

**purpose of reference only.** Interested bidders can download the Bidding Documents from any of the portal. In case of any discrepancy between the documents downloaded by the prospective bidder from POWERGRID website and from the portal of <https://pgcileps.buyjunction.in>, the latter shall prevail.  
All correspondence/communication including sale of Bidding Documents and submission of bids shall be made to: **Chief Manager (C&M), POWERGRID, Jammu at the above mentioned address and telephone numbers.**

### ONE NATION-ONE GRID-ONE FREQUENCY

#### HIL LIMITED

CIN: L74999TG1955PLC000656

(formerly Hyderabad Industries Limited)

Regd. Off: office No 1 & 2, L7 Floor, SLN Terminus, Survey no 133, Near Botanical Gardens, Gachibowli, Hyderabad- 500032, Telangana  
Tel: 040-30999000, Fax: 040-30999240, Website: www.hil.in



#### NOTICE

Notice is hereby given that 70th Annual General Meeting (AGM) of the Members of HIL Limited will be held on Tuesday, 18th day of July, 2017 at 3:00 P.M. at Asbestos Centre, Road No.13, Banjara Hills, Hyderabad, Telangana-500 034 to transact the businesses as set out in the Notice of AGM.

The physical copy of the Annual Report including the Notice convening the AGM has been dispatched to the members on June 14, 2017. The same has been sent by e-mail on June 14, 2017 to those members who have registered their e-mail ID's with the Company/ Depository Participant(s) for communication purposes. The Annual Report including Notice of AGM of the Company is available on the website of the Company and also available for inspection at the registered office of the Company during office hours on working days, except Saturday.

In compliance with section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) regulations 2015, the Company is pleased to provide its Shareholders with facility of "remote e-voting" (e-voting from a place other than venue of the AGM), through e-voting Services provided by National Securities Depository Limited (NSDL), to enable them to cast their votes at the 70th AGM.

In accordance with provisions of Section 108 of the Companies Act, 2013 and the Rules thereunder as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) regulations 2015, the Company has appointed Ms. CS N Vanitha of PS Rao & Associates, Practicing Company Secretaries (M.no: A 26859 & CP No:10573), as the Scrutinizer to scrutinize the e-voting process. The details as per the requirement of the Rules are given hereunder:

1. The Ordinary and Special Business as set out in the Notice of AGM will be transacted through electronic voting.
2. Date of completion of dispatch of Notice (both physical & E-mail): June 14, 2017.
3. A person whose name is recorded in the Register of Members or in Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. July 11, 2017 only shall be entitled to avail the facility of remote e-voting as well as voting in the AGM.
4. Those persons who have acquired shares and have become members of the Company after the despatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. July 11, 2017 can view the Notice of the 70th AGM on the Company's website or on the website of NSDL. Such members can exercise their voting rights through remote e-voting by following the procedure as mentioned in the Notice of AGM.
5. The remote e-voting period will commence from July 14, 2017 (9:00 A.M.) and ends on July 17, 2017 (5:00 P.M.). The e voting module will be disabled by NSDL for voting on July 17, 2017 at 5:00 P.M. i.e. voting shall not be allowed beyond 5:00 P.M. on July 17, 2017. During this period the eligible shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically.
6. The Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
7. The Members who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot paper.
8. The Notice of the Annual General Meeting and the procedure of e voting have been sent to all Members and is also available on the Company's website at [www.hil.in](http://www.hil.in) and also on website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
9. Members may contact Mr. G. Manikandan, Company Secretary & Financial Controller at HIL Limited, L7 Floor, SLN Terminus, Survey No.133, Near Botanical Gardens, Gachibowli, Hyderabad- 500032, Telangana for any grievance(s) related to electronic voting or write to him at [cs@hil.in](mailto:cs@hil.in) or call him on 040-30999000 between 10:30 A.M and 5:00 P.M.
10. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on a poll instead of himself/ herself and the Proxy need not to be a Member of the Company. The instrument appointing Proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

Notice is also hereby given that Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of Listing Regulations, the Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday 12th July, 2017 to Tuesday 18th July, 2017 (both days inclusive) in connection with the 70th AGM of the Company and for purpose of determining the Shareholders eligibility, holding shares either in physical form or in dematerialized form, to receive final dividend, if approved by the Members, pertaining to financial year 2016-17.

By Order of the Board  
For HIL Limited

G. Manikandan  
(Company Secretary &  
Financial Controller)

Place: Hyderabad  
Date: June 15, 2017

DUE DATES FOR THE OFFER  
the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the BSE and the NSE, by issuing a press release to Self Certified Syndicate Banks ("SCSBs") and the Registered Brokers.  
In terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCR") and in accordance with Rule 75% of the Offer shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs"), provided that our Company ("Anchor Investor Portion") at the Anchor Investor Allocation Price. One-third of the Anchor Investor Portion shall be reserved for the Allocation Price, in accordance with the SEBI ICDR Regulations. 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received from Non-Institutional Bidders and not more than 10% of the Offer shall be available for allocation to Retail Individual Bidders in accordance with other than Anchor Investors, are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process. Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, see "Offer Procedure".  
Bidders/Applicants should note that on the basis of the DP ID and Client ID as provided in the Bid cum Application Form/Application to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for other correspondence(s) related to an Offer. (d) Bidder/Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details will result in rejection of the application.  
**Contents of the Memorandum of the Company as regards its Objects:** For information on the main objects and other objects of the Company, refer to the Memorandum of Association of the Company. The Memorandum of Association is a material document for inspection in relation to the Liability of the members of the Company: Limited by shares.  
**Amount of share capital of the Company and Capital structure:** The authorised, issued, subscribed and paid up share capital of the Company is 176,452,000 Equity Shares of ₹ 10 each. The issued and subscribed share capital of the Company is ₹ 1,047,660,600 divided into 176,452,000 fully paid-up Equity Shares of ₹ 10 each along with ₹ 32,727,930 paid against issuance of 32,727,930 partly paid-up Equity Shares which were issued on March 6, 2017.  
**Names of signatories to the Memorandum of Association of the Company and the number of Equity Shares subscribed by them:** Equity Shares subscribed for by them at the time of signing of the Memorandum of Association: Sohel Shikari - 1 Equity Share and Hameed Ali - 1 Equity Share.  
**Listing :** The Equity Shares offered through the RHP are proposed to be listed on the BSE and the NSE. Our Company has received the BSE's letter of acceptance of the listing application dated March 6, 2017, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be BSE.  
**Disclaimer Clause of the Securities and Exchange Board of India ("SEBI"):** SEBI only gives its observations on the offer document and not the RHP for the full text of the Disclaimer Clause of SEBI.  
**Disclaimer Clause of BSE (The Designated Stock Exchange):** "It is to be distinctly understood that the permission given by BSE does not imply that the RHP is correct or complete in any respect. The investors are advised to refer to the RHP for the full text of the Disclaimer Clause.".

**Disclaimer Clause of NSE:** "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed as implying that the RHP is correct or complete in any respect. The investors are advised to refer to the RHP for the full text of the Disclaimer Clause of NSE."

**GENERAL RISKS:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest funds in such securities unless they have carefully considered the risks involved and have sought advice from their financial advisor before making any investment decision.

Investors are advised to refer to the RHP for the full text of the Disclaimer Clause of SEBI, nor does SEBI guarantee the accuracy or adequacy of the information contained therein.

#### BOOK RUNNING LEADERS



#### Axis Capital Limited

1st Floor, Axis House, C-2, Wadia International Centre, Pandurang Budhkar Marg, Worli Mumbai 400 025, Maharashtra, India  
Tel: +91 22 4325 2183  
Fax: +91 22 4325 3000  
E-mail: [tejas.ipo@axiscap.in](mailto:tejas.ipo@axiscap.in)

Investor grievance e-mail: [complaints@axiscap.in](mailto:complaints@axiscap.in)  
Website: [www.axiscapital.co.in](http://www.axiscapital.co.in)  
Contact person: Kanika Goyal  
SEBI registration number: INM000012029



#### Citigroup Global Markets India Private Limited

1202, 12th Floor, First International Financial Center, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 098, Maharashtra, India  
Tel: +91 22 6175 9999; Fax: +91 22 6175 9961  
E-mail: [tejasnetworks.ipo@citi.com](mailto:tejasnetworks.ipo@citi.com)  
Investor grievance e-mail: [investors.cgmib@citi.com](mailto:investors.cgmib@citi.com)  
Website: [www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm](http://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm)  
Contact person: Rahul Roy  
SEBI registration number: INM000010718

#### REGISTRAR TO THE OFFER

#### LINK INTIME INDIA PVT LTD

Link Intime India Private Limited  
C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India  
Tel: +91 22 4918 6200; Fax: +91 22 4918 6195  
E-mail: [tnl.ipo@linkintime.co.in](mailto:tnl.ipo@linkintime.co.in)

Investor grievance e-mail: [tnl.ipo@linkintime.co.in](mailto:tnl.ipo@linkintime.co.in)  
Website: [www.linkintime.co.in](http://www.linkintime.co.in); Contact person: Shanti Gopal Krishnan  
SEBI registration number: INR000004058

**AVAILABILITY OF RHP:** Investors are advised to refer to the RHP, and the Risk Factors, contained therein before applying for the Offer. The RHP is available on the website of BSE at [www.bseindia.com](http://www.bseindia.com) and the websites of the Book Running Lead Managers to the Offer ("BRLMs") at [www.nomuraholdings.com/company/group/asia/india/index.html](http://www.nomuraholdings.com/company/group/asia/india/index.html), respectively.

**AVAILABILITY OF BID CUM APPLICATION FORMS:** Bid-cum-Application Forms can be obtained from the Registered Office of Link Intime India Private Limited, Tel: +91 22 6175 9999; Fax: +91 22 6175 9961; Edelweiss Financial Services Limited, Tel: +91 22 4037 4037, Fax: +91 22 4037 4111 and Syndicate Member: Edelweiss Securities Limited, Tel: +91 22 40635569, Fax: +91 22 40635570, all of whom are participating in the Offer. Bid-cum-Application Forms will also be available on the websites of BSE and NSE and the Designated Branches.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** Investors may apply through the ASBA process. ASBA can be applied on the ASBA form, which is available on the website of SEBI at [www.sebi.gov.in/sebiweb/home/list/5/33/0/0](http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0). The ASBA form can be obtained from the list of banks that is available on the website of SEBI at [www.sebi.gov.in/sebiweb/home/list/5/33/0/0](http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0). Recognised Intermediaries.

**Escrow Collection Bank, Refund Bank and Public Offer Account Bank:** Axis Bank Limited

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

Place : Bengaluru

Date : June 15, 2017

**TEJAS NETWORKS LIMITED** is proposing, subject to applicable statutory and regulatory requirement, receipt of requisite approvals from the RoC. The RHP is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), as well as on the websites of the BRLMs at [www.nomuraholdings.com/company/group/asia/india/index.html](http://www.nomuraholdings.com/company/group/asia/india/index.html), and the websites of the Stock Exchanges at BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com). The RHP contains a detailed description of the business, financial position, assets and liabilities, and other information relating to the Company and its business, including the nature of its operations, the degree of risk, and for details relating to such risks, potential investors should refer to the section titled "Risk Factors" beginning on page 12 of the RHP. These materials are not for publication or distribution, directly or indirectly, in or into the United States (including its territories and possessions), Canada or Japan. The securities referred to herein have not been and will not be registered under the U.S. Securities Act or any other U.S. securities laws or any applicable state securities laws. No public offering of securities is being made in the United States. An exemption from registration. No public offering of securities is being made in the United States.

