



Hilton Metal Forging Ltd. TM

GOVT. RECOGNIZED EXPORT HOUSE

CIN : L-28900 MH 2005 PLC 154986

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: 31st August, 2024

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

Sub: Intimation under Regulation 30 (read with Part A of Schedule III) (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

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 its meeting held today i.e. 31st August, 2024 has, inter alia considered and approved the following:

1. Appointment of Mr. Amit Pathak as an Additional Non-Executive, Independent Director w.e.f. allotment of DIN;
2. Appointment of Mr. Rakesh Khajuria as an Additional Non-Executive, Independent Director w.e.f. allotment of DIN;
3. Appointment of Ms. Himanshi Mota as an Additional Non-Executive, Independent Director w.e.f. allotment of DIN;
4. Appointment of Mr. Suryakant Mayani as an Additional Non-Executive, Non-Independent Director w.e.f. allotment of DIN;
5. Notice of 19th Annual General Meeting of the Company
6. Allotment of equity shares on conversion of 50,000 warrants into 50,000 equity shares at an issue price of ₹55/- (including a premium of ₹45/-) each, to one of the Promoters, on preferential basis, upon receipt of amount aggregating to ₹20,62,500/- (being 75% of the issue price per warrant) from the allottee pursuant to the exercise of her rights of conversion into equity shares in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.



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Following are the details of the allottee:

Sr. No	Name of allottee	No. of warrants held (prior to conversion)	No. of warrants applied for conversion	No. of Equity Shares allotted	No. of warrants pending for conversion
1.	Ms. Yashika Malhotra	50,000	50,000	50,000	-

The equity shares so allotted shall rank pari-passu with the existing equity shares of the Company in all respects. Consequently, the Issued and Paid-up equity share capital of the Company stands increased to ₹21,05,00,000/- consisting of 2,10,50,000 equity shares of ₹10/- each.

Further, it is hereby informed that the Board of Directors has deferred the discussion on the mode of fund-raising. Accordingly, the fund-raising mode could not be ascertained in today's Board Meeting.

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 SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023, is enclosed as Annexure 'A'.

We wish to inform you that the Board Meeting commenced today at 2.30 P.M. and concluded at 4:45 P.M.

Kindly take the same on record.

Thanking You.

Yours sincerely,

For HILTON METAL FORGING LIMITED

YUVRAJ HIRALAL MALHOTRA
CHAIRMAN & MANAGING DIRECTOR
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 SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023

1. Appointment of Mr. Amit Pathak as Additional Director

Sr. No.	Requirement of Disclosure	Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	: Appointment as Additional Director (Non-Executive, Independent)
2	Date of Appointment/cessation & Term of appointment	: On recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 31 st August, 2024 appointed Mr. Amit Pathak as an Additional Independent Director for a period of five consecutive years w.e.f. allotment of his DIN, subject to the consent of the shareholders of the Company at the ensuing AGM.
3	Brief Profile	: Amit Pathak is a B.A. Graduate from the University of Meerut. He has an experience of more than 14 years' experience in Information Technology Infrastructure Management. He believes to seek vast experience directing IT infrastructure to cut costs and data processing times. He believes in bringing forth the ability to effectively manage IT Teams to achieve business priorities combined with analytical research designed to inform software solutions and improve solution.
4.	Disclosure of relationships between directors	: Mr. Amit Pathak is not related to any Director of the Company
5.	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018	Mr. Amit Pathak is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.



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2. Appointment of Mr. Rakesh Khajuria as Additional Director

Sr. No.	Requirement of Disclosure	Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	: Appointment as Additional Director (Non-Executive, Independent)
2	Date of Appointment/cessation & Term of appointment	: On recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 31 st August, 2024 appointed Mr. Rakesh Khajuria as an Additional Independent Director for a period of five consecutive years w.e.f. allotment of his DIN, subject to the consent of the shareholders of the Company at the ensuing AGM.
3	Brief Profile	: An experienced mechanical engineer graduated from NIT Trichy with B.Sc. Honors having over 30 years of experience in the industry. His core field is the oil and gas industry. He believes in adept process improvement and team leadership. His biggest career achievement includes leading a large-scale automation project that increased plant output by almost 40%. He is eager to bring in expertise in warehouse management systems and continuous improvement and development to a new and challenging environment.
4.	Disclosure of relationships between directors	: Mr. Rakesh Khajuria is not related to any Director of the Company
5.	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018	Mr. Rakesh Khajuria is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.

3. Appointment of Ms. Himanshi Mota as Additional Director

Sr. No.	Requirement of Disclosure	Details
1	Reason of change viz.	: Appointment as Additional Director (Non-Executive,



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	appointment, resignation, removal, death or otherwise		Independent)
2	Date of Appointment/cessation & Term of appointment	:	On recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 31 st August, 2024 appointed Ms. Himanshi Mota as an Additional Independent Director for a period of five consecutive years w.e.f. allotment of her DIN, subject to the consent of the shareholders of the Company at the ensuing AGM.
3	Brief Profile	:	Ms. Himanshi Mota is a Graduate from the University of Mumbai. She has achieved her master's degree in the finance field. With more than 4 years' experience in working with MNC and 6 years' experience as guidance expert in the management sector, she is well enough capable to handle matters at hand. Being a good strategy developer, her expertise can be utilised as an asset towards the growth of the company. Her optimistic approach towards dealing with any problems has the ability to guide the company to new heights.
4.	Disclosure of relationships between directors	:	Ms. Himanshi Mota is not related to any Director of the Company
5.	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018		Ms. Himanshi Mota is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.

4. Appointment of Mr. Suryakant Mayani as Additional Director

Sr. No.	Requirement of Disclosure		Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	:	Appointment as Additional Director (Non-Executive, Non-Independent)
2	Date of Appointment/cessation & Term of appointment	:	On recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 31 st August, 2024 appointed Mr. Suryakant Mayani as an Additional Director w.e.f. date of allotment of his DIN, to hold

WORKS : PLOT NO. 1,2,3,15,16,17,20,21,25,26,28,29 & 30, SHAH & MEHTA IND. ESTATE, VILLAGE GHONSAI, TAL. WADA, DIST. PALGHAR

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			office upto the conclusion of ensuing Annual General Meeting of the Company
3	Brief Profile	:	Driven Finance Manager with extensive experience in assessing risks, creating alternative solutions and contingency plans to achieve financial and business goals. Champions productivity across the organization through the identification of possible opportunities and advocates productivity changes to financial and non-financial processes. Manages Treasury, Tax and Commercial, and Corporate Finance with pace and agility as per business and market demands. Demonstrates self-confidence, decisiveness, and calculated risk-taking abilities.
4.	Disclosure of relationships between directors	:	Mr. Suryakant Mayani is not related to any Director of the Company
5.	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018		Mr. Suryakant Mayani is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.

6. Allotment of Equity shares upon conversion

Sr. No.	Requirement of Disclosure		Details
1	Type of securities proposed to be issued	:	Equity Shares of face value of ₹10/- (Rupee Ten only) each pursuant to conversion of warrants.
2	Type of issuance		Preferential Allotment
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	:	Allotment of 50,000 Equity Shares at an issue price of ₹55/- each (including a premium of ₹45/- each), upon conversion of equal number of Warrants allotted at an issue price of ₹55/- each and upon receipt of balance amount at the rate of ₹41.25/- per warrant (being 75% of the issue price per warrant) aggregating to ₹20,62,500/-
4	Details furnished in case of preferential issue:		



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A	Names of investors	:	Ms. Yashika Malhotra			
B	Post allotment of securities-outcome of the subscription: Issue price/allotted price (in case of convertibles)	:	Pre-Issue shareholding		Post-issue shareholding after exercising of warrants	
			No.	%	No.	%
			-	-	50,000	0.24
C	Issue Price		Issue price of ₹55/- per equity share (including premium of ₹45/- per equity share)			
D	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument.	:	An amount equivalent to 25% of the warrant issue price has been received at the time of subscription and allotment of each Warrant and the balance 75% amount of the warrant issue price has been received at the time of exercise of option of conversion of warrants into equity shares by allottee to whom the warrants have been allotted. Consequent to today's conversion of warrants/allotment of Equity Shares, 26,50,000 warrants remain pending for conversion.			