

A low-angle, upward-looking photograph of a complex metal lattice structure, likely a high-voltage power transmission tower. The structure is composed of numerous dark, intersecting beams forming a web of triangles. The background is a bright blue sky with scattered white clouds. The perspective creates a sense of height and scale.

**Powering  
a billion dreams**



# HIND ALUMINIUM INDUSTRIES LIMITED

## BOARD OF DIRECTORS

Shri Lalit Kumar Daga	Chairman
Shri Shailesh Daga	Managing Director
CA. Sudhir Goel	Whole-Time Director
Shri Navinchandra Shah	Independent Director
Shri Sundeep Mohta	Independent Director
Mrs. Renu Somani	Independent Director

## EXECUTIVES

CA. Kailash Agarwal	(Unit Incharge –Wire Rod & Conductors)
Shri G. L. Prasad	(President Operation - Wire Rod & Conductors)
Shri Mahendra Kumar Jain	(Chief Financial Officer)
Shri Prem Sharma	(Senior General Manager, Marketing - Conductors)
Shri Santosh L.Baghel	(General Manager-Works; Wire Rod & Conductors)
Shri Deepak Chaturvedi	(General Manager-Corporate)

## COMPANY SECRETARY

Ms. Sakshi Sharma

## STATUTORY AUDITORS

Motilal & Associates  
Chartered Accountants, Mumbai.

## BANKERS

ICICI Bank Ltd.  
HDFC Bank Ltd  
State Bank of India  
Standard Chartered Bank  
IDFC Bank Ltd.  
Axis Bank Ltd.

## REGISTERED OFFICE

(CIN: L28920MH1987PLC043472)  
B-1, Tulsi Vihar, Dr. Annie Besant Road,  
Worli Naka, Mumbai - 400 018.  
Tel.: 022-40457100. Fax No.: 022-24936888  
Email: hind@associatedgroup.com  
Website: www.associatedgroup.com/hail/investors.htm

## REGISTRARS & SHARE TRANSFER AGENTS

Bigshare Services Pvt.Ltd.  
1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp.Vasant Oasis Apartments,  
Marol Maroshi Road, Andheri (East),  
Mumbai-400 059  
Tel.: 022-62638200/204  
Fax No.: 022-62638299  
Email: investor@bigshareonline.com

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## **Hind Aluminium Industries Limited**

CIN:L28920MH1987PLC043472

Registered Office: B-1, Tulsi Vihar Dr. A.B. Road, Worli Naka, Mumbai-400018

Telephone: 022-40457100 Fax: 022-24936888; e-mail:hind@associatedgroup.com

website:www.associatedgroup.com/hail/investors.htm

## **NOTICE**

NOTICE is hereby given that the 31<sup>st</sup> Annual General Meeting of the members of Hind Aluminium Industries Ltd. will be held at "Maheshwari Pragati Mandal-Mumbai" 1st Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Chira Bazar, Marine Lines (East), Mumbai-400 002 on Thursday, the 27<sup>th</sup> September, 2018 at 11.00 a.m. to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt:
  - a. the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Auditor thereon.
2. To declare final dividend on Equity Shares for the financial year 2017-18.
3. To appoint a Director in place of Shri Lalit Kumar Daga (DIN: 00089905) who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s. Karnavat & Company, Chartered Accountants (Registration No. 104863W), be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this 31<sup>st</sup> Annual General Meeting till the conclusion of the 36<sup>th</sup> Annual General Meeting of the Company to be held in the year 2023.

### **SPECIAL BUSINESS:**

5. To consider and if thought fit to pass, with or without modification, the following resolution as a special resolution:

RESOLVED that in accordance with the provisions of sections 196, 197, 198 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force), the Company hereby approves the re-appointment of Shri Sudhir Goel as Whole-Time Director of the Company for the tenure of 5 years with effect from 1st April, 2018, on the following remuneration::

A) Tenure : From 1<sup>st</sup> April, 2018 to 31<sup>st</sup> March, 2023

B) Remuneration: Up to ₹ 3,75,000/- per month

C) Perquisites & Allowances:

- (a) In addition to the salary & commission payable, if any, the Whole-Time Director shall also be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance, together with reimbursement of expenses or allowance for utilities such as gas, electricity, water, furnishings and repairs, medical reimbursement, club fees and leave travel concession, for himself and his family, medical insurance or and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors.
- (b) Provision for use of the Company's car for official duties and telephone(s) including cellular phone(s) at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites.

## HIND ALUMINIUM INDUSTRIES LTD.

- (c) Company's contribution to Provident Fund and Superannuation or Annuity Fund, to the extent these either singly or together are not taxable under the Income-tax Act, gratuity payable at a rate not exceeding half a month salary for each completed year of service and encashment of leave at the end of the tenure, shall not be included in the computation of ceiling on remuneration specified paragraph 1 Section IV of Part II of Schedule V of the Companies Act.

D) Minimum Remuneration:

In the event of loss or inadequacy of profit in any year, the Whole-Time Director shall be entitled to payment by way of remuneration and perquisites and allowances as specified in schedule V of Companies Act, 2013.

6. Adoption of new set of Memorandum of Association of the Company.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 4, 13, and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof, for the time being in force) the new set of draft Memorandum of Association submitted to this meeting be and are hereby approved and adopted in substitution and to the entire exclusion of the clauses contained in the existing Memorandum of Association of the Company.

RESOLVED FURTHER that the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to this Resolution."

7. Adoption of new set of Articles of Association of the Company.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 5,14, and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof, for the time being in force) the new set of draft Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution and to the entire exclusion of the articles contained in the existing Articles of Association of the Company.;

RESOLVED FURTHER that the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to this Resolution."

8. To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2019 and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the Statement annexed to the Notice convening this Meeting, to be paid to the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year ending March 31, 2019, be and is hereby ratified"

FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

By order of the Board of Directors

**Sakshi Sharma**  
**Company Secretary**

Place: Mumbai

Date: 15th June, 2018

**NOTES FOR MEMBERS' ATTENTION**

1. A statement pursuant to section 102(1) of the Companies Act, 2013("the Act") relating to the special business to be transacted at the Annual General Meeting("Meeting") is annexed hereto.
2. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. The Register of Members and Share Transfer Books of the Company will be closed from Wednesday, September 26, 2018 to Thursday, September 27, 2018 (both days inclusive).
4. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on or after Monday, October 1, 2018 as under:
  - i. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Wednesday, September 26, 2018;
  - ii. To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company's Registrars and Transfer Agents, Bigshare Services Pvt. Ltd. (BSPL) or to the Company, as of the close of business hours on Wednesday, September 26, 2018.
5. Members holding share 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 demat accounts. Members holding shares in physical form are requested to inform any change in their address or bank mandates immediately to BSPL or the Company.

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 the 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 BSPL or to the Company.

6. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or BSPL for assistance in this regard.
7. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to BSPL, for consolidation into a single folio.
9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website. Members holding shares in physical form may submit the same to BSPL or to the Company. Members holding shares in electronic form may submit the same to their respective depository participant.
10. (a) Pursuant to Sections 124, 125 and other applicable provisions, if any, of the Companies Act, 2013 read with the IEPF authority (Accounting Audit, transfer & refund) Rules, 2016 (hereinafter referred to as "IEPF Rules") (including any statutory modifications) or re-enactment thereof for the time being in force) the amount of dividend remaining unclaimed or unpaid for a period of 7 (seven) years from the date of transfer to the unpaid dividend account is required to be transferred to IEPF, maintained by the Central Government.
- (b) Accordingly, during the financial year 2018-19, the Company would be transferring unclaimed final dividend amount for the financial year ended 31st March, 2011 on or before 17.09.2018 to IEPF.
- (c) The Ministry of Corporate Affairs ('MCA') on May 10, 2012 notified the Investor Education and Protection Fund (Uploading of information regarding Unpaid and Unclaimed amount lying with Companies) Rules 2012. In terms of the above Rules, the Company has uploaded the information in respect of the Unclaimed Dividends, as on the date of last AGM i.e. 31.08.2017, on the website of the IEPF viz. [www.iepf.gov.in](http://www.iepf.gov.in) and under 'Investors' section on the website of the Company viz. [www.associatedgroup.com/hail/investors.htm](http://www.associatedgroup.com/hail/investors.htm)
11. The notice of AGM along with Annual Report for FY 2017-18 are being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. For

## HIND ALUMINIUM INDUSTRIES LTD.

Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice & Annual Report 2017-18 will also be available on the Company's website i.e [www.associatedgroup.com/hail/investors.htm](http://www.associatedgroup.com/hail/investors.htm)

- 12 To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs /BSPL.
- 13 The route map showing directions to reach the venue of the 31st AGM is annexed.
- 14 In compliance with the Provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given below. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.
- 15 The board of directors has appointed CS. Arun Dash of M/s Arun Dash & Associates, Practicing Company Secretaries (Membership No. ACS18701) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
- 16 The facility for voting, through polling paper shall also be made available at the AGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the AGM.
- 17 Non-Resident Indian Members are requested to inform BSPL immediately of any change in their residential status on return to India for permanent settlement, particular of their bank account maintain in India with complete name, branch, account type, account no. & address of the bank with PIN Code no., if not furnished earlier.
- 18 Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. along with a valid identity proof such as the PAN Card, Passport, Aadhar Card, Driving licence to enter the AGM hall.
- 19 Shareholder Instructions for E-Voting :
  - (i) The voting period begins on <24<sup>th</sup> September, 2018 at 10.00 am> and ends on <26<sup>th</sup> September, 2018 at 5.00 pm>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <20<sup>th</sup> September, 2018> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  - (iii) Click on Shareholders / Members
  - (iv) Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
  - (v) Next enter the Image Verification as displayed and Click on Login.
  - (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
  - (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>



- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Hind Aluminium Industries Limited> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (B) The voting period begins on <24<sup>th</sup> September, 2018 at 10.00 am> and ends on <26<sup>th</sup> September, 2018 at 5.00 pm>. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <20<sup>th</sup> September, 2018>, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

By order of the Board of Directors

**Sakshi Sharma**  
Company Secretary

Place: Mumbai  
Date: 15th June, 2018

# HIND ALUMINIUM INDUSTRIES LTD.

## STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013 ("Act") the following explanatory statement sets out all material facts relating to the business mentioned under item No. 5, 6, 7 & 8 of the accompanying Notice:

### Item No. 5

Shri Sudhir Goel is a qualified Chartered Accountant. He has over 35 years of experience in the Aluminium Industries. The Board of Directors of the Company at their meeting held on 15th June, 2018 has re-appointed him as the Whole-Time Director of the Company for a further period of 5 years w.e.f 1st April, 2018 to 31st March, 2023 subject to approval of members. He is holding directorship in the Company from the date of its incorporation. He holds 3000 equity shares in the Company and also hold directorship in another Listed Company viz. Nirav Commercials Ltd. His age will be 70 years in the year 2019. Considering his vast experience & expertise it is felt prudent to appoint him as the Whole-Time Director of the Company pursuant to section 196 of the Companies Act, 2013 and rules framed there under.

None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice except Shri Sudhir Goel, Director of the Company.

The Directors recommend the aforesaid Resolution for the approval by the Members as a Special Resolution.

### Item No. 6

The existing Memorandum of Association ("MOA") of the Company was based on the provisions of the Companies Act, 1956 ("1956 Act") are no longer in conformity with the provisions of the Companies Act, 2013 ("the Act") and rules framed thereunder. Therefore it is required to adopt the new set of Memorandum of Association (Primarily based on Table A set out under Schedule I to the Act ) in place of existing MOA, replacing it with the new set of MOA.

In terms of Section 13 of the Act, Consent of Members by way of a Special Resolution is required for adoption of the new set of Memorandum of Association.

Copy of the Memorandum and Articles of Association of the Company together with the proposed alterations would be available for inspection by the members at the Registered Office of the Company during 11.00 A.M. to 4.00 P.M. on all working days upto the date of ensuing AGM and at the meeting, during the meeting hours.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Directors recommend the aforesaid Resolution for the approval by the Members as a Special Resolution.

### Item No. 7

The existing Articles of Association ("AOA") of the Company, based on the Companies Act, 1956 ("1956 Act") are no longer in conformity with the provisions of the Companies Act, 2013 ("the Act") and rules framed thereunder. Therefore it is required to adopt the new set of Articles of Association (Primarily based on Table F set out under Schedule I to the Act ) in place of existing AOA, replacing it with the new set of AOA .

In terms of Section 14 of 2013 Act, Consent of Members by way of a Special Resolution is required for adoption of a new set of Articles of Association.

Copy of the Memorandum and Articles of Association of the Company together with the proposed alterations would be available for inspection by the members at the Registered Office of the Company during 11.00 A.M. to 4.00 P.M. on all working days upto the date of ensuing AGM and at the meeting, during the meeting hours

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

### Item No. 8

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of Mr. Mohammad Asthaf Anathan, Proprietor of Mohammad Asthaf Anathan & Co, Cost Accountants (Membership No. 42018), the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019 for an amount not exceeding Rs. 90,000/- p.a. for conducting audit of the cost records of the Company for the FY 2018-19. In accordance with the Provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at item No. 8 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2019.

None of Directors / Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.8 of the Notice.

The Board, therefore, commends the resolution for approval by the members.

By order of the Board of Directors

**Sakshi Sharma**  
Company Secretary

Place: Mumbai  
Date: 15th June, 2018



**Hind Aluminium Industries Limited**

CIN:L28920MH1987PLC043472

Registered Office: B-1, Tulsi Vihar Dr. A.B. Road, Worli Naka, Mumbai-400018. Telephone: 022-40457100 Fax: 022-24936888;  
e-mail:hind@associatedgroup.com; website:www.associatedgroup.com/hail/investors.htm

**ATTENDANCE SLIP**

(To be presented at the entrance)

I/we hereby record my/our presence at the 31<sup>st</sup> Annual General Meeting of the Company on Thursday, 27<sup>th</sup> September, 2018 at 11.00 am at "Maheshwari Pragati Mandal-Mumbai" 1<sup>st</sup> Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Chira Bazar, Marine Lines (East), Mumbai-400 002.

Registered Folio No./Client ID	
DP ID.	
Name and address of the Member(s)	
No.of Share(s)	
Name of the Proxy/Authorized Representative (In Block Letters)	
Signature of the Member(s)/Proxy/Authorized Representative	

1. Only Member / Proxyholder can attend the Meeting.
2. Member / Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

**Hind Aluminium Industries Limited**

CIN:L28920MH1987PLC043472

Registered Office: B-1, Tulsi Vihar Dr. A.B. Road, Worli Naka, Mumbai-400018. Telephone: 022-40457100 Fax: 022-24936888;  
e-mail:hind@associatedgroup.com; website:www.associatedgroup.com/hail/investors.htm

Form No. MGT-11

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of the Member(s) : \_\_\_\_\_  
Registered Address : \_\_\_\_\_  
Email Id : \_\_\_\_\_  
Registered Folio No./Client ID : \_\_\_\_\_ DP ID. \_\_\_\_\_

I/We, being the Member(s) of..... Share(s) of the above named Company, hereby appoint;

1. Name : \_\_\_\_\_

Address : \_\_\_\_\_

E-mail Id : \_\_\_\_\_

Signature : \_\_\_\_\_ or failing him/her

2. Name : \_\_\_\_\_

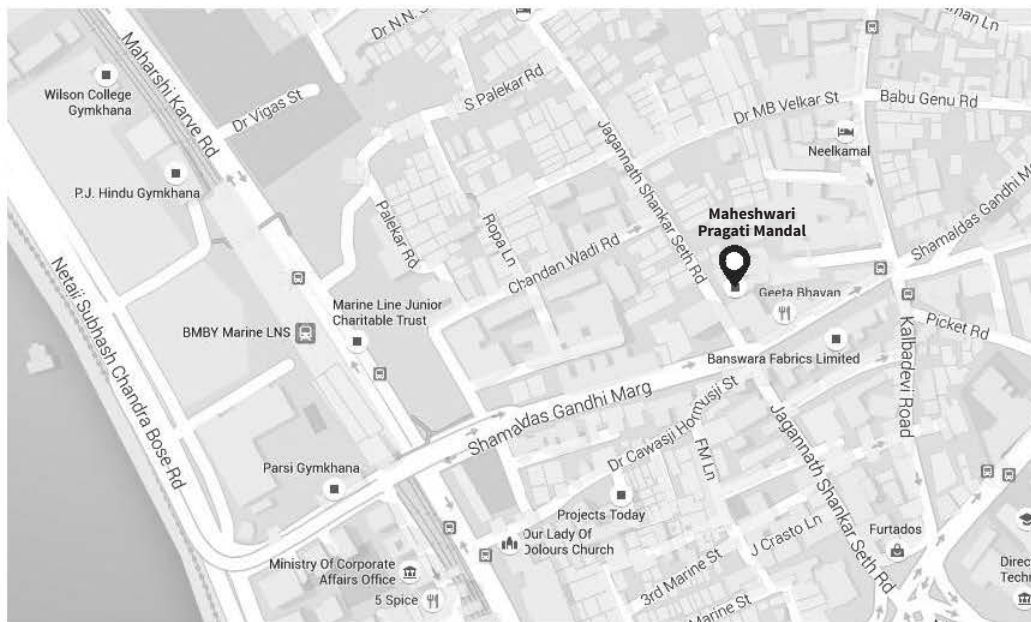
Address : \_\_\_\_\_

E-mail Id : \_\_\_\_\_

Signature : \_\_\_\_\_ or failing him/her

**ROUTE MAP TO THE AGM VENUE**

**Venue :** “Maheshwari Pragati Mandal-Mumbai” Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Chira Bazar, Marine Lines (East), Mumbai-400002



**Landmark : Near Parsi Diary, Marine Lines (East) Mumbai**

**Distance From Churchgate Railway Station – 1 Km (approx)**

**Distance From Chhatrapati Shivaji Maharaj Terminus – 1.2 Km (approx)**

**Distance From Marine Lines Railway Station: 0.8 km (approx)**

3. Name : \_\_\_\_\_

Address : \_\_\_\_\_

E-mail Id : \_\_\_\_\_

Signature : \_\_\_\_\_ or failing him/her

As my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 31<sup>st</sup> Annual General Meeting of the Company to be held on Thursday, 27<sup>th</sup> September, 2018 at 11.00 am at “Maheshwari Pragati Mandal-Mumbai” 1st Floor, Maheshwari Bhavan, 603, Jagannath Shankar Sheth Marg, Chira Bazar, Marine Lines (East), Mumbai-400 002 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To consider and adopt:
  - a. Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon; and
  - b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Auditor thereon.
2. Declaration of final dividend on Equity Shares for the financial year 2017-18.
3. Re-appointment of Shri Lalit Kumar Daga (DIN: 00089905) as a Director of the Company.
4. Appointment of M/s Karnavat & Company as Statutory Auditors of the Company.
5. To consider re-appointment of Shri Sudhir Goel, as Whole-Time Director of the Company.
6. Adoption of new set of Memorandum of Association of the Company.
7. Adoption of new set of Articles of Association of the Company.
8. Payment of Remuneration to Cost Auditor.

Signed this.....day of.....2018

Signature of the Shareholder:.....

Signature of Proxy holder(s):.....

Affix revenue  
Stamp of  
₹ 1

Note : This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at B-1, Tulsi Vihar, Dr. AB Road, Worli Naka, Mumbai-400018, not less than 48 hours before the commencement of the Meeting.