

<p>HINDUSTAN MOTORS LIMITED Regd. Office : "Birla Building", 14th Floor 9/1 R. N. Mukherjee Road Kolkata - 700 001</p>	<p>CIN : L34103WB1942PLC018967 Telephone No : 033-22420932 Fax No : 033-2248 0055 Email - hmcosecy@hindmotor.com Website address - www.hindmotor.com</p>
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NOTICE

Notice is hereby given that the 73rd Annual General Meeting (AGM) of the members of Hindustan Motors Limited will be held at Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700020, on Friday, the 14th August, 2015 at 11.00 AM to transact the business as set forth in the Notice of the AGM dated 29th May, 2015. Members of the Company are hereby informed that the Company has completed the dispatch of the Annual Report for the financial year 2014-2015 along with the notice of the AGM.

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Clause 35B of the Listing Agreement, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the AGM, by electronic means ('remote e-voting'). The Company has engaged the services of Karvy Computershare Pvt. Limited ("Karvy") as the Authorised Agency to provide e-voting facilities. The details as per the provisions of the Companies Act, 2013 are given hereunder:-

- a. Date of completion of dispatch of the Notice of AGM : 6th July, 2015.
- b. Date and time of commencement of remote e-voting: From 09.00 A.M. (IST) on Monday, the 10th August, 2015.
- c. Date and time of end of remote e-voting : Up to 05.00 P.M. (IST) on Thursday, the 13th August, 2015.
- d. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.
- e. The cut-off date for the purpose of remote e-voting is 7th August, 2015.
- f. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. August 7, 2015, may obtain the User ID and password in the manner as mentioned below:
 - i) If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: **MYEPWD** <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
Example for NSDL:
MYEPWD <SPACE> IN12345612345678
Example for CDSL :
MYEPWD <SPACE> 1402345612345678
Example for Physical :
MYEPWD <SPACE> XXXX1234567890
 - ii) If e-mail address or mobile number of the member is registered against Folio No. /DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot

Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

iii) Member may call Karvy's toll free number 1-800-3454-001

iv) Member may send an e-mail request to evoting@karvy.com or suresh.d@karvy.com

If the member is already registered with Karvy e-voting platform, he/she can use his/her existing User ID and password for casting the vote through remote e-voting.

- g. The facility for voting, through ballot/polling paper shall also be made available at the venue of the AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the AGM. The members who have already cast their vote through remote e-voting may attend the AGM but shall not be entitled to cast their vote again at the AGM.
- h. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. August 7, 2015 only shall be entitled to avail the facility of remote e-voting/voting at the AGM.
- i. The Notice of the AGM, along with the procedure for e-voting, has been sent to all the Members by prescribed mode and the same is also available on the website of the Company at www.hindmotor.com and on the website of Karvy at <https://evoting.karvy.com> and are also available for inspection at the Registered Office of the Company during office hours.
- j. For queries/grievances related to e-voting, members may refer the Frequently Asked Questions ("FAQs") available at website of Karvy at <https://evoting.karvy.com>. The queries/grievances may also be sent to:
Mr. Suresh Babu D, Deputy Manager
Karvy Computershare Pvt. Limited
Unit: Hindustan Motors Limited
Plot 31-32, Karvy Selenium, Tower B,
Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032
Phone: 91 40 67161518 e mail: suresh.d@karvy.com or evoting@karvy.com

Members may also contact the undersigned at E-mail: hmcosecy@hindmotor.com.

For casting votes, members are also requested to read the instructions as already communicated to them.

Notice in terms of Section 91 of the Companies Act, 2013 is hereby given that the Register of Members and the Share Transfer Books of the Company in respect of the Equity Shares shall remain closed on and from Friday, the 7th August, 2015 to Friday, the 14th August, 2015 (both days inclusive) for the purpose of 73rd AGM of the Company to be held on 14th August, 2015.

Place: Kolkata
Date: 8th July, 2015

By order of the Board of Directors
For Hindustan Motors Limited



Tarun Kumar Kabra
(Company Secretary)