HINDUSTHAN NATIONAL GLASS & INDUSTRIES LTD.
Registered Office : 2, Red Cross Place, Post Box : 2722, Kolkata - 700 001, India
Tel. : 2254 3100, Fax : (91) (33) 2254 3130
E-mail : hngkol@hngil.com, Website : www.hngindia.com

SEC/SE/198 July 3, 2012

1. The Dy.Manager (Listing)
   Bombay Stock Exchange Ltd.
   Phiroze Jeejeebhoy Towers,
   Dalal Street, Mumbai 400 023.

2. The Manager
   Listing Department
   National Stock Exchange of India Limited
   Exchange Plaza, Bandra Kurla Complex
   Bandra (E), Mumbai 400 051

3. The Secretary,
   The Calcutta Stock Exchange Ltd.,
   7, Lyons Range,
   Kolkata-700 001

Dear Sirs,

Sub: Submission of copies of Postal Ballot Notice and photocopies of newspaper clippings for declaration of despatch to the shareholders

Please find enclosed three copies of Postal Ballot Notices which were sent to shareholders for seeking their approval in relation to Ordinary Resolutions under section 293(1)(d) & 293(1)(a) of the Companies Act, 1956.

Also find enclosed photocopies of newspapers clippings dated July2, 2012 vide which the Company had made a declaration that aforesaid Notices had been despatched to the shareholders on June 30, 2012 in accordance with the requirements of Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001.

This is for your information and record.

Thanking you,

Yours faithfully,
For Hindusthan National Glass & Industries Ltd.

L. N. Mandhana
CFO & Company Secretary

Encl: as above.

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POSTAL BALLOT NOTICE

[Pursuant to Section 192A of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011]

Dear Member(s),

Notice is hereby given that pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, that the Resolutions appended below are proposed to be passed as Ordinary Resolutions by way of Postal Ballot.

Members consent is requested for the proposal contained in the Resolutions appended below.

The Explanatory Statements pertaining to the said Resolutions setting out the material facts and the reasons thereof are annexed hereto along with a Postal Ballot form for your consideration.

1. To consider and, if thought fit, to give assent or dissent to the following resolution as an **Ordinary Resolution:**

   "RESOLVED that pursuant to provisions of Section 293(1)(d) of the Companies Act, 1956 and all other enabling provisions, if any, the consent of the Company be and is hereby granted and accorded to the Board of Directors for borrowing, from time to time, any sum or sums of money which, together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate for the time being of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount of money/monies so borrowed by the Board shall not at any time exceed the limit of Rs.30,00,00,00,000/- (Rupees Three thousand Crores only)."

2. To consider and, if thought fit, to give assent or dissent to the following resolution as an **Ordinary Resolution:**

   "RESOLVED that the consent of the Company be and is hereby accorded in terms of Section 293(1)(a) and other applicable provisions, if any, of the Companies Act, 1956 to the Board of Directors (hereinafter referred to as Board) of the Company to mortgage, create charge and hypothecate in addition to the existing mortgages, charges and hypothecations in such form and manner and with such ranking and at such time and on such terms as the Board may deem fit, all or any of the immovable and/or moveable properties of the Company, wheresoever situated, both present and future and/or on the whole or substantially the whole of the undertaking(s) of the Company whether with or without the power to enter upon and take possession of the assets of the Company in certain events together with the power to take over the management of business or concern of the Company in certain events of default, to or in favour of the Trustee(s) for holders of debentures, bonds or any other debt instrument(s) or lender(s) for securing the non-convertible debentures, bonds or other debt instruments issued by the Company or the loans taken by the Company up to aggregate amount of Rs.30,00,00,00,000/- (Rupees Three thousand crores only) at any time/times and on such terms and conditions as may be decided by the Board, together with interest, additional interest, compound interest, remuneration payable to the trustees, premium, if any, on redemption, costs, charges, expenses and all other monies payable by the Company to the trustee(s)/lender(s) as may be stipulated in that behalf and agreed to between the Board of Directors and the trustee(s)/lender(s).

   RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to finalise with the trustee(s)/lender(s), the terms and conditions of the issue of the debentures, bonds, other debt instruments and/or loan(s) as the case may be and any amendments thereto including the rate of interest, as it may, in its absolute discretion deem fit, proper and expedient and to finalise the documents for creating aforesaid mortgage(s) and/or charge(s) and accepting any modification(s) therein and to do all such acts and things as may be necessary for giving effect to this resolution."

By order of the Board
For **Hindusthan National Glass & Industries Limited**

L. N. Mandhana
CFO & Company Secretary

Place : Kolkata
Date : 15.05.2012

NOTES :

1. Explanatory Statement setting out all the material facts concerning each item of the proposed business and reasons thereof pursuant to Section 173(2) read with Section 192A(2) of the Companies Act, 1956 is annexed to this Notice.

2. In terms of section 192A of the Companies Act, 1956 read with Companies (Passing of Resolution by Postal Ballot) Rules 2011, assent or dissent of the members in respect of the Ordinary Resolutions contained in the Postal Ballot Notice are sought by postal ballot.

3. The votes should be cast either in favour or against the resolution(s) by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the column will render the form invalid.

4. The Board of Directors of the Company at its meeting held on 15th May, 2012, have appointed Mr. Mukesh Rathi, Company Secretary in Practice, as the Scrutinizer for conducting the Postal Ballot voting process in a fair and transparent manner.

5. Shri Mukul Somany, Vice Chairman & Managing Director and Shri L.N. Mandhana, CFO & Company Secretary are severally responsible for the entire postal ballot voting process.

6. Postal Ballot form and self-addressed Business Reply envelope are enclosed for use of the members. Postage will be borne and paid by the Company. Envelopes containing the Postal Ballot Forms, if sent by any other mode at the expense of the registered Member, will also be accepted. Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or a photocopy of the Form is permitted.

7. The notice of Postal Ballot is being dispatched to the members whose names appear on the register of members as on 23rd June, 2012 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on the same date.

8. Members are requested to read carefully the instructions printed on the attached form. Envelopes containing the Postal Ballot Forms should reach the Company not later than the close of working hours on **31 July, 2012**. In case any Postal Ballot Form is received after this date, it shall be treated as if the reply from the shareholder has not been received.

9. The Scrutinizer will submit his report to the Chairman of the Board of the Company after completion of the scrutiny and the result of postal ballot process will be announced in the ensuing Annual General Meeting by Shri C. K. Somany, Chairman, or in his absence by any other Director so authorised by him, on Saturday, the 11th August, 2012 at 2.00 P.M. at Indian Chamber of Commerce, ICC Towers, 10th Floor, 4, India Exchange Place, Kolkata - 700 001. The result of the Postal Ballot process will also be published in newspapers and hosted on the website of the Company www.hngindia.com.

10. The resolution(s) will be taken as passed effectively on the date of announcement of the results as above, if the result of the Postal Ballot indicates that the requisite majority of the shareholders have assented to the resolution(s).

11. Voting rights in a Postal Ballot cannot be exercised by a Proxy.

Annexure to the Postal Ballot Notice dated 15th May, 2012

Explanatory Statement pursuant to Sections 173(2) and 192A (2) of the Companies Act, 1956

Item No. 1 & 2

The Shareholders in their Annual General Meeting held on 19th August, 2011 accorded their consent to the Board of Directors in accordance with the provisions of Section 293(1)(d) and 293(1)(a) of the Companies Act, 1956 to borrow and to create charge upto an aggregate limit of Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores Only). The Company is in the expansion phase and it has become imperative to authorise the Company to borrow additional funds by way of taking loan /facilities from various Financial Institutions/Banks exceeding paid up share capital and free reserves of the Company. In view of the above, it is required to enhance the borrowing limits from Rs. 2500 crores to Rs. 3000 crores.

The Financial Institutions from which loans/facilities are availed by the Company may insist for creation of charge in their favour, either by way of mortgage or hypothecation, on the assets of the Company, movable or immovable.

Your Directors, therefore, recommend the resolutions set forth in item no.1 & 2 for your approval.

None of the Directors are in any way concerned or interested in the resolution, except to the extent of their shareholding in the Company.

By order of the Board
For **Hindusthan National Glass & Industries Limited**

L. N. Mandhana
CFO & Company Secretary

Place : Kolkata
Date : 15.05.2012

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Email : cosec@hngil.com, Website : www.hngindia.com

POSTAL BALLOT FORM

Postal Ballot No. :

1.	Name and Registered Address of the Sole / First Named Member / Beneficial Owner (in block letters)	
2.	Name(s) of the Joint Member(s) / Beneficial Owner(s), if any (in block letters)	
3.	Registered Folio No. / DP ID No. / Client ID No.* (* applicable to shareholders holding shares in dematerialised form)	
4.	Number of shares held	

Daygio, Ph.: 2248-2167 06/12

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot for the business stated in the Notice dated 15th May, 2012 (hereinafter referred to as "the Notice"), by sending my/our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below :

Item No. of Notice	Description	No. of Shares	(FOR) I/We assent to the Resolution	(AGAINST) I/We dissent to the Resolution
1	**As an Ordinary Resolution :** Increase in Borrowing Limit under Section 293(1)(d) of the Companies Act, 1956.			
2	Power to create charges, etc. under Section 293(1)(a) of the Companies Act, 1956.			

Signature of the Member

Place :

Date :

INSTRUCTIONS

1. A Member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form in all respects and send it to the Scrutinizer in the enclosed self-addressed envelope which shall be properly sealed with adhesive or adhesive tape. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Forms, if sent by any other mode at the expense of the registered Member, will also be accepted.
2. The self-addressed pre-paid postage envelope bears the name and address of the Scrutinizer appointed under the authority of the Board of Directors of the Company.
3. The Postal Ballot Form should be signed by the Members as per specimen signature registered with the Company. In case, shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his / her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the Registration no. of the POA or enclosing an attested copy of POA.
4. The consent must be accorded by recording the assent in the Column 'FOR' and dissent in the Column 'AGAINST' by placing a tick (✓) mark in the appropriate column. A member need not use all the votes nor needs to cast all the votes in the same way.
5. Incomplete, unsigned or incorrectly ticked Postal Ballot Form will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final and binding.
6. In case of shares held by Companies, Trusts, Societies etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board / Trustees Resolution / Authority and preferably with attested specimen signature(s) of the duly authorized signatory(s) giving requisite authority to the person voting on the Postal Ballot Form.
7. Duly completed Postal Ballot Form should reach the Scrutinizer **not later than the close of working hours on Tuesday, July 31, 2012**. Postal Ballot Form received after this date will be strictly treated as if the reply from the member has not been received.
8. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Member as on June 23, 2012.
9. Member(s) is / are requested not to send any other paper (other than the resolution / authority as mentioned under item no. 3 and 6 above) along-with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope, as all such envelope(s) will be sent to the Scrutinizer and any extraneous paper found in such envelope would not be considered and would be destroyed by the Scrutinizer.
10. The exercise of vote by Postal Ballot is not permitted through proxy.
11. There will be only one Postal Ballot Form for every Folio No./ Client ID, irrespective of the number of Joint Members.
12. Members from whom no Postal Ballot Form is being received or received after the aforesaid stipulated date shall not be counted for the purpose of passing of the resolution.
13. Members are requested to fill the Postal Ballot Form in indelible ink (and avoid filling in by using any erasable writing instrument like pencil).
14. The result of postal ballot process will be announced in the ensuing Annual General Meeting by Shri C. K. Somany, Chairman, or in his absence by any other Director so authorised by him, on Saturday, the 11th August, 2012 at 2.00 P.M. at Indian Chamber of Commerce, ICC Towers, 10th Floor, 4, India Exchange Place, Kolkata - 700 001. The result of the Postal Ballot process will also be informed to the stock exchanges, published in newspapers and hosted on the website of the Company www.hngindia.com.
15. The item of business covered by this Postal Ballot will not be transacted at the Annual General Meeting even though Members who have not exercised their franchise through Postal Ballot might be present in person or through proxy at the meeting.
16. Any query in relation to the resolution proposed to be passed by Postal Ballot may be addressed to Shri Laxmi Narayan Mandhana, CFO & Company Secretary, Hindusthan National Glass & Industries Limited, 2, Red Cross Place, Kolkata – 700 001. Telephone no. (033) 2254-3100, Fax no. (033) 2254-3130 and / or email to cosec@hngil.com

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NOTICE

Members are hereby informed that the Company has completed dispatch of Postal Ballot Notice dated 15th May, 2012 alongwith Postal Ballot Forms & self addressed Business Reply Envelopes to its Members on 30th June, 2012, seeking Members' consent in relation to Ordinary Resolutions under section 293(1)(d) & 293(1)(a) of the Companies Act, 1956. The Members are requested to note that the voting process through Postal Ballot has commenced from 1st July, 2012 and will remain open up to 31st July, 2012. The last date of return of the Postal Ballot Forms by the Members, indicating their assent or dissent to the proposed resolutions contained in the above-mentioned notice is 31st July, 2012. Any Postal Ballot received from member beyond the said date will not be valid.

The members, who have not received postal ballot forms may apply to the Company and obtain a duplicate thereof.

Mr. Mukesh Rathi, Practising Company Secretary has been appointed as Scrutinizer for conducting the Postal Ballot process in fair and transparent manner and Mr. Mukul Somany, Vice Chairman & Managing Director and Mr. L. N. Mandhana, CFO & Company Secretary of the Company are severally authorised for entire Postal Ballot voting process.

The results of voting by Postal Ballot shall be declared by the Chairman at the ensuing Annual General Meeting of the Company scheduled on 11th August, 2012 at Indian Chamber of Commerce, ICC Towers, 4, India Exchange Place, 10th Floor, Kolkata 700 001.

For **Hindusthan National Glass & Industries Limited**

Sd/-

(L. N. Mandhana)
CFO & Company Secretary

Place : Kolkata
Date : 2nd July, 2012

হিন্দুস্তান ন্যাশনাল গ্লাস অ্যান্ড ইন্ডাস্ট্রিজ লিঃ

রেজিঃ অফিস: ২, রেড ক্রস প্লেস, কলকাতা-৭০০ ০০১, ভারত
টেলিফোন: ২২৭৪ ৪১০০, ফ্যাক্স: (০৩৩) ২২৪৮ ৫১৫০
ই-মেল: hngkol@hngil.com, ওয়েবসাইট: www.hngindia.com

বিজ্ঞপ্তি

এতদ্বারা বিজ্ঞাপিত করা হচ্ছে যে কোম্পানির সদস্যদের কাছে পোস্টাল ব্যালট ১৫ মে, ২০১২ তারিখ থেকে পাঠানো শুরু হয়েছে। পোস্টাল ব্যালট সদস্যদের ঠিক ঠিকানায় জবাবী খাম সহ সদস্যদের নিকট পাঠানো হয়েছে। ৩০ জুন, ২০১২ তারিখে ১৯৫৬ সালের কোম্পানি আইনের ২৯৩ (১)(ডি) এবং ২৯৩ (১)(এ) ধারা অনুসারে মতামত জানানোর জন্য। কোম্পানির সদস্যদের নিকট অনুরোধ করা হচ্ছে পোস্টাল ব্যালটের মাধ্যমে ভোট দেওয়ার কাজ শুরু হবে ১ জুলাই, ২০১২ তারিখ থেকে এবং এটি খোলা থাকবে ৩১ জুলাই, ২০১২ পর্যন্ত। শেষ তারিখের মধ্যে সদস্যদের প্রস্তাবের সমর্থনে অথবা বিপক্ষে মতামত জানানোর জন্য ৩১ জুলাই ২০১২ তারিখের মধ্যে পূরণ করা পোস্টাল ব্যালট পাঠাতে অনুরোধ করা হচ্ছে। উক্ত তারিখের পরে কোনও গৃহীত পোস্টাল ব্যালটকে বৈধ বলে গণ্য করা হবে না।

যদি কোনও সদস্য পোস্টাল ব্যালট ফর্ম না পেয়ে থাকেন, তাহলে তিনি পোস্টাল ব্যালটের প্রতিলিপির জন্য আবেদন জানাতে পারেন।

শ্রী মুকেশ রথি, কোম্পানি সেক্রেটারিকে স্ক্রুটিনাইজার হিসাবে নিযুক্ত করা হয়েছে পোস্টাল্ ব্যালট প্রক্রিয়াকে সুষ্ঠভাবে পরিচালনার জন্য। এবং শ্রী মুকুল সোমানি, ভাইস চেয়ারম্যান ও ম্যানেজিং ডিরেক্টর এবং শ্রী এল এন মানধানা, সিএফও এবং কোম্পানি সেক্রেটারিকে অনুমতি দেওয়া হয়েছে পুরো পোস্টাল ব্যালট প্রক্রিয়াকে সম্পন্ন করার জন্য।

পোস্টাল ব্যালট প্রক্রিয়াটি ঘোষণা করবেন সংস্থার চেয়ারম্যান বার্ষিক সাধারণ সভায় ১১ আগস্ট, ২০১২ তারিখে ইন্ডিয়ান চেম্বার অফ কমার্স (আইসিসি), আইসিসি টাওয়ারস, ৪, ইন্ডিয়া এক্সচেঞ্জ প্লেস (এগারোতম তল), কলকাতা-৭০০০০১ ঠিকানায়।

হিন্দুস্তান ন্যাশনাল গ্লাস এবং ইন্ডাস্ট্রিজ লিঃ
স্বাঃ/-
(এল এন মানধানা)
সিএফও এবং কোম্পানি সেক্রেটারি

স্থান: কলকাতা
তারিখ: ২ জুলাই, ২০১২