



HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED

Registered Office: 2, Red Cross Place, Kolkata - 700 001

CIN - L26109WB1946PLC013294

Website: www.hngil.com, Email: cosec@hngil.com • Tel: (033) 2254 3100, Fax: (033) 2254 3130

NOTICE OF THE 74th ANNUAL GENERAL MEETING

Notice is hereby given that the 74th Annual General Meeting (AGM) of the members of Hindusthan National Glass & Industries Limited will be held on **Wednesday, 15th July, 2020, at 11:00 A.M. IST through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri Sanjay Somany (DIN: 00124538), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **RE-APPOINTMENT OF MRS. RITA BHIMANI (DIN: 07106069) AS AN INDEPENDENT DIRECTOR FOR ADDITIONAL TERM OF 5 (FIVE) YEARS WITH EFFECT FROM 3rd MARCH, 2020 TO 2nd MARCH, 2025.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee and the provisions of Section 149, 150 and 152 read with Schedule IV, read with Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable provisions of the Companies Act, 2013, read with regulations 16(1) (b), 17(1A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Rita Bhimani (DIN: 07106069), aged 74 years, who holds office of Independent Director up to 2nd March, 2020, who has submitted declaration that she meets criteria for independence, as provided in Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for an additional term of 5 (five) consecutive years with effect from 3rd March, 2020 to 2nd March, 2025 and to continue holding the office of an Independent Director of the Company after attaining the age of 75 years during the course of such an additional term;

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all acts and take all steps, as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto".

By Order of the Board of Directors,
For Hindusthan National Glass & Industries Limited

Sd/-

(Lalit Lohia)

Company Secretary

ACS -23995

Place: Kolkata

Date: 28.05.2020

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 08, 2020 and April 13, 2020 permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical attendance of the Members at the AGM venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the Company has decided to convene its 74th AGM through VC / OAVM.
2. The Members can join the 74th AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the 74th AGM, without restriction on account of first come first serve basis.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 74th AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the 74th AGM will be provided by NSDL.
4. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed in **Annexure-1**.
5. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 74th AGM and hence **the Proxy Form and Attendance Slip are not annexed to this Notice**.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to mraithico@gmail.com with a copy marked to evoting@nsdl.co.in
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of Listed Companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company’s Registrars and Transfer Agents, Maheshwari Datamatics Private Limited (“MDPL”) for assistance in this regard at our RTA’s email id mdpldc@yahoo.com.
8. To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with MDPL in case the shares are held by them in physical form. **An email id registration form is enclosed to this notice.**
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to MDPL, in case the shares are held by them in physical form.

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**, enclosed to this notice. Members are requested to submit the said details to their DP, in case the shares are held by them in electronic form and to MDPL, in case the shares are held in physical form at its email id i.e. mdpldc@yahoo.com.
11. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MDPL, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
12. In case of joint holders, 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 at 74th AGM.
13. Members seeking any information with regard to the accounts or any matter to be placed at the 74th AGM, are requested to write to the Company on or before July 14, 2020 through email to llohia@hngil.com. The same will be replied by the Company suitably.
14. Members are requested to note that, dividends, if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to Corporate Governance Report, which is a part of this Annual Report. Shareholders who have so far not encashed their dividend relating to the financial year 2012-13 are requested to do so, by writing/contacting the Company's Registrars and Transfer Agent at email id i.e. mdpldc@yahoo.com or the Company Secretary at email id i.e. llohia@hngil.com.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, **Notice of the 74th AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members, whose email addresses are registered with the Company/ Depositories.** Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.hngil.com, websites of the Stock Exchanges i.e. BSE Limited, National Stock Exchange of India Limited and Calcutta Stock Exchange at www.bseindia.com, www.nseindia.com and www.cse-india.com respectively, and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. <https://www.evoting.nsdl.com>
16. Members attending the AGM through VC / OAVM shall be counted for reckoning the quorum under Section 103 of the Act.
17. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the AGM is annexed hereto.
18. The Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, 8th July, 2020 to Wednesday, 15th July, 2020 (both days inclusive)** for the purpose of 74th AGM. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. Wednesday 8th July, 2020** may cast their vote either by remote e-voting or e-voting during AGM.
19. The Company's Joint Statutory Auditors i.e. a) M/s. Doshi Chatterjee Bagri & Co. LLP, Chartered Accountants, registered with the Institute of Chartered Accountants of India vide registration number 325197E/E300020, were appointed as Statutory Auditors of the Company, for a period of five consecutive years at the 71st Annual General Meeting ("AGM") of the Members held on 18th September, 2017, on a remuneration mutually agreed upon by the Board of Directors and said Statutory Auditor and b) M/s. JKVS & Co. (Formerly M/s. Jitendra K. Agarwal & Associates) Chartered Accountants, registered with the Institute of Chartered Accountants of India vide registration number 318086E, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the 72nd Annual General Meeting ("AGM") held on 18th September, 2018, on a remuneration mutually agreed upon by the Board of Directors and said Statutory Auditor. Their appointments were subject to ratification by the Members at every subsequent AGM, held after the AGM held on 18th September 2017 and 18th September, 2018 respectively. Pursuant to the amendments made to Section 139 of the Companies Act, 2013, by the Companies

(Amendment) Act, 2017, effective from 7th May 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors, has been withdrawn from the Statute. In view of the above, ratification by the Members for continuance of their appointments at this AGM are not being sought.

20. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to llohia@hngil.com.
21. **Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.**
22. **INSTRUCTIONS FOR E-VOTING AND JOINING THE 74TH AGM ARE AS FOLLOWS:-**

The remote e-voting period begins on Sunday, 12th July 2020 at 9.00 A.M. and ends on Tuesday, 14th July, 2020 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Login to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Login to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your login credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in Demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in Demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password: Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of Company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mrathico@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:-

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to our RTA email id mdpldc@yahoo.com and/or Company’s email id cosec@hngil.com .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to our RTA email id mdpldc@yahoo.com and/or Company’s email id cosec@hngil.com .
3. Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the 74th AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ Shareholders, who will be present in the 74th AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the 74th AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 74th AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, phone number at llohia@hngil.com, 033-2254-3100

6. Shareholders who would like to express their views/have questions may send their questions on or before 14th July,2020 in advance mentioning their name demat account number/folio number, email id, phone number at llohia@hngil.com, 033-2254-3100. The Company will reply the same.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

SPECIAL BUSINESS

SPECIAL RESOLUTION

Item No 3:- RE-APPOINTMENT OF MRS. RITA BHIMANI (DIN: 07106069) AS AN INDEPENDENT DIRECTOR FOR ADDITIONAL PERIOD OF 5 (FIVE) YEARS WITH EFFECT FROM 3RD MARCH, 2020 TO 2ND MARCH, 2025.

Mrs. Rita Bhimani (DIN: - 07106069), aged 74 years is an Independent Non-Executive Woman Director of the Company. She is also a member of its Nomination and Remuneration Committee and Corporate Social Responsibility Committee. She joined the Board of Directors on 3rd March, 2015. Pursuant to the Companies Act, 2013 read with relevant rules, Mrs. Bhimani, was appointed as an Independent Non-Executive Director to hold office for five consecutive years for a term upto 2nd March, 2020, by the Members of the Company in the 69th Annual General Meeting held on 28th September, 2015. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment, on passing a special resolution by the Company for additional term of five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and further approval by Board of Directors at its meetings, both held on 11th February,2020 respectively and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and regulations 16(1)(b), 17(1A) read with other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Bhimani, being eligible and offering herself for re-appointment is proposed to be re-appointed, as an Independent Director, for an additional term of five consecutive years i.e. from 3rd March, 2020 to 2nd March, 2025 and will continue to hold such office of an Independent Director after attaining the age of 75 years, during the course of such additional term.

Mrs. Bhimani is Founder-CEO of Ritam Communications, a Corporate Public Relations Consultancy firm. She is a Master's degree holder in Journalism from the University of Georgia, U.S.A. She is one of the veterans of the Public Relations profession, where she has spent 50 years. She was the first Press and Public Relations Officer of the Tea Board of India, followed by 18 years heading up the Public Relations, set up of the multinational Indian Aluminum, then owned by Alcan of Canada. She started her own independent PR consultancy Ritam Communications in 1991. She was nominated to the Board of Directors of the International Public Relations Association, a worldwide body of PR professionals and was the Chairman of its Education and Research Committee, in which capacity she conducted workshops around the world on educating the PR Educators – in Helsinki, Toronto, Melbourne and Mumbai. She has authored three books on Public Relations – The Corporate Peacock – New Plumes for Public Relations, FACE up! Tenets, Techniques Trends of Public Relations in the 21st Century, and PR 2020: the Trending Practice of Public Relations released in 2018, with a foreword by Dr. Shashi Tharoor. This book is being widely read in the professional media courses in leading collegiate institutions and by CEOs, those who are new to the profession, by people in the Start-up space, by professionals, who need to upgrade their knowledge in areas like Corporate Social Responsibility, Digital Marketing and Brand Building. There is also a coffee table book authored by her titled "The Calcutta School of Music: Symphony Centenary commemorating 100 years of the CSM", which was released by the then, Governor of West Bengal, Shri K. N. Tripathi. She is a prolific columnist for mainline dailies and magazines and is a soft-skills trainer. She is frequently invited to speak at conferences on HR, PR and Marketing across the globe. She is a visiting faculty member at the Pailan School of International Studies, where she teaches a three year degree course in Media Studies. She was commissioned by the Ministry of External Affairs, Public Diplomacy Division to do a documentary on Raja Rammohun Roy. She was nominated to the Hall of Fame by the Public Relations Council of India in Bangalore and the Public Relations Society of India.

The Company has also received a declaration from Mrs. Rita Bhimani (DIN: 07106069) as specified under Section 149(6) and Schedule IV of the Companies Act, 2013 and being eligible, She has offered herself for re-appointment.

None of the Directors or Key Managerial Personnel of the Company (including relatives of the Directors and Key Managerial Personnel) other than Mrs. Rita Bhimani herself and her relatives, are concerned or interested, financially or otherwise, in this resolution.

Shri Sanjay Somany and Smt. Rita Bhimani's additional information's, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are appearing in the **Annexure - 1** to this Notice and in the Annual Report under Directors' Report and Corporate Governance Report.

Annexure -1

Disclosure relating to Directors pursuant to Regulations 26(4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 on General Meetings are :

Particulars	Shri Sanjay Somany	Smt. Rita Bhimani
DIN:	00124538	07106069
Date of Birth	28-07-1958	02-10-1945
Date of first appointment on the Board	27-03-1993	03-03-2015
Expertise in specific functional areas	Shri Somany has led the evolution of HNG to the forefronts of technological excellence. He presently oversees the operations and management of the Company.	She is an expert and veterans in the field of Public Relation.
Qualification	A Commerce Graduate and a Diploma in Diesel Engineering.	A Master's degree holder in Journalism from the University of Georgia, U.S.A.
Directorship held in other public companies (excluding Foreign Companies and Section 8 Companies)	AMCL Machinery Limited. Spotlight Vanijya Limited. Mould Equipment Limited.	Asian Hotels (East) Limited.
Memberships/Chairmanships of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee)	Nil	Nil
No of shares held in the Company	3112865	Nil
Relationship between directors inter-se	Related to Shri Mukul Somany.	Not Related with any Director of the Company

For other details such as number of meetings of the board attended during the year, remuneration drawn and relationship with other directors and key managerial personnel in respect of above directors, please refer to the Corporate Governance Report, which is a part of this Annual Report.

By Order of the Board of Directors,
For **Hindusthan National Glass & Industries Limited**

Sd/-

(Lalit Lohia)

Company Secretary

ACS -23995

Place: Kolkata

Date: 28.05.2020



HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED

Registered Office: 2, Red Cross Place, Kolkata - 700 001

CIN - L26109WB1946PLC013294

Website: www.hngil.com, email: cosec@hngil.com • Tel: (033) 2254 3100, Fax: (033) 2254 3130

E-MAIL REGISTRATION-CUM-CONSENT FORM

To,
The Company Secretary,
Hindusthan National Glass & Industries Limited,
2, Red Cross Place, Kolkata- 700 001

I/ We the members of the Company do hereby request you to kindly register/ update my e-mail address with the Company. I/ We, do hereby agree and authorize the Company to send me/ us all the communications in electronic mode at the e-mail address mentioned below. Please register the below mentioned e-mail address / mobile number for sending communication through e-mail/ mobile.

Folio No:..... DP-ID:..... Client ID:

Name of the Registered Holder (1st):.....

Name of the joint holder(s) (2nd):(3rd):

Registered Address:

.....Pin:

Mobile Nos. (to be registered):

Email id (to be registered):

Signature of the Shareholder(s)*

* Signature of all the shareholders is required in case of joint holding.

THIS PAGE HAS INTENTIONALLY BEEN LEFT BLANK



HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED

Registered Office: 2, Red Cross Place, Kolkata - 700 001

CIN - L26109WB1946PLC013294

Website: www.hngil.com, email: cosec@hngil.com • Tel: (033) 2254 3100, Fax: (033) 2254 3130

FORM NO. SH-13 NOMINATION FORM

(Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014)

To,
The Company Secretary,
Hindusthan National Glass & Industries Limited,
2, Red Cross Place, Kolkata- 700 001

I/ We the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made) -

Nature of securities:.....

Folio No. No. of Securities:

Certificate No. Distinctive No.:

2. PARTICULARS OF NOMINEE/S —

- (a) Name : _____
- (b) Date of Birth : _____
- (c) Father's/Mother's/Spouse's name : _____
- (d) Occupation : _____
- (e) Nationality : _____
- (f) Address : _____
- (g) E-mail id : _____
- (h) Relationship with the security holder : _____

3. IN CASE NOMINEE IS A MINOR —

- (a) Date of birth : _____
- (b) Date of attaining majority : _____
- (c) Name of guardian : _____
- (d) Address of guardian : _____
- Name : _____
- Address : _____
- Name of the Security Holder(s) : _____
- Signatures : _____
- Witness with name and address : _____

Instructions:

1. Please read the instructions given below very carefully and follow the same to the letter. If the form is not filled as per instructions, the same will be rejected.
2. The nomination can be made by individuals only. Non individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the Shares are held jointly, all joint holders shall sign (as per the specimen registered with the Company) the nomination form.
3. A minor can be nominated by a holder of Shares and in that event the name and address of the Guardian shall be given by the holder.
4. The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non-resident Indian can be a nominee on re-patriable basis.
5. Transfer of Shares in favour of a nominee shall be a valid discharge by a Company against the legal heir(s).
6. Only one person can be nominated for a given folio.
7. Details of all holders in a folio need to be filled; else the request will be rejected.
8. The nomination will be registered only when it is complete in all respects including the signature of (a) all registered holders (as per specimen lodged with the Company) and (b) the nominee.
9. Whenever the Shares in the given folio are entirely transferred or dematerialised, then this nomination will stand rescinded.
10. Upon receipt of a duly executed nomination form, the Registrars & Transfer Agent of the Company will register the form and allot a registration number. The registration number and folio no. should be quoted by the nominee in all future correspondence.
11. The nomination can be varied or cancelled by executing fresh nomination form.
12. The Company will not entertain any claims other than those of a registered nominee, unless so directed by a Court.
13. The intimation regarding nomination / nomination form shall be filed in duplicate with the Registrars & Transfer Agents of the Company who will return one copy thereof to the members.
14. For shares held in dematerialised mode nomination is required to be led with the Depository Participant in their prescribed form.