

HINDUSTAN APPLIANCES LIMITED

Reg. Off. : 1301, 13th Floor, Peninsula Business Park, Tower B, Senapati Bapat Marg,
Lower Parel (West), Mumbai 400013. Email Id: info.roc7412@gmail.com
Website : www.hindustan-appliances.in

CIN: L18101MH1984PLC034857

Date: April 26, 2021

To,
The Manager Listing,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 023,
Maharashtra, India

BSE Scrip Code: 531918
BSE Scrip ID: HINDAPL

Dear Sir/ Madam,

Prior Intimation in accordance with Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 8 (1A) (i) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, with respect
Subject : to the meeting of board of directors of Hindustan Appliances Limited (“Company”) scheduled to be held on Thursday, April 29, 2021 to consider the proposal for voluntary delisting of the equity shares of the Company received from the Promoters of the Company and related matters incidental thereto

We wish to inform you that our Company is in receipt of a letter dated Friday, April 23, 2021, from Mehul Jadavji Shah (hereinafter referred to as ‘**Promoter**’), a member of the Promoter and Promoter Group (as defined under Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018) (hereinafter referred to as ‘**Delisting Proposal Letter**’).

In aforesaid Delisting Proposal Letter, the Promoter has expressed its intention, either by itself or together with other members of the Promoter Group, as the case may be:

- a) To acquire all the equity shares of the Company, each equity share having face value of ₹10.00 (Indian Rupees Ten only) (hereinafter referred to as ‘**Equity Shares**’) held by the public shareholders of the Company (as defined under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (hereinafter referred to as ‘**SEBI Delisting Regulations**’)) (hereinafter referred to as ‘**Public Shareholders**’), subject to the receipt of all necessary approvals, including relevant third party consents (hereinafter referred to as ‘**Delisting Offer**’); and

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- b) If the Delisting Offer is successful, voluntarily delist the Equity Shares of the Company from the BSE Limited, where the Equity Shares of the Company are currently listed in accordance with the SEBI Delisting Regulations (hereinafter referred to as '**Delisting Proposal**').

As of the date of this letter, the Promoter and Promoter Group collectively, holds 71,00,000 (Seventy-One Lakh) Equity Shares of the Company, collective holding for which corresponds to 70.82% of the paid-up Equity Share capital and voting share capital of the Company. The Public Shareholders hold 29,26,000 (Twenty-Nine Lakhs Twenty-Six Thousand) Equity Shares which corresponds to 29.18% of the paid-up Equity Share capital and voting share capital of the Company of the Company.

Pursuant to the Delisting Proposal Letter, the Board of Directors of the Company have been requested to:

- a) Consider and approve the Delisting Proposal in accordance with the SEBI Delisting Regulations;
- b) Seek the requisite approvals for the Delisting Proposal including from the Public Shareholders of the Company in accordance with the SEBI Delisting Regulations, the BSE Limited, any third parties, lenders or any other authority (as may be applicable); and
- c) Take all such other actions as may be required to be undertaken by the Company under the SEBI Delisting Regulations to give effect to the Delisting Proposal including appointment of merchant banker to undertake due diligence.

In accordance with Regulation 8 of the SEBI Delisting Regulations, the proposal of delisting is required to be considered for approval by the board of directors of a company pursuant to the receipt and consideration of a due diligence report from a merchant banker appointed for the said purpose by the company. Accordingly, we wish to inform you that a meeting of the board of directors of the Company is being convened on Thursday, April 29, 2021, to consider inter alia the following:

- a) To consider the Delisting Proposal;
- b) To consider the appointment of a merchant banker registered with the Securities and Exchange Board of India for carrying out due diligence as required in terms of Regulation 8 (1A) (ii) of the SEBI Delisting Regulations;

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- c) To obtain from the BSE Limited, details of trading in Equity Shares of the Company for a period of 2 (two) years prior to the date of board meeting by top 25 (twenty-five) shareholders along with the details of off-market transactions of such shareholders for a period of 2 (two) years and obtain any other information that may be required by the merchant banker as it deems fit for carrying out the due diligence as required in terms of the SEBI Delisting Regulations; and
- d) Any other matters incidental thereto.

Further, please be informed that, in accordance with the Company's code of conduct to regulate, monitor and report trading by insiders and the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the trading window of the Company will remain closed with immediate effect and shall re-open only after 48 hours from the announcement of the outcome of the board meeting to the Stock Exchange wherein the Delisting Proposal is considered by the Board of Directors of the Company.

Kindly take the above on your record.

Yours faithfully,

HINDUSTAN APPLIANCES LIMITED

KALPESH SHAH
MANAGING DIRECTOR
DIN: 00294115