

16 January, 2020

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| To The Department of Corporate Services –CRD Bombay Stock Exchange Ltd P.J.Towers, Dalal Street MUMBAI – 400 001 | To National Stock Exchange of India Limited 5 th Floor, Exchange Plaza Bandra (E), MUMBAI – 400 051 |
| Scrip Code: 509675/HIL Through: Listing Centre | Scrip Symbol: HIL Through: NEAPS |

Dear Sir/Madam,

Sub: Disclosure in terms of Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI circular dated 9th September 2015.

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), we wish to inform you that the Board of Directors of the Company at their meeting held today, i.e on 16 January, 2020 that commenced at 2:00 PM and concluded at 3:15 PM has approved the following:

1. Sale and transfer of the Company's calcium silicate insulation products division operated under the brand "HYSIL" to Calderys India Refractories Limited through a slump sale arrangement on a going concern basis.
2. Authorised official(s) of the Company to finalize the terms and conditions of the transfer of the HYSIL Business to Calderys India Refractories Limited through a slump sale on a going concern basis, and to execute a business transfer agreement ("**Agreement**") with Calderys India Refractories Limited to capture such terms and conditions.

The particulars of the sale and transfer along with the additional disclosures as required under SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9 September 2015, for sale or disposal of unit(s) or division(s) are provided in **Annexure A** hereto.

Pursuant to the above approval of the Board, the Agreement has been executed between the Company and Calderys India Refractories Limited for sale and transfer of the Company's calcium silicate insulation products division operated under the brand "HYSIL" to Calderys India Refractories Limited.

You are requested to take note of above and arrange to bring the same to the notice of all concerned.

The above disclosure is also available on the website of the Company @ www.hil.in

Thanking you

For HIL LIMITED



G Manikandan
Company Secretary
& Financial Controller
Encl: As above.



HIL Limited

L7 Floor, SLN Terminus, Sy. No. 133, Beside Botanical Gachibowli, Hyderabad 500032, Telangana, India

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CIN: L7499TG1955PLC000656

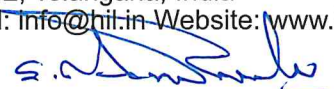
Annexure A

Disclosure under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 & SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9 September 2015

| Sr. No. | Particulars | |
|---------|---|---|
| 1. | Details of the Business proposed to be sale & transfer | Calcium silicate insulation products business operated under the brand name "HYSIL". |
| 2. | Whether the transaction would fall within related party transaction(s)? If yes, whether the same is done at "arm's length" | No |
| 3 | The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year | Turnover of the "HYSIL" business during FY 2018-19 = Rs. 39.23 crores Percentage of revenue contributed by "HYSIL" business during FY 2018-19 = 2.6% of the total revenue of the Company |
| 4 | Name of the buyer entity, brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof | Calderys India Refractories Limited Calderys provides refractory solutions. Calderys is a wholly-owned subsidiary of Imerys S.A., a company listed on Euronext Paris and registered in France. Imerys is a world leader in Mineral based specialties for industries and is head quartered in Paris. No, the buyer does not belong to the promoter / promoter group / group companies. |
| 5 | Industry to which the buying entity being belong | Refractory solutions provider |
| 6 | Objects/rationale and effects of sale/disposal | This business does not have any synergy with the Company's business model of Building Materials manufacturing / selling. |
| 7 | Date on which the agreement for sale has been entered into | 16 January 2020 |
| 8 | The expected date of completion of sale/disposal | 90 days from the date of execution of the BTA (which was on 16 January 2020), subject to completion of conditions precedent set out in the definitive agreements |
| 9 | Consideration received from such sale/disposal | Rs. 80 crore subject to adjustments as set out in the definitive agreements |

HIL Limited

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| 10 | Nature of consideration – whether cash consideration or share swap and details of the same | All in-cash deal Total purchase consideration payable by the buyer to the Company is Rs. 80 crore to be adjusted based on working capital adjustments and employee related retirement benefits upon closing. |
| 11 | Brief details of change in shareholding pattern (if any) of listed entity. | Not Applicable |
| 12 | Brief details of any governmental or regulatory approvals required for the acquisition | <ol style="list-style-type: none"> 1. Section 281 no objection certificate from the income tax authority 2. Approval from the Haryana Urban Development Authority for sub-division of land forming part of the “HYSIL” business and thereafter, for transfer of sub-divided land on which the factory is situated |

Thanking you
For HIL LIMITED



G Manikandan
Company Secretary &
Financial Controller

