

To,
General Manager,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 509635

Date: 15th May, 2017

Dear Sir,

Sub: Intimation of Record Date and submission of documents pertaining to sub-division of face value equity shares of the Company.

We wish to inform you that the Record Date has been fixed as 26th May, 2017 for the purpose of ascertaining the eligibility of shareholders for Sub-division of existing 1 (One) equity share having face value of Rs. 10/- (Rupees Ten only) each fully paid-up into 2 (Two) equity shares having face value of Rs. 5/- (Rupees Five only) each and there will be no fractional shares consequent to the sub-division of face value of equity shares and the new ISIN number assigned by the depository will be informed to the Exchange atleast 2 days prior to the Record date.

Further, we hereby submit the following list of documents pertaining to sub-division of face value of equity shares of the Company:

- 1) Intimation of record date pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 2) Certified true copy of the Resolution passed by the shareholders of the company for Sub-division of face value of equity share.
- 3) Undertaking of company for Sub - division of face value of equity share as per prescribed format.
- 4) UTR No. of processing fee of Rs. 10,000/- along with Service Tax of Rs. 1,500/- paid through RTGS.

Further, kindly note the following details of the Contact Person of the Company:

Name & Designation: Mr. Amit Goenka – VP- Finance & Company Secretary
Telephone Nos. (landline & mobile): 022 6688 0100/126 & 9322934946
Email add.: amitgoenka@hindcompo.com

Kindly take the above on your record.

Thanking you,
Yours faithfully,

For, Hindustan Composites Limited,



Amit Goenka
VP- Finance and Company Secretary



Regional Sales Offices

East : 29, Ganesh Chandra Avenue, Bando House, Room No. 207, 2nd Floor, Kolkata - 700 013 • Tel.: 91-33-2236078 • Fax: 91-33-22360788
West : B-11, Paragon Condominium, 1st Floor, P. B. Marg, Worli, Mumbai – 400 013 • Tel. : 91-22-2495 1355 • Fax: 91-22-2495 1365
North : 401, Rohit House, 3 – Tolstoy Marg, New Delhi - 110 001 • Tel. : 91-11-2331 3845 • Fax: 01-11-23313846
South : 47, Moore Street, Perry's, George Town, Chennai - 600 001 • Tel. : 91-44-2535 7976 • Fax: 91-44-2535 9822

13th May, 2017To,
The Manager (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 509635The Manager – Listing
SYMBOL: HINDCOMPOS
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, 'G' Block
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Scrip Code: HINDCOMPOS

Dear Sir,

Sub: Announcement of Record date pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.Pursuant to Regulation 42 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Record Date has been fixed as 26th May, 2017 for the purpose of ascertaining the eligibility of shareholders for:

- 1) Sub-division of existing 1 (One) equity share having face value of Rs. 10/- (Rupees Ten only) each fully paid-up into 2 (Two) equity shares having face value of Rs. 5/- (Rupees Five only) each; and
- 2) Issue of bonus shares in proportion of 1:2 {i.e. 1 new bonus equity share of Rs. 5/- (Rupees Five only) each for every 2 (Two) equity shares of Rs. 5/- (Rupees Five only) each held} (Post split face value per equity share).

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Hindustan Composites LimitedAmit Goenka
VP – Finance & Company Secretary

CC: to:

Central Depository Services (India) Limited
Phiroze Jeejeebhoy Towers,
17th Floor, Dalal Street,
Mumbai 400 001National Securities Depository Limited
4th Floor, 'A' Wing, Trade World,
Kamala Mills Compound,
Lower Parel,
Mumbai 400 013**Regional Sales Offices**

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CERTIFIED TRUE COPY OF THE ORDINARY RESOLUTION PASSED BY THE MEMBERS OF HINDUSTAN COMPOSITES LIMITED BY WAY OF POSTAL BALLOT PROCESS, THE RESULTS OF WHICH WAS DECLARED ON 13TH MAY, 2017 AT THE REGISTERED OFFICE OF THE COMPANY AT PENINSULA BUSINESS PARK, 'A' TOWER, 8TH FLOOR, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI 400 013

SUB-DIVISION AND RECLASSIFICATION OF SHARES

"RESOLVED THAT pursuant to the provisions of Section 61 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the provisions of the Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned statutory and regulatory authorities or bodies, if any, the consent of the Members of the Company be and is hereby accorded for Sub-Division of 1 (one) fully paid-up Equity Share of the Company having Face Value of Rs. 10/- (Rupees Ten only) each into 2 (Two) fully paid-up Equity Shares having Face Value of Rs. 5/- (Rupees Five only) each on such date as may be fixed by the Board of Directors (hereinafter referred to as the 'Board', which expression shall be deemed to include a committee of directors duly authorised in this behalf) for this purpose ('Record Date').

RESOLVED FURTHER THAT the unclassified shares consisting of 5,00,000 shares of Rs. 10/- each in Authorised Share Capital amounting to Rs. 50,00,000 (Rupees Fifty Lakh only) be and is hereby reclassified as 10,00,000 Equity Shares of Rs. 5/- each.

RESOLVED FURTHER THAT pursuant to the sub-division of Equity Shares of the Company, the issued, subscribed and paid-up 49,23,000 Equity Share having face value of Rs. 10/- each, shall stand sub-divided into 98,46,000 Equity Shares having face value of Rs. 5/- (Rupees Five only) each from the record date and shall rank pari passu in all respects with and carry the same rights as to the existing fully paid-up Equity share of Rs.10/- (Rupees Ten only) each of the Company.

RESOLVED FURTHER THAT upon the sub-division of the Equity Shares as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares having face value of Rs. 10/- each held in physical form shall be deemed to have been automatically cancelled and to be of no effect on and from the Record Date and the Company may without requiring the surrender of the existing Share Certificate(s) directly issue and dispatch the new Share Certificate(s) of the Company, in lieu of such existing issued Share Certificate(s) within the prescribed time period and in the case of the Equity Shares held in the dematerialized form, the appropriate number of sub-divided Equity Shares of Rs. 5/- each be credited to the respective beneficiary accounts of the Shareholders with the Depository Participants, in lieu of the existing credits representing the Equity Shares of Rs. 10/- each of the Company before sub-division.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power(s) conferred hereinabove as it may in its absolute discretion deem fit, to any Director(s) / Officer(s) / Authorised Representative(s) / Committee of the Company in order to give effect to the aforesaid Resolution, including but not limited to fix record date, and to do such other

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deeds and things as may be required for completion and implementation of Sub-division of equity shares of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized to accept and make any alteration(s), modification(s) to the terms and conditions as they may deem necessary, concerning any aspect of the Sub-division of Equity Shares, in accordance with the statutory requirements as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as they may, in their absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters in relation / consequential to the Sub-division of shares including execution & filing of all the relevant documents with the Stock Exchanges, Depositories and other appropriate authorities, in due compliance of the applicable rules and regulations, without seeking any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

:Certified to be True:

For Hindustan Composites Limited



Amit Goenka,
VP - Finance and Company Secretary
Membership No: A18414



CERTIFIED TRUE COPY OF THE STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No 1, 2 &3:

Presently, the Authorised Share Capital of your Company is Rs. 6,00,00,000/- (Rupees Six Crores only) divided into 55,00,000 (Fifty Five Lakhs) Equity Shares Rs. 10/- each and 500,000 (Five Lakhs) Unclassified Shares of Rs. 10/- each and the Paid-up Share Capital of the Company is Rs. 4,92,30,000/- (Rupees Four Crore Ninety Two Lakhs Thirty Thousand only) divided into 49,23,000 (Forty Nine Lakhs Twenty Three Thousand) Equity Shares of Rs. 10/- each fully paid-up.

The Equity Shares of your Company are listed and actively traded on the National Stock Exchange of India Limited and the BSE Limited. With a view to improve the liquidity of the Company's equity shares in the stock market and to encourage the participation of small investors, the Board of Directors at its Meeting held on Monday, 10th April, 2017 considered and approved the sub-division of Equity Share of the Company having face value of Rs. 10/- (Rupees Ten only) each into 2 (Two) Equity Shares having face value of Rs. 5/- (Rupees Five only) each, subject to approval of the Members and any other statutory and regulatory approvals, as may be required. The Record Date for the aforesaid sub-division of the Equity Shares will be fixed after approval of the Members is obtained.

The Board has also decided to reclassify the unclassified share capital of Rs. 50,00,000/- divided into 5,00,000 (Five Lakh) shares of Rs. 10/- each into 10,00,000 (Ten Lakh) Equity Shares of Rs. 5/- each.

As per the provisions of the Section 61 of the Companies Act, 2013, any alteration in the Authorized Share Capital of the Company shall be effected only after the approval of the Members by passing Ordinary Resolution. To augment the requirement of increased Authorized Share Capital for issue of proposed bonus shares, it is also required to increase the Authorized Share Capital of the Company from Rs. 6 Crore to Rs. 8 Crore divided into 1,60,00,000 Equity Shares of Rs. 5/- each.

Consequent to the proposed sub-division of equity shares, reclassification of unclassified shares and increase in Authorized Share Capital of the Company, as set out at item nos. 1 and 2 of the Notice, the existing Clause V of the Memorandum of Association of the Company is also required to be suitably amended. As per the provisions of the Section 13 of the Companies Act, 2013, any alteration in the Memorandum of Association of the Company shall be effected only after the approval of the Members by passing a Special Resolution.

Accordingly, the approval of shareholders of the Company is sought by way of passing requisite resolutions for sub-division of equity shares of the company, reclassification of unclassified share capital and consequential amendment to the Capital Clause V of the Memorandum of Association of the Company as set out in the notice at item nos. 1, 2 & 3.



A Copy of Memorandum 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 business hours on any working days except public holidays.

Accordingly, the Board recommends the resolutions set out at item nos.1, 2 & 3 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the company or their relative is in any way concerned or interested, financially or otherwise, in the proposed resolutions.

:Certified to be True:

For, Hindustan Composites Limited



Amit Goenka,
VP - Finance and Company Secretary
Membership No: A18414



Letter of Undertaking

The Board of Directors of the company has fixed a record date/~~book closure~~ of 26/05/2017 for purpose of subdivision/~~stock split~~ of Rs. 10/- per share of the company into the shares of Rs. 5/- each.

We hereby undertake that the Company will set up Auto Corporate Action with both the Depositories – CDSL & NSDL for execution before beginning of the day (BOD)~~on the first date of book closure period (in case of Book Closure) or before BOD~~ on the trading day succeeding the record date (in case of Record Date).

Further, the Company undertakes to resolve any complaint on account of the failure on the part of Company to complete all formalities for execution of Auto Corporate Action.

For, Hindustan Composites Limited

Amit Goenka

Amit Goenka,
VP - Finance and Company Secretary



Date: 15th May, 2017

Place: Mumbai

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HINDUSTAN COMPOSITES LTD.

Peninsula Business Park, Tower "A", 8th Floor,
Senapati Bapat Marg, Lower Parel, Mumbai - 400 013
Tel.: (91) (22) 6688 0100 • Fax: (91) (22) 6688 0105
E-mail: hcl@hindcompo.com
Website : www.hindcompo.com
CIN No. L29120MH1964PLC012955

Date: 15th May, 2017

To,
General Manager,
Listing Operation,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001.
Scrip Code: 509635

Dear Sir,

Sub: Payment of processing fee for Sub- Division of face value of equity shares of the Company.

With reference to the captioned subject matter above, kindly note that the company has made a payment of Rs. 11,500/- which is including service tax of Rs. 1,500/- in favour of BSE Ltd in HDFC Bank Account no. 00600340005156 and the UTR No. for the aforesaid payment is **NEFT/BARBH17135686335/BSE LTD** done on 15.05.2017.

The payment is made after deducting TDS @10% on the above payment.

Kindly make a note of the same.

Thanking you,

Regards,

For, Hindustan Composites Limited,

Amit Goenka
VP- Finance and Company Secretary



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