



**CORPORATE OFFICE :**  
204, TANISHKA COMMERCIAL BUILDING,  
AKURLI ROAD, KANDIVALI (EAST)  
MUMBAI – 400101



**REGISTERED OFFICE :**  
B-510, WESTERN EDGE-II,  
N.R. WESTERN EXPRESS HIGHWAY,  
MAGATHANE, BORIVALI EAST,  
MUMBAI-400066

Date: 12<sup>th</sup> August, 2022

<p><b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 <b>Scrip Code: 532847</b></p>	<p><b>National Stock Exchange of India Limited</b> 5<sup>th</sup> Floor, Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai-400051 <b>Symbol: HILTON</b></p>
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Dear Sir/Madam,

**Re.: Outcome of Board Meeting held today**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby inform you that the Board of Directors of our Company at their meeting held today i.e. 12<sup>th</sup> August, 2022 has, inter alia considered and approved the following:

1. Quarterly Standalone Financial Results of the Company for the three months ended 30<sup>th</sup> June, 2022 along with the Limited Review Report thereon; (enclosed)
2. Notice of the 17<sup>th</sup> Annual General Meeting of the Company;
3. The Board's Report, Management Discussion Analysis (MDA) and Corporate Governance Report of the Company for the financial year ended on 31<sup>st</sup> March, 2022;
4. Appointment of Ms. Shreya Shah, Practicing Company Secretary as Secretarial Auditor of the Company to conduct Secretarial Audit for the Financial Year 2022-23;
5. Increase in the Authorised Share Capital of the Company from ₹ 15,00,00,000 (Rupees Fifteen Crores) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each to ₹ 25,00,00,000 (Rupees Twenty Five Crores) divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each by creation of additional 1,00,00,000 (One Crore) Equity Shares of ₹ 10/- (Rupees Ten Only) each and subsequent alteration to the Memorandum of Association of the Company, subject to the approval of the shareholders of the Company;
6. Subject to approval of the shareholders of the Company and such other regulatory /governmental approvals, as may be required, the Board has approved the issue Convertible Equity Warrants to the Promoters, Promoter's Group and Persons belonging to Non- Promoters public category on Preferential Basis by issuing up to 28,00,000 (Twenty Eight Lakhs) Warrants at a price of Rs. 55/- (Rupees Fifty Five only) per warrant, each convertible into 1 (one) equity share of the face value of Rs. 10/- (Rs Ten only) each fully paid up at a premium of Rs. 45/- (Rupees Forty Five only) per share within a period of 18 (eighteen) months from the date of allotment in accordance with SEBI (ICDR) Regulations, 2018, as amended from time to time and other applicable laws, aggregating to Rs. 15,40,00,000 (Rupees Fifteen Crore Forty Lakhs). Refer Annexure – A2 for allottees details.



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7.
  - a. Raising of funds through issuance and allotment of equity shares having face value of Rs. 10/- (Rupee Ten Only) for an aggregate amount of up to Rs. 3,300.00 Lakhs (Rupees Thirty Three Hundred Lakhs Only) on rights basis to the eligible equity shareholders of the Company as on the record date (to be notified subsequently), on such terms and conditions as may be decided by the Board of Directors of our Company subject to the receipt of applicable regulatory, statutory approvals, in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Companies Act, 2013 and the rules made thereunder, as amended from time to time;
  - b. For the purposes of giving effect to the rights issue, the detailed terms in relation to the rights issue, including but not limited to the issue price, rights entitlement ratio, record date, timing and terms of payment will be determined and disclosed to the exchange in due course by the Board of Directors;
  - c. Appointment of various intermediaries for the aforesaid rights issue; and
8. Allotment of 25,56,984 equity shares upon conversion of warrants issued on preferential basis to Nexia International Private Limited, Non-promoter issued at a price of Rs.10/-, at the premium of Rs. 11.06/- per share

The requisite disclosure, pursuant to Para A of Schedule III of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015, is enclosed as Annexure 'A'.

We wish to inform you that the Board Meeting commenced today at 3.00 P.M. and concluded at 4.55 P.M.

Kindly take the same on record.

Thanking You,

For HILTON METAL FORGING LIMITED

  
Chairman & Managing Director  
Yuvraj Malhotra

DIN:00225156

Encl.: As Above



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## Annexure-A

### Disclosure pursuant to Para A of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015

#### 1. Appointment of Secretarial Auditor

Sr. No.	Requirement of Disclosure	Details
1	<b>Reason of change viz. appointment, resignation, removal, death or otherwise</b>	: Appointment as Secretarial Auditor
2	<b>Date of Appointment/cessation &amp; Term of appointment</b>	: Appointment in the Board meeting held on 12 <sup>th</sup> August, 2022 as Secretarial Auditor for FY 2022-23 to issue Secretarial Audit Report as per the provisions of the Companies Act, 2013 and SEBI Regulations
3	<b>Brief Profile</b>	: Ms. Shreya Shah (ACS 39409/ COP: 15859) is a member of Institute of Company Secretaries of India. She is Practicing Company Secretary with work experience of 4+ years in providing specialized services in the areas of Corporate Law, matters including, but not limited to Incorporation of Company/LLP, Conversion of Company into LLP, FEMA related compliances General Corporate Compliances, Listing Compliances, ROC Compliances, etc.

#### 2. Issue of Convertible Equity Warrants on Preferential basis

Sr. No.	Requirement of Disclosure	Details
1	<b>Type of securities proposed to be issued</b>	: Convertible warrants ("Warrants") with a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant
2	<b>Type of issuance</b>	Preferential Allotment
3	<b>Total number of securities proposed to be issued or the total amount for which the securities will be issued</b>	: The Company will issue and allot of Convertible Equity Warrants to the Promoters, Promoter's Group and Persons belonging to Non-Promoters public category on Preferential Basis by issuing up to 28,00,000 (Twenty Eight Lakhs) Warrants convertible in one or more tranches to equity shares of Rs. 10/- each of the Company at a price of at an exercise price Rs. 55/- (including premium of Rs. 45/-) for each Warrant aggregating up to Rs. 15,40,00,000 (Rupees Fifteen Crore Forty Five Lakhs Only)
4	<b>Details furnished in case of</b>	



# Hilton Metal Forging Ltd. <sup>TM</sup>

GOVT. RECOGNIZED EXPORT HOUSE

CIN : L-28900 MN 2005 PLC 154986

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	<b>preferential issue:</b>		
<b>A</b>	<b>Names of investors</b>		:
	<b>Sr No.</b>	<b>Name of the Proposed Allottee</b>	<b>No. of Convertible Warrants proposed to be allotted</b>
	1	Yuvraj Malhotra	750000
	2	Diksha Malhotra	100000
	3	Mohak Malhotra	100000
	4	Yashika Malhotra	50000
	5	Rakesh Garg	500000
	6	Sovereign Advisors Pvt. Ltd.	500000
	7	Mukeshkumar HUF	150000
	8	Soham World A Real Growth Ltd.	100000
	9	R. J. Shah HUF	100000
	10	Shankarlal HUF	150000
	11	Bharat C. Mehta	100000
	12	Khushi Mukeshkumar Jain	50000
	13	Suvadevi Shankarlal Jain	50000
	14	Sharmila Sumer Jain	50000
	15	Bhanwarlal P Jain	50000
<b>B</b>	<b>Post allotment of securities-outcome of the subscription: Issue price/allotted price (in case of convertibles)</b>	:	Issue Price for Equity Shares and Convertible Warrants is determined in terms of SEBI (ICDR) Regulations, 2018. Convertible Warrants would be allotted only upon payment of 25% of the issue price of Warrants at the time of allotment of warrants. Exercise price Rs. 55/- (including premium of Rs. 45/-) for each Warrant





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<b>C</b>	<b>In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument.</b>	:	Each Warrant is convertible into One (1) Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment of warrants, in one or more tranches, as the case may be and on such other terms and conditions as applicable. Option for conversion of Warrants into Equity Shares will be available upon payment of full price of warrant before such exercise of option.
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### 3. Issue and allotment of Equity Shares on Right Issue basis

Sr. No.	Requirement of Disclosure	:	Details
1	<b>Type of securities proposed to be issued</b>	:	Equity Shares
2	<b>Type of issuance</b>	:	Right Issue
3	<b>Total number of Securities proposed to be issued or the total amount for which the securities will be issued</b>	:	Issuance and allotment of equity shares having face value of Rs. 10/- (Rupee Ten Only) for an aggregate amount of up to Rs. 3,300.00 Lakhs (Rupees Thirty Three Hundred Lakhs Only) on rights basis to the eligible equity shareholders of the Company as on the record date (to be notified subsequently), on such terms and conditions as may be decided by the Board of Directors of our Company.