

Date: August 12, 2019

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,

Sub: Outcome of the Board Meeting held on August 12, 2019;

Ref: Regulation 30 & 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

This is to inform that the Board of Directors of the Company at their meeting held today i.e. on August 12, 2019 that commenced at 12:15 PM and concluded at 1:15 PM inter-alia has:

1. Considered and approved Unaudited Financial Results (Standalone & Consolidated) for the quarter ended June 30, 2019.
2. Limited Review Report(s) of the Auditors therein and
3. Certificate from Managing Director & CEO and Chief Financial Officer of the Company
4. Approved to create, offer & issue 6960 equity shares of face value Rs.10/- each and authorized Nomination & Remuneration cum Compensation Committee to allot the same to the eligible employee on exercise of the employee stock options as per "HIL Employee Stock Option Scheme, 2015 (as amended)".

Information as required Paragraph A(2) of Part A of Schedule III of SEBI LODR as follows:

Type of Securities proposed to be issued	Equity Shares of INR 10/- each
Type of Issuance	ESOP Allotment
Total number securities proposed to be issued	6,960 equity Shares on exercise of 6960 stock options at approved exercise price



5. Considered and approved the "HIL Employee Stock Option Scheme, 2019 ("ESOP Scheme 2019"), pursuant to Section 62 and other applicable provisions, if any, of the Companies Act, 2013 and SEBI (Share Based Employee Benefits) Regulations, 2014 ("SEBI Regulations"), subject to the approval of the Shareholders through postal ballot process, (brief details of the ESOP Scheme are set out in 'Annexure I' enclosed herewith and details required as per SEBI Regulations will be disclosed in the explanatory statement forming part of postal ballot notice).

The above information is also available on the website of the Company: www.hil.in. You are requested to take on record the above said information.

Thanking you
For HIL LIMITED



G. Manikandan
Company Secretary &
Financial Controller.

Encl: As above

Brief details of Employee Stock Option Scheme, 2019

Particulars	Details
ESOP Scheme	ESOP Scheme is intended to reward, attract, motivate and retain eligible employees and directors of the Company, for their high level of individual performance and for their efforts to improve the financial performance of the Company with the objective of achieving sustained growth of the Company and creation of shareholder's value by aligning the interests of the eligible employees with the long-term interests of the Company. ESOP Scheme has been formulated in terms of SEBI (Share Based Employee Benefits) Regulations, 2014
Eligibility	<p>Following classes of employees, shall be eligible to participate in the ESOP Scheme: (i) A permanent employee of the Company, working in India or outside India; (ii) Directors of the Company whether whole time or not but excluding an Independent Director; (iii) an employee as defined in (i) or (ii) above of a subsidiary (future subsidiary, if any), in India or outside India, or of a holding company of the Company (if any).</p> <p>The eligibility of an employee shall be determined by the Nomination and Remuneration Committee as per the eligibility criteria as may be determined by the Board/ Nomination and Remuneration Committee</p>
Brief details options to be of granted/number of shares covered by the options under the ESOP Scheme	<p>Under the ESOP Scheme, the eligible employees shall be granted employee stock options in the form of options which will be exercisable into equity shares of Rs.10/- each of the Company (the "Equity Shares").</p> <p>The maximum number of Equity Shares to be issued and allotted under the ESOP Scheme 2019 shall be limited to 1,50,000 (One Lakh fifty thousand) equity shares of the Company representing 2% of the paid-up equity shares (Post Dilution) of the Company.</p>
Vesting period and exercise period of the Options	The options would vest not earlier than one year and not later than five years from the date of grant of options or such other period as may be determined by the Nomination and Remuneration cum Compensation Committee. Vested options may be exercised within a period of 4 (four) years after vesting date or any other period as may be determined by the Nomination and Remuneration cum Compensation Committee
Exercise price	Subject to SEBI Regulations, the Nomination & Remuneration cum Compensation Committee shall determine the Exercise Price of the Options Granted under the Plan, as it may deem appropriate in conformity with the applicable accounting policies, if any, provided that the Exercise Price shall not be less than the face value of the Shares and not higher than the prevailing Market Price (on Stock Exchange with highest volume) of the Shares of the Company as on the Grant Date as discounted by 20% or such other lesser percentage as may be determined by the Nomination & Remuneration cum Compensation Committee in its absolute discretion
Implementation of the ESOP Scheme	The ESOP Scheme shall be directly implemented and administered by the Company through the Nomination and Remuneration Committee of the Company.
Valuation	The Company shall use the fair value method or such valuation method as may be prescribed from time to time in accordance with applicable laws for valuation of the options granted to calculate the employee compensation cost

