000	Non-promoter	
11	Bharat C. Mehta	100000	Non-promoter	
12	Khushi Mukeshkumar Jain	50000	Non-promoter	
13	Suvadevi Shankarlal Jain	50000	Non-promoter	
14	Sharmila Sumer Jain	50000	Non-promoter	
15	Bhanwarlal P Jain	50000	Non-promoter	
B Post allotment of securities-outcome of the subscription: Issue price/allotted price (in case of convertibles)		Issue Price for Equity Shares and Convertible Warrants is determined in terms of SEBI (ICDR) Regulations, 2018. Convertible Warrants would be allotted only upon payment of 25% of the issue price of Warrants at the time of allotment of warrants. Exercise price Rs. 55/- (including premium of Rs. 45/-) for each Warrant		



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<b>C</b>	<b>In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument.</b>	: Each Warrant is convertible into One (1) Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment of warrants, in one or more tranches, as the case may be and on such other terms and conditions as applicable. Option for conversion of Warrants into Equity Shares will be available upon payment of full price of warrant before such exercise of option.
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### 3. Issue and allotment of Equity Shares on Right Issue basis

Sr. No.	Requirement of Disclosure	Details
1	Type of securities proposed to be issued	: Equity Shares
2	Type of issuance	: Right Issue
3	Total number of Securities proposed to be issued or the total amount for which the securities will be issued	: Issuance and allotment of equity shares having face value of Rs. 10/- (Rupee Ten Only) for an aggregate amount of up to Rs. 3,300.00 Lakhs (Rupees Thirty Three Hundred Lakhs Only) on rights basis to the eligible equity shareholders of the Company as on the record date (to be notified subsequently), on such terms and conditions as may be decided by the Board of Directors of our Company.

# Anil Bansal & Associates

— CHARTERED ACCOUNTANTS —

## **Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Financial Results Pursuant To the Regulation 33 of the Sebi (Listing Obligations and Disclosure Requirements) Regulations, 2015, As Amended**

### **TO THE BOARD OF DIRECTORS OF HILTON METAL FORGING LIMITED**

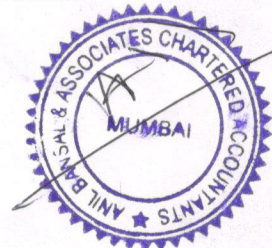
1. We have reviewed the accompanying Statement of Unaudited Financial Results of Hilton Metal Forging Limited (the "Company") for the quarter ended June 30, 2021 and year to date from April 01, 2022 to June 30, 2022 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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Website: [www.caanilbansal.com](http://www.caanilbansal.com)




**Anil Bansal & Associates**

— CHARTERED ACCOUNTANTS —

5. We draw attention to note 4 of the financial results which describes the management's evaluation of impact of uncertainties related to COVID-19 and its consequential effects on the carrying value of its assets as at June 30, 2022 and the operations of the Company. Our conclusion is not modified in respect of this matter.

**For: Anil Bansal & Associates  
Chartered Accountants  
ICAI Firm Registration Number 100421W**

  
**Per Anil Bansal  
Partner  
Membership Number 043918**



**UDIN: 22043918AOWREP4563  
Place: Mumbai  
Date: 12<sup>th</sup> August, 2022**

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**HILTON METAL FORGING LIMITED**

CIN NO L 28900 MH 2005 PLC 154986

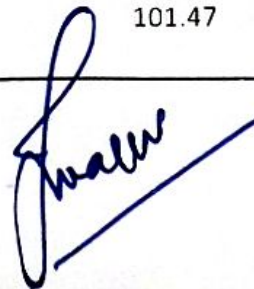
Regd Office : 701 Palm Spring, Link Road, Malad West, Mumbai 400 064. Maharashtra, India.

Website : Hiltonmetal.com, Email : secretarial@hiltonmetal.com,

Telephone : 022 4042 6565 Fax No 022 4042 6566

## Unaudited Financial Results of Hilton Metal Forging Limited for the Quarter ended 30th June 2022

Particulars	Quarter Ended	Quarter Ended	Quarter Ended	Year Ended
	30.06.2022	31.03.22	30.06.2021	31.03.2022
	Unaudited	Audited	Unaudited	Audited
1 a) Revenues from Operations	1,784.66	3,328.87	784.93	8,413.97
b) Other Income Net	3.34	(0.90)	2.93	5.02
Total Income	1,788.00	3,327.97	787.86	8,418.99
2 Expenses				
a) Cost of Raw material and Component Consumed	1,394.45	3,518.69	559.45	7,635.85
b) Purchase of Stock in Trade / products	-	-	-	-
c) Change in Inventory of Finished Goods, work-in-progress, dies and Scrap	(157.58)	(758.69)	12.08	(830.40)
d) Employee Benefit Expenses	83.19	78.08	57.58	342.86
e) Finance Costs	119.32	165.93	75.28	418.01
f) Depreciation	57.59	79.94	58.36	254.19
g) Other Expenses	164.40	221.02	199.41	714.07
Total Expenses (a to g)	1,661.36	3,304.95	962.16	8,534.58
3 Profit before Exceptional Items and Tax ( 1 - 2)	126.64	23.01	(174.31)	(115.59)
4 Exceptional items (Gain/(Loss))	-	-	-	134.21
5 Profit Before Tax ( 3 - 4)	126.64	23.01	(174.31)	(249.81)
6 Tax Expenses				
Current Tax	-	-	-	-
Mat Entitlement	-	-	-	-
Deffered Tax	25.17	(317.80)	(22.91)	(426.02)
Total Tax Expenses	25.17	(317.80)	(22.91)	(426.02)
7 Profit /(Loss) after tax ( 5 - 6)	101.47	340.81	(151.40)	176.21
8 Profit / (-Loss) from discontinued operations	-	-	-	-
9 Tax Expenses on discontinued operations	-	-	-	-
10 Profit / (-Loss) from discontinued operations after Tax	-	-	-	-
11 Profit (Loss) for the period ( 7 + 10)	101.47	340.81	(151.40)	176.21






12	Other Comprehensive Income :				
	Account	-	-	-	-
	reclassified to Profit and Loss account	-	-	-	-
	B - i) items that will be classified to Profit & Loss Account	-	-	-	-
	to Profit and Loss account	-	-	-	-
13	(comprising Profit (Loss) and other comprehensive	101.47	340.81	(151.40)	176.21
	paid-up Equity Share capital (Rs in Lacs)	1,244.30	1,244.30	1,244.30	1,244.30
	(face Value of Rs 10 Each)				
14	Earning per Equity share for Continued Operations				
	1. Basic	0.82	2.74	(1.22)	1.42
	2. Diluted	0.82	2.74	(1.22)	1.42
15	Earning per Equity share for Discontinued Operations				
	1. Basic	-	-	-	-
	2. Diluted	-	-	-	-
18	Operations				
	1. Basic	0.82	2.74	(1.22)	1.42
	2. Diluted	0.82	2.74	(1.22)	1.42

Notes:

- The above Results have been reviewed by the audit committee and approved by the Board of Directors held on 12th August 2022 and have been subject to limited review by the Statutory Auditors.
- Financial results of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) rule 2015, as amended and in terms of Regulation 33 of the SEBI ( Listing Obligations and Disclosures Requirements) Regulations, 2015.
- The previous period figures have been regrouped/re-arranged wherever necessary to make them comparable with those of the Current period
- The spread of COVID 19 has severely impacted business in many countries including India and there has been severe disruption to regular business operations due to lockdown and other emergency measures. The Company has made assessment of liquidity, recoverable values of its financial and non-financial assets and has concluded that there are no material adjustment required in the interim financial results. However, the impact assessment of COVID-19 is a continuous process, given the uncertainties associated with its nature and duration. The impact of global health pandemic might be different from that estimated as at the date of approval of these financial results. The Company will continue to closely monitor any material changes to future economic conditions.
- The company manufactures "Forging Components" like flanges and forged fittings and the management reviews the performance of the company as a single operating segment in accordance with Ind-AS 108 "Operating Segments" notified pursuant to Companies (Accounting Standard) Rules, 2015. Accordingly, no segment information / segment has been furnished herewith.
- The results will be available on the Company's website: [www.hiltonmetal.com](http://www.hiltonmetal.com)

