



# 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/083

February 20, 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 15 February 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 of the Company held today i.e. 20 February 2019, the Board of Directors of the Company have approved the following:

- (i) raising of funds up to Rs 1800,00,00,000 (Rupees One thousand eight hundred crores) by way of issuance of:
  - (a) unlisted, unsecured, redeemable, non-convertible debentures not exceeding an aggregate amount of Rs 375,00,00,000 (Rupees Three hundred seventy five crore) on a private placement basis to Lotus One Investment Pte. Ltd. under the master directions on external commercial borrowings, Trade Credit, Borrowing and Lending on Foreign Currency by Authorized Dealers dated 1 January 2016, as amended, updated or replaced from time to time (ECB Master Directions) ("**Debentures 1**") be issued and allotted in one or more tranches/series;
  - (b) unlisted, unsecured, redeemable, non-convertible debentures not exceeding an aggregate amount of Rs 425,00,00,000 (Rupees Four hundred twenty-five crore) on a private placement basis to the existing promoters of the Company and their affiliates/nominees ("**Debentures 2**") be issued and allotted in one or more tranches/series; and
  - (c) 1000 (one thousand) unlisted, redeemable, secured non-convertible debentures of the Company aggregating to Rs 1000,00,00,000 (Rupees One thousand crores) from banks or financial institutions or other financiers, comprising of: (i) up to 400 (four hundred) debentures ("**Debentures 3**") to be issued and allotted in one or more tranches; and (ii) up to 600 (six hundred)





## 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



debentures (“**Debentures 4**”) to be issued and allotted in one or more tranches, and which shall be sub-servient to the Debentures 3.

Other terms and conditions in relation to the proposed fund-raise described above, will be finalized by the Board of Directors with the relevant parties, and agreed in the definitive documents to be executed in due course (“**Definitive Documents**”).

- (ii) convening an extraordinary general meeting on Wednesday, 20 March 2019 to approve the following matters:
- reclassification of authorised share capital and consequent amendment to memorandum of association;
  - issue of compulsorily convertible preference shares on private placement basis to Lotus One Investment Pte. Ltd., as approved by the Board of Directors in its meeting dated 11 January 2019;
  - reappointment of Shri Ratna Kumar Daga (DIN: 00227746) and Shri Dipankar Chatterji (DIN: - 00031256) as independent directors of the Company, to hold office for a second term of 5 (five) consecutive years i.e 01.04.2019 to 31.03.2024; and
  - the proposed related party transaction(s) of raising debt (whether secured or unsecured) from its existing promoters and/or their nominees/affiliates for an amount not exceeding 425,00,00,000 (Rupees Four hundred twenty five crore) and from Lotus One Investment Pte. Ltd. and/or its nominees/affiliates for an amount not exceeding Rs 375,00,00,000 (Rupees Three hundred seventy five crore), such debt along with any debt availed by the Company from its promoters as on date, aggregating to an amount not exceeding Rs 800,00,00,000 (Rupees Eight hundred crore), and approval of any terms and conditions as the shareholders deem fit in connection with such debt.

Further, the Company will issue the notice for convening the abovementioned extraordinary general meeting in due course and in accordance with the requirements prescribed in this regard under applicable law (including the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015).

The details 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 inform you that the said Meeting commenced at 2.00 p.m. and concluded at 8.20 p.m.

We request you to take note of the same.

Yours truly,

For **HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED**

(Lalit Lohia)

Company Secretary

Membership No. ACS23995





# 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



## Annexure A Issuance of Securities

### 1. Proposed Debentures 1

Sr. No.	Particulars	Details
1.	Size of the issue	<b>Up to Rs 375,00,00,000 (Rupees Three hundred seventy five crore)</b>
2.	Whether proposed to be listed? If yes, name of the stock exchange(s)	<b>No</b>
3.	Tenure of the instrument - date of allotment and date of maturity	<b>To be finalized in the Definitive Documents</b>
4.	Coupon/interest offered, schedule of payment of coupon/interest and principal	<b>To be finalized in the Definitive Documents</b>
5.	Charge/security, if any, created over the assets	<b>Unsecured debentures</b>
6.	Special right/interest/privileges attached to the instrument and changes thereof	<b>Redeemable non-convertible debentures, other rights/interest/privileges to be finalized in the Definitive Documents (if any)</b>
7.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	<b>To be finalized in the Definitive Documents</b>
8.	Details of any letter or comments regarding payment /non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	<b>To be finalized in the Definitive Documents</b>
9.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	<b>To be finalized in the Definitive Documents</b>





# 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



## 2. Proposed Debentures 2

Sr. No.	Particulars	Details
1.	Size of the issue	<b>Up to Rs 425,00,00,000 (Rupees Four hundred twenty five crore)</b>
2.	Whether proposed to be listed? If yes, name of the stock exchange(s)	<b>No</b>
3.	Tenure of the instrument - date of allotment and date of maturity	<b>To be finalized in the Definitive Documents</b>
4.	Coupon/interest offered, schedule of payment of coupon/interest and principal	<b>To be finalized in the Definitive Documents</b>
5.	Charge/security, if any, created over the assets	<b>Unsecured debentures</b>
6.	Special right/ interest/ privileges attached to the instrument and changes thereof	<b>Redeemable non-convertible debentures, other rights/interest/privileges to be finalized in the Definitive Documents (if any)</b>
7.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	<b>To be finalized in the Definitive Documents</b>
8.	Details of any letter or comments regarding payment/ non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	<b>To be finalized in the Definitive Documents</b>
9.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	<b>To be finalized in the Definitive Documents</b>





# 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



## 3. Proposed Debentures 3

Sr. No.	Particulars	Details
1.	Size of the issue	<b>Up to Rs 400,00,00,000 (Rupees Four hundred crore)</b>
2.	Whether proposed to be listed? If yes, name of the stock exchange(s)	<b>No</b>
3.	Tenure of the instrument - date of allotment and date of maturity	<b>To be finalized in the Definitive Documents</b>
4.	Coupon/interest offered, schedule of payment of coupon/interest and principal	<b>To be finalized in the Definitive Documents</b>
5.	Charge/security, if any, created over the assets	<b>Secured Debentures. Security to be finalized in the Definitive Documents</b>
6.	Special right/ interest/ privileges attached to the instrument and changes thereof	<b>Redeemable non-convertible debentures, other rights/interest/privileges to be finalized in the Definitive Documents (if any)</b>
7.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	<b>To be finalized in the Definitive Documents</b>
8.	Details of any letter or comments regarding payment/ non-payment of interest, principal on due dates, or any other matter concerning the security and / or the assets along with its comments thereon, if any	<b>To be finalized in the Definitive Documents</b>
9.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	<b>To be finalized in the Definitive Documents</b>







## 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



### 4. Proposed Debentures 4

Sr. No.	Particulars	Details
1.	Size of the issue	<b>Up to Rs 600,00,00,000 (Rupees Six hundred crore)</b>
2.	Whether proposed to be listed? If yes, name of the stock exchange(s)	<b>No</b>
3.	Tenure of the instrument - date of allotment and date of maturity	<b>To be finalized in the Definitive Documents</b>
4.	Coupon/interest offered, schedule of payment of coupon/interest and principal	<b>To be finalized in the Definitive Documents</b>
5.	Charge/security, if any, created over the assets	<b>Secured Debentures. Security to be finalized in the Definitive Documents</b>
6.	Special right/ interest/ privileges attached to the instrument and changes thereof	<b>Redeemable non-convertible debentures. Debentures 4 shall be sub-servient to Debentures 3.</b> <b>Other rights/interest/privileges to be finalized in the Definitive Documents (if any)</b>
7.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	<b>To be finalized in the Definitive Documents</b>
8.	Details of any letter or comments regarding payment/ non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	<b>To be finalized in the Definitive Documents</b>
9.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	<b>To be finalized in the Definitive Documents</b>

