

NOTICE

NOTICE is hereby given that the Extra Ordinary Meeting of the Members of Hind Industries Limited will be held on Friday, the 05th day of January, 2018 at 11:00 A.M. at B-3, Friends Colony, New Delhi-110065 (*Route Map attached) to transact the following business:

SPECIAL BUSINESS

1. To consider and approve sale, lease or otherwise dispose of the whole or substantially the whole of any undertaking of the Company.

By Order of the Board

Registered Office

Plot No. 1, Phase I, Okhla Industrial Area,
New Delhi (110065)

Samlesh Kumar
Company Secretary

Place: New Delhi

Date: 1st December, 2017

NOTES:

1. The Board of Directors of Hind Industries Limited (the Company) has resolved to call an Extraordinary General Meeting of the Members of the Company to be held on Friday, the 5th day of January, 2018 at 11:00 A.M. at B-3, Friends Colony, New Delhi-110065 to transact the following business:

*. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a

single person as proxy and such person will not act as a proxy for any other person or shareholder.

9. The instrument appointing a proxy shall be deposited at the Registered Office of the Company not later than : ; hours before the commencement of the meeting.

: . Pursuant to the provisions of section , 1 of the Companies Act, 19 the Register of Members and Share Transfer Book of the Company shall remain closed from Saturday, 9th December, 2011 to 1st January, 2012; both days inclusive.

- a. The beneficial owners as at the end of business on Monday, 1st December, 2011 as per list to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of shares held in electronic form, and
- b. The members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company's Registrar and Share Transfer Agents. The skyline Financial Services Pvt. Ltd., 1st Floor, Okhla Industrial Area, Phase (I), New Delhi (110021) on or before Friday, 1st December, 2011. The instruments of share transfers complete in all respects should reach the said Registrar and Transfer Agent well before the above date.

10. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company's Registrar and Transfer Agent.

11. Electronic copy of the Notice of the Extra Ordinary Meeting of the Company inter alia indicating the process and manner of e-voting along with attendance slip and proxy form is being sent to all the members whose e-mail IDs are registered with the Company's depository participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the Notice of the Extra Ordinary Meeting of the Company inter alia indicating the process and manner of e-voting along with attendance slip and proxy form is being sent in the permitted mode. Members may also note that Notice of Extra Ordinary Meeting will be available on Company's website www.hindindustries.net for their download.

12. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the company electronically.

; The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RDT agent.

1. Voting through electronic means

In terms of sections 11(3) and 11(4) of the Companies Act, 2013, read with Companies Management and Administration Rules, 2014 and Listing Rules of Listing Agreement, the Company is pleased to provide members holding shares in physical or dematerialized form as on the cut-off date (Record Date), being 31st day of December, 2014 to exercise their right to vote at the Extra Ordinary Meeting by electronic means for any or all the businesses in the accompanying Notice. Necessary arrangements have been made by the Company with National Securities Depository Limited (NSDL) to facilitate e-voting. Voting is optional and members shall have the option to provide either through e-voting or in person at the Annual General Meeting.

The procedure and instructions for voting through electronic means are as follows

A. In case a member receives an e-mail from NSDL for members whose e-mail addresses are registered with the Company's Depository Participants?

i. Open the e-mail and also open the file with your Client ID or Folio No. as password. The said file contains your user ID and password for e-voting. Please note that the password is an initial password.

ii. Open the internet browser and type the following URL
<https://www.evoting.nsdl.com>.

iii. Click on Shareholder Login.

iv. If you are already registered with NSDL for e-voting then you can use your existing user ID and password.

v. If you are logging in for the first time, please enter the user ID and password provided in the file attached with the e-mail as initial password.

vi. The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.

vii. Once the e-voting home page opens, click on e-voting Active Voting Cycles.

viii. Select the relevant **1/1** /&**J** >/"**1**oting /vent &umber? of **2**&&' &&' **H**+TR\$/+**0**\$ **ST**/' on which you chose to vote. Now you are ready for e"voting as Cast **1**ote page opens.

18. Cast your vote by selecting appropriate option and click on **I**+ubmit**J** and also **I**ConFrm**J** when prompted.

8. Upon confirmation, the message **I**1ote cast successfully**J** will be displayed.

8i. Once the vote on the resolution is cast, the .ember shall not be allowed to change it subsequently.

8ii. Institutional shareholders i.e. other than individuals, **2H6**, &R\$, etc.? are required to send scanned copy >#'**67**=#**5** format? of the relevant Board Resolution? uthority letter, etc., together with attested specimen signature of the duly authorized signatories? who are authorized to vote, to the +crutiniEer through e"mail to agrawal.kundan@gmail.com , with a copy marked to evotingKnsdl.co.in.

8iii. In case of any queries, you may refer the **6**requently Asked Questions >#'**6**! **L**s? " +hareholders and e"voting user manual " +hareholders, available at the downloads section of www.evoting.nsd.com

8iv. You can also update your mobile number and e"mail id in the user profile detail of the folio which may be used for sending future communications?.

8v. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on *<th . ay, *) 1-, may obtain user?login \$' and password by sending a request at evotingKnsdl.co.in or adminKskylinerta.com.

2owever, if you are already registered with &+' **0** for e"voting then you can use your existing user?login \$' and password for casting your vote. If you forgot your password, you can reset your password, by using **J6**orgot **H**ser ' etails? #assword**J** option available on the website www.evoting.nsd.com at the following toll free no. 1;)) "****", ,).

B. In case a .ember receives physical copy of the notice of /5. for .embers whose email addresses are not registered with the Company? depositories?

i. Initial password is provided in the enclosed ballot form /1/& >/"**1**oting /vent &umber?, user \$' and password.

ii. Please follow all steps from +l. &o. >ii? to +l. &o. >iii? above, to cast vote.

C. Other Instructions

- i. The remote e"voting period commences on Monday, 1st January, 2019 and ends on Thursday, 1st January, 2019. During this period, members of the Company, holding shares either in physical form or in dematerialised form, as on 31st December, 2018, may cast their vote electronically. The remote e"voting module shall be disabled by 00:00 for voting thereafter. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently.
- ii. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on 31st December, 2018.
- iii. Mr. Prashant Agrawal, Practising Company Secretary & Co. Secy, has been appointed as the scrutineer to scrutinise the e"voting process in a fair and transparent manner.
- iv. Facility for voting through polling paper shall be made available at the Extra Ordinary Meeting and members attending the meeting who have not already cast their vote by remote e"voting shall be able to exercise their rights at the concerned meeting.
- v. Members who have cast their vote by remote e"voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- vi. Members of the Company holding shares either in physical form or in dematerialised form, as on 31st December, 2018, may opt for remote e"voting or voting at the Meeting through polling paper.
- vii. The scrutineer, after scrutinising the votes cast at the meeting through and through remote e"voting, will not later than three days of conclusion of the meeting, make a consolidated scrutineer's report and submit the same to the Chairman of the meeting. The results declared along with the consolidated scrutineer's report shall be placed on the website of the company www.hindindustries.net and on the website of evoting Knsdl.co.in. The result shall simultaneously be communicated to the stock exchange.
- viii. Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of meeting i.e. 1st January, 2019.

By Order of the Board

Registered Office

Plot 1, Phase 1, Okhla Industrial Area,
New Delhi (110026)
Place New Delhi
Date 31st December, 2018.

Samlesh Kumar
Company Secretary



HIND INDUSTRIES LIMITED

Regd Office: Plot 1, Phase 1, Okhla Industrial Area, New Delhi 110021.

E-mail: info@hind.in, Website www.hindindustries.net

CIN L74899DL1973PLC006667

ATTENDANCE SLIP

Name	
Address	
Folio No./DP Id-Client Id*	
No. of shares held	

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I/we hereby record my presence at the Extra Ordinary General Meeting of the company at Plot 9, Friends Colony, New Delhi 110021, on Friday the 10th day of January 2019.

My/Our shareholding is of 1000 shares of Rs. 10/- each.

I/We hereby declare that the above information is true and correct to the best of my/our knowledge and belief.



HIND INDUSTRIES LIMITED

Regd Office: ! "1, #hase"1, Okhla \$ndustrial ! rea, &ew ' elhi"11)) *).

E-mail: infoKhind.in, Nebsite www.hindindustries.net

CIN L74899DL1973PLC006667

Form No. MGT-11

FORM OF PROXY

Pursuant to Section105 (6) of the Companies Act, 2013 and Rule19 (3) of the Companies (Management and Administration) Rules, 2014.

Name	
Registered Address	
Email ID	
Folio No./DP ID Client ID**	
No. of Share held	

*Applicable for investors holding shares in Electronic form.

I/We, being the member(s) of _____ shares of the above named Company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: _____, or failing him/ her

2. Name:

Address:

E-mail Id:

Signature: _____, or failing him/ her

3. Name:
Address:
E-mail Id:
Signature:

as my7our pro8y to vote for me7us and my7our behalf at the /8tra Ordinary 5eneral . eeting of the company at B"9, &ew 6riends Colony, &ew ' elhi"11))C<. at),)) !. on 6riday)<th day of =anuary *) 1;. Or at any adMurnment thereof \$n respect of such resolutions as are indicated below

Resolution &o.	Subject Matter of Resolution	Options	
	Ordinary Business	For	Against
1.	To consider and approve sale, lease or otherwise dispose of the whole or substantially the whole of any undertaking of the Company.		

+igned thisPPPP.. ' ay of PPPPPPPPP.. *) 1;

Affix a revenue stamp of not less than Re.1/-

NOTE:

1. This form of pro8y in order to be effective should be duly completed, signed and stamped must be deposited at the Registered Office of the Company not less than : ; 2ours before the time for holding the aforesaid . eeting.
- *. The #ro8y need not be a . ember of the Company.
3. \$ is optional to put 8A in the appropriate column against the Resolution indicated in the Bo8. \$ you leave the 6or7! gainst Bo8es blank against any or all resolutions, your #ro8y will be entitled to vote in the manner as he7she thinks appropriate.