

A low-angle, upward-looking photograph of a complex lattice tower, likely a high-voltage power transmission tower. The tower's structure is composed of numerous dark, intersecting metal beams forming a dense 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 Sundeeep Mohta	Independent Director
Mrs. Kiran Mundhra	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

M/s. Karnavat & Company
Chartered Accountants

COST AUDITORS

M/s. Mohammad Asthaf Anathan & Co
Cost Accountants

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-investors.com

REGISTRARS & SHARE TRANSFER AGENTS

Bigshare Services Pvt.Ltd.
1ST 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: info@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-investors.com

NOTICE

NOTICE is hereby given that the 32nd 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 Saturday, 7th September, 2019 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, 2019, 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, 2019, together with the Reports of the Auditor thereon.
2. To declare final dividend on Equity Shares for the financial year 2018-19.
3. To appoint a Director in place of Shri Sudhir Goel (DIN: 00074455) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. To consider and if thought fit to pass, the following resolution as a Special Resolution for continuation of Chairman / Directorship of Shri Lalit Kumar Daga :

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable provisions, if any, of the Companies Act, 2013 and the applicable Rules made thereunder, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force, approval of the Members of the Company be and is hereby granted to Shri Lalit Kumar Daga (DIN -00089905), who has attained the age of seventy five (75) years, to continue to be a Chairman/ Non-Executive Director of the Company.”

“RESOLVED further that the Board of Directors of the Company be and are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

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

“RESOLVED THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Navinchandra Shah (DIN : 01193927), who was appointed as an Independent Director and who holds office as an Independent Director up to March 31, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5(five) consecutive years i.e up to March 31,2024.”

“RESOLVED further that the Board of Directors of the Company be and are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

6. To consider and if thought fit to pass, the following resolution as a Special Resolution for Continuation of Directorship of Shri Navinchandra Shah as Independent Director:

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable provisions, if any, of the Companies Act, 2013 and the applicable Rules made thereunder, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force, approval of the Members of the Company be and is hereby granted to Shri Navinchandra Shah (DIN - 01193927), who has attained the age of seventy five (75) years to continue to be a Non-Executive Independent Director of the Company up to March 31,2024 ”

HIND ALUMINIUM INDUSTRIES LTD.

“RESOLVED further that the Board of Directors of the Company be and are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

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

“RESOLVED THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Sundeep Mohta (DIN : 00426001), who was appointed as an Independent Director and who holds office as an Independent Director up to March 31, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5(five) consecutive years i.e up to March 31, 2024.”

“RESOLVED further that the Board of Directors of the Company be and are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

8. To consider and if thought fit to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs Kiran Mundhra (DIN : 07059160), who was appointed as an Additional Independent Director of the company with effect from 29.11.2018 by Board of Directors and who holds the office upto the date of this Annual General Meeting of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for of 5(five) consecutive years i.e up to March 31, 2024.”

“RESOLVED further that the Board of Directors of the Company be and are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

9. To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2020 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, 2020, be and is hereby ratified”

“RESOLVED further that the Board of Directors of the Company be and are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

By order of the Board of Directors

Sakshi Sharma
Company Secretary

Place: Mumbai
Date: 29th May, 2019

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 Friday, 6th September, 2019 to Saturday, 7th September, 2019 (both days inclusive).
4. 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.
5. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.
6. 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 Wednesday, 11th September, 2019 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 Thursday, 5th September, 2019;
 - 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 Thursday, 5th September, 2019.
7. SEBI vide its Circular No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018, amended Regulation 40 of Listing Regulations pursuant to which from 1st April, 2019, onwards securities can be transferred only in dematerialized form. However, it is clarified that, members can continue holding shares in physical form. Transfer of securities in demat form will facilitate convenience and ensure safety of transactions for investors.
 Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.
 SEBI vide Press Release dated 27th March, 2019 has clarified that the share transfer deed(s) once lodged prior to the deadline of 31st March, 2019 and returned due to deficiency in documents submitted, may be re-lodged for transfer.
8. 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.
9. 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.
10. 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.
11. Transfer of Unclaimed Dividend Amounts to the Investor Education and Protection Fund (IEPF):
 Pursuant to applicable provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules"), (including any statutory modification(s) and or re-enactment(s) thereof for the time being in force), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Central Government, after completion of 7 (seven) years. Further, according to the said IEPF Rules, shares in respect of which dividend has not been claimed by the shareholders for 7 (seven) consecutive years or more shall also be transferred to the demat account of the IEPF Authority.
 During the financial year 2018 - 19, the Company has transferred to the IEPF, the following unclaimed dividends and shares of the shareholders whose dividend had remained outstanding for a period of 7 years from 2010-11 to 2017-18 :

Particulars	Amount of Dividend	No. of Shares
Final Dividend	₹ 99,627/- (For the Financial Year 2010-11)	29,634 (From 2010-11 to 2017-18)
12. The route map showing directions to reach the venue of the 32nd AGM is annexed.
13. 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

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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.

14. The board of directors has appointed CS Arun Dash of M/s Arun Dash & Associates, Practicing Company Secretaries (Membership No. FCS9765) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
15. 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.
16. 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.
17. 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.
18. Green Initiative:
 - A. Electronic copy of the Notice convening the 32nd AGM of the Company, Annual Report along with the Attendance Slip and Proxy Form are being sent to the members who have registered their email ids with the Company/Depository Participant(s). For members who have not registered their email ids, physical copies of the aforementioned documents are being sent in the permitted mode.
 - B. Members, who have not registered their email ids so far, are requested to register their email ids for receiving all communications including Annual Report, Notices, etc., from the Company electronically.
19. Shareholder Instructions for E-Voting :
The instructions for members for voting electronically are as under:-
 - (i) The voting period begins on 4th September, 2019 at 10.00 am and ends on 6th September, 2019 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 31st August, 2019 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
 - (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 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:

	For Members holding shares in Demat Form and Physical Form
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"> 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. 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.
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"> 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).

- (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 login 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 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.
 - 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 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, under help section or write an email to 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 4th September, 2019 at 10.00 am and ends on 6th September, 2019 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 of 31st August, 2019, 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 under help section or write an email to helpdesk.evoting@cdslindia.com.

By order of the Board of Directors

Sakshi Sharma
Company Secretary

Place: Mumbai

Date: 29th May, 2019

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. 4 to 9 of the accompanying Notice:

Item No. 4

As the Members are aware, pursuant to the Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “the Listing Regulations”), effective from April 1, 2019, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five (75) years unless a special resolution is passed to that effect and the explanatory statement annexed to the notice proposing such appointment or continuation specifies the justification for such appointment or continuation, as the case may be.

Shri Lalit Kumar Daga is Commerce Graduate from the University of Kolkata. He has vast experience of over 50 years in Aluminium Industries.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 29, 2019 approved the continuance of Shri Lalit Kumar Daga, as Chairman & Non-Executive Director, who has attained the age of 75 years, subject to the approval of shareholders.

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Item No. 5 to 7

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation, has recommended re-appointment of Shri Navinchandra Shah and Shri Sundeep Mohta as Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given their background and experience and contributions made by them during their tenure, the continued association of Shri Navinchandra Shah and Shri Sundeep Mohta would be beneficial to the Company and it is desirable to continue to avail their services as Independent Director. Accordingly, it is proposed to re-appoint Shri Navinchandra Shah and Shri Sundeep Mohta as Independent Directors.

The Company has received declaration from Shri Navinchandra Shah and Shri Sundeep Mohta to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("SEBI Listing Regulation").

Shri Navinchandra Shah is a Bachelor in Science (B.Sc.) from Kolkata University & Bachelor of Electrical Engineering (B.E.) from Jadavpur University and has over 50 years business experience. He holds 3000 equity shares in the Company and also hold directorship in another Listed Company viz. Nirav Commercials Ltd.

As the Members are aware, pursuant to the Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations"), effective from April 1, 2019, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five (75) years unless a special resolution is passed to that effect and the explanatory statement annexed to the notice proposing such appointment or continuation specifies the justification for such appointment or continuation, as the case may be.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 29, 2019 approved the continuance of Shri Navinchandra Shah as an Independent Non-Executive Director, who has attained the age of 75 years, subject to the approval of shareholders.

Shri Sundeep Mohta is a Commerce Graduate from Kolkata University and has over 26 years business experience.

They are not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his/their consent to act as a Director.

None of the Directors and Key Managerial Personnel of the Company or their relatives except Shri Navinchandra Shah and Shri Sundeep Mohta are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 to 7 of the Notice.

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

Item No. 8

The Board of Directors at its meeting held on 29.11.2018 & based on the recommendations of the Nomination & Remuneration Committee, appointed Mrs. Kiran Mundhra (DIN: 07059160), as an Additional Independent Director in terms of Section 149, 152, 161 Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof for the time being force), to hold office for a period of 5 (five) consecutive years, not liable to retire by rotation, subject to the approval of the shareholders at the ensuing AGM.

The Company has received a declaration from Mrs. Kiran Mundhra confirming that she meets the criteria of independency as prescribed under Companies Act, 2013 and Listing Regulations. She also confirmed that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and also given her consent to act as a Director. Mrs. Kiran Mundhra has very good business experience in electrical sector, finance and administration.

None of the Directors or Key Managerial Person or their relatives except Mrs. Kiran Mundhra, is concerned or interested in the proposed Ordinary Resolution as set out in item no.8 of this Notice.

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

Item No. 9

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, 2020, at a remuneration not exceeding Rs. 90,000/- p.a. for conducting audit of the cost records of the Company for the FY 2019-20. 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. 9 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2020.

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.9 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: 29th May, 2019



Hind Aluminium Industries Limited

CIN:L28920MH1987PLC043472

Registered Office: B-1, Tulsi Vihar Dr. A.B. Road, Worli Naka, Mumbai-400018 Telephone : 022-40457100 Fax: 022-4936888;
e-mail:hind@associatedgroup.com; website: https://www.associatedgroup-investors.com

ATTENDANCE SLIP

(To be presented at the entrance)

I hereby record my presence at the 32nd Annual General Meeting of the Company on Saturday, 7th September, 2019 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.

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: 022-4936888;
e-mail:hind@associatedgroup.com; website: https://www.associatedgroup-investors.com

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 : _____

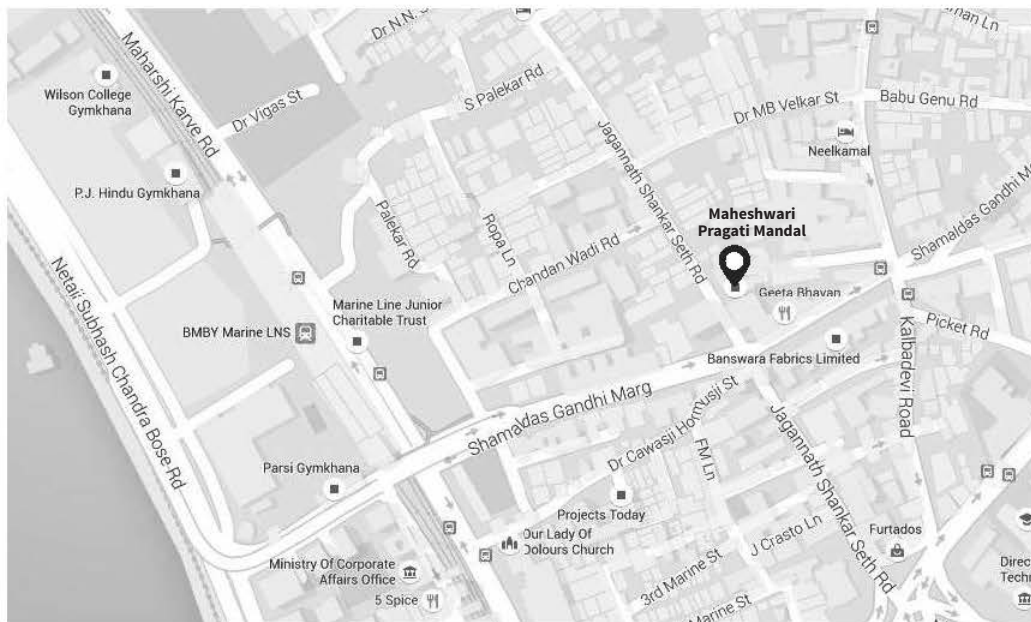
Address : _____

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 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 32nd Annual General Meeting of the Company to be held on Saturday, 7th September, 2019 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) the Audited Financial Statements of the Company for the financial year ended March 31, 2019, 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, 2019, together with the Reports of the Auditor thereon.
2. To declare final dividend on Equity Shares for the financial year 2018-19.
3. To appoint a Director in place of Shri Sudhir Goel (DIN: 00074455), who retire by rotation and being eligible offers himself for re-appointment.
4. Continuation of Chairman / Directorship of Shri Lalit Kumar Daga, attained the age of 75 years.
5. Re-appointment of Shri Navinchandra Shah as an Independent Director.
6. Continuation of Directorship of Shri Navinchandra Shah as Independent Director, attained the age of 75 years.
7. Re-appointment of Shri Sundeep Mohta as an Independent Director.
8. Appointment of Mrs. Kiran Mundhra as an Independent Director.
9. Payment of remuneration to Cost Auditors.

Signed this.....day of.....2019

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. A.B. Road, Worli Naka, Mumbai-400018, not less than 48 hours before the commencement of the Meeting.