



# HIND RECTIFIERS LIMITED

Our Company was incorporated as 'Hind Rectifiers Limited' under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated April 25, 1958, issued by the Registrar of the Companies, Mumbai, Maharashtra. The Corporate Identification Number (CIN) of the Company is L28900MH1958PLC011077.

Registered Office: Lake Road, Bhandup (West), Mumbai - 400078, Maharashtra; Tel: 022-25696789; Fax: 022-25964114;

Contact Person: Ms. Meenakshi Anchlia, Company Secretary and Compliance Officer; E-mail: investors@hirect.com; Website: www.hirect.com

## PROMOTERS OF THE COMPANY: MR. SUSHIL KUMAR NEVATIA AND MR. SURAMYA NEVATIA

### FOR PRIVATE CIRCULATION TO THE EQUITY SHAREHOLDERS OF HIND RECTIFIERS LIMITED (THE "COMPANY" OR THE "ISSUER") ONLY

ISSUE OF 15,05,793 EQUITY SHARES OF FACE VALUE OF ₹ 2/- EACH AT A PRICE OF ₹ 80/- (INCLUDING PREMIUM OF ₹ 78/- PER EQUITY SHARE) FOR AN AMOUNT AGGREGATING TO ₹ 1204.63 LACS ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF HIND RECTIFIERS LIMITED ("THE COMPANY" OR THE "ISSUER") IN THE RATIO OF 1 (ONE) EQUITY SHARE FOR EVERY 10 (TEN) FULLY PAID-UP EQUITY SHARE(S) HELD (I.E., 1:10) BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON OCTOBER 18, 2017, (THE "ISSUE").

### THE ISSUE PRICE IS 40 TIMES THE FACE VALUE OF ₹ 2/- EACH. NOTICE TO THE EQUITY SHAREHOLDERS OF THE COMPANY

ISSUE OPENS ON	LAST DATE FOR REQUESTS FOR SPLIT APPLICATION FORMS	ISSUE CLOSES ON
FRIDAY, NOVEMBER 10, 2017	FRIDAY, NOVEMBER 17, 2017	FRIDAY, NOVEMBER 24, 2017

## ASBA\*

### Simple, Safe, Smart way of Application - Make use of it !!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details check section on ASBA below.

PLEASE NOTE THAT, IN TERMS OF SEBI CIRCULAR CIR/CFD/DIL/1/2011 DATED APRIL 29, 2011, QIBS, NON INSTITUTIONAL INVESTORS (INCLUDING ALL COMPANIES AND BODIES CORPORATE) AND OTHER INVESTORS WHOSE APPLICATION AMOUNT EXCEEDS ₹ 200,000 CAN PARTICIPATE IN THE ISSUE ONLY THROUGH THE ASBA PROCESS, SUBJECT TO THEM COMPLYING WITH THE REQUIREMENTS OF SEBI CIRCULAR SEBI/CFD/DIL/ASBA/1/2009 DATED DECEMBER 30, 2009. FURTHER, ALL QIBS AND NON-INSTITUTIONAL INVESTORS ARE MANDATORILY REQUIRED TO USE THE ASBA FACILITY, EVEN IF APPLICATION AMOUNT DOES NOT EXCEED ₹ 200,000. THE INVESTORS WHO ARE (I) NOT QIBS; (II) NOT NON-INSTITUTIONAL INVESTORS; OR (III) INVESTORS WHOSE APPLICATION AMOUNT IS NOT MORE THAN ₹ 200,000, CAN PARTICIPATE IN THE ISSUE EITHER THROUGH THE ASBA PROCESS OR THE NON ASBA PROCESS. ALL RENOUNCES (INCLUDING RENOUNCES WHO ARE INDIVIDUALS) ARE NOT ELIGIBLE ASBA INVESTORS AND MUST APPLY FOR THE RIGHTS ISSUE ONLY THROUGH THE NON-ASBA PROCESS IRRESPECTIVE OF THE APPLICATION VALUE. ASBA INVESTORS SHOULD NOTE THAT THE ASBA PROCESS INVOLVES APPLICATION PROCEDURES THAT MAY BE DIFFERENT FROM THE PROCEDURE APPLICABLE TO NON ASBA PROCESS. ASBA INVESTORS SHOULD CAREFULLY READ THE PROVISIONS APPLICABLE TO SUCH APPLICATIONS BEFORE MAKING THEIR APPLICATION THROUGH THE ASBA PROCESS. FOR DETAILS, PLEASE REFER TO HEADING "PROCEDURE FOR APPLICATION THROUGH THE APPLICATIONS SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS" ON PAGE 126 OF THE LETTER OF OFFER. RETAIL INDIVIDUAL INVESTORS MAY OPTIONALLY APPLY THROUGH THE ASBA PROCESS, PROVIDED THAT THEY ARE ELIGIBLE ASBA INVESTORS.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** Investors may apply through the ASBA process subject to the compliance of conditions for being an ASBA Investor. The ASBA Investor is required to fill the CAF and submit the same to the SCSB. The SCSB will block the amount in the account as per the authority contained in the CAF and undertake other tasks as per the specified procedure. The balance amount remaining after the finalisation of the Basis of Allotment shall be unblocked by the SCSBs on the basis of the instructions issued in this regard by the Registrar and the Lead Manager to the respective SCSB. For more details on the ASBA process, please refer to the details given in the Abridged Letter of Offer and also please refer to the heading titled "PROCEDURE FOR APPLICATION THROUGH THE APPLICATIONS SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS" ON PAGE 126 of the Letter of Offer.

**ELIGIBLE EQUITY SHAREHOLDERS APPLYING UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH APPLICANT ON RECORD DATE.**

**DISPATCH OF ABRIDGED LETTER OF OFFER ("ALOF") AND COMPOSITE APPLICATION FORM ("CAF"):** The dispatch of the ALOF along with CAF for the Issue has been completed by Registrar to the Issue, viz. **Adroit Corporate Services Private Limited** through Registered Post/Speed Post on November 02, 2017 to the Eligible Equity Shareholders of the Company whose names appeared in the Register of Members/Beneficial Owners of the Company, on the record date, i.e., October 18, 2017.

The CAF duly completed together with the amount payable on application must be deposited with the collecting bank indicated on the reverse of the CAF, and not with the Lead Manager or the Company before the close of banking hours on or before the Issue Closing Date i.e., November 24, 2017. A separate cheque or bank draft must accompany each CAF. Eligible Equity Shareholders/ Investors (including Non-resident Shareholders/Investors applying on non-repatriation basis) residing at places other than the cities where the branches of Escrow Collection Bank have been authorised by the Bank for collecting applications should send their completed CAF by registered post/speed post to the Registrar to the Issue, **Adroit Corporate Services Private Limited** along with Demand Draft (net of bank and postal charges) payable at Mumbai in favour of "**Hind Rectifiers Limited-Rights Issue - R**" crossed "**A/c Payee only**" so that the same are received on or before the Issue Closing Date i.e. November 24, 2017 in case of Resident Shareholders and Non-Resident Shareholders applying on Non-Repatriation basis. In case of Non-Resident Shareholders/Investors applying on a repatriation basis, the Demand Drafts (net of bank and postal charges) should be drawn in favour of "**Hind Rectifiers Limited-Rights Issue - NR**" crossed "**A/c Payee only**" payable at Mumbai. Such application sent to anyone other than Registrar to the issue is liable to be rejected. If any portion of the CAF is/are detached or separated, such application is liable to be rejected.

**AVAILABILITY OF DUPLICATE CAF:** In case the original CAF is not received, or is misplaced by the Eligible Equity Shareholders, the Registrar to the Issue will issue a duplicate CAF on the request of the Investor who should furnish the registered folio number/DP and Client ID number and his/her full name and address to the Registrar to the Issue. Please note that the request for duplicate CAF should reach the Registrar to the Issue at least seven days prior to the Issue Closing Date. Please note that those who are making the application in the duplicate form should not utilize the original CAF for any purpose including renunciation, even if it is received/found subsequently. If the Investor violates any of these requirements, he/she shall face the risk of rejection of both the applications. Neither the Registrar nor the Lead Manager or us, shall be responsible for postal delays or loss of duplicate CAFs in transit, if any.

**APPLICATION ON PLAIN PAPER by ASBA Investors:** An Equity Shareholder who has neither received the original CAF nor is in a position to obtain the duplicate CAF and who is applying under the ASBA Process may make an application to subscribe to the Issue on plain paper. The Equity Shareholders can make an application on plain paper giving necessary details as given below. The envelope should be superscribed "Hind Rectifiers-Rights Issue". The application on plain paper, duly signed by the Investors including joint holders, in the same order as per the specimen recorded with our Company, must reach the SCSBs before the Issue Closing Date i.e. November 24, 2017 and should contain the following particulars: • Name of Issuer, being Hind Rectifiers Limited; • Name and address of the Equity Shareholder including joint holders; • Registered Folio Number/ DP and Client ID no.; • Number of equity shares held as on Record Date; • Number of Equity Shares entitled to; • Number of Equity Shares applied for; • Number of additional Equity Shares applied for, if any; • Total number of Equity Shares applied for; • Total amount to be blocked at the rate of ₹ 80/- per Equity Share; and • Except for applications on behalf of the Central or State Government and the officials appointed by the courts, PAN number of the Investor and for each Investor in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue. • Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB; • In case of non-resident investors, details of the NRE/ FCNR/ NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained; Additionally, all such applicants are deemed to have accepted the undertaking on page 129 of the Letter of Offer.

**APPLICATION ON PLAIN PAPER by NON- ASBA Investors:** An Equity Shareholder who has neither received the original CAF nor is in a position to obtain the duplicate CAF may make an application to subscribe to the Issue on plain paper, along with demand draft, net of bank and postal charges payable at Mumbai which should be drawn in favour of the "**Hind Rectifiers Limited-Rights Issue-NR**" in case of the resident shareholders and non-resident shareholders applying on non-repatriable basis and in favour of the "**Hind Rectifiers Limited-Rights Issue-NR**" in case of the non-resident shareholders applying on repatriable basis and send the same by registered/ speed post directly to the Registrar to the Issue so as to reach Registrar to the Issue on or before the Issue Closing Date. The Equity Shareholders can make an application on plain paper giving necessary details as given below. The envelope should be superscribed "Hind Rectifiers-Rights Issue". The application on plain paper, duly signed by the Investors including joint holders, in the same order as per specimen recorded with our Company, must reach the office of the Registrar to the Issue before the Issue Closing Date and should contain the following particulars:

• Name of Issuer, being Hind Rectifiers Limited; • Name and address of the Equity Shareholder including joint holders; • Registered Folio Number/ DP and Client ID no.; • Number of Equity Shares held as on Record Date; • Number of Equity Shares entitled to; • Number of Equity Shares applied for; • Number of additional Equity Shares applied for, if any; • Total number of Equity Shares applied for; • Total amount paid at the rate of ₹ 80/- per Equity Share; • Particulars of cheque/draft; • Savings/Current Account Number and name and address of the bank where the Equity Shareholder will be depositing the refund order. In case of Equity Shares allotted in demat form, the bank account details will be obtained from the information available with the Depositories; • Except for applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN number of the Investor and for each Investor in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue. • Share certificate numbers and distinctive numbers of equity shares, if held in physical form; • Allotment option preferred - physical or demat form, if held in physical form; • Signature of the Equity Shareholders to appear in the same sequence and order as they appear in our records or the Depositories records • In case of Non Resident Equity Shareholders, NRE/ FCNR/ NRO A/c No. name and address of the bank and branch; • If payment is made by a draft purchased from a NRE/ FCNR/ NRO A/c No., as the case may be, an Account debit certificate from the bank issuing the draft, confirming that the draft has been issued by debiting NRE/FCNR/ NRO A/c; and • Additionally, all such applicants are deemed to have accepted the undertaking on page 124 of the Letter of Offer.

**IF AN APPLICANT MAKES AN APPLICATION IN MORE THAN ONE MODE I.E., ON CAF AND ON THE PLAIN PAPER, BOTH APPLICATIONS SHALL BE LIABLE TO BE REJECTED.**

**Last Date for Application:** The last date for submission of the duly filled in CAF is November 24, 2017. The Board/Committee may however decide to extend the Issue period as it may determine from time to time but not exceeding 30 days from the Issue Opening Date.

If the CAF together with the amount payable is not received by the Banker to the Issue/ Registrar to the Issue on or before the close of banking hours on the aforesaid last date or such date as may be extended by the Board/ Committee of Directors, the invitation to offer contained in the Letter of Offer/ Abridged Letter of Offer shall be deemed to have been declined and the Board/ Committee of Directors shall be at liberty to dispose off the Equity Shares hereby offered, as provided in the "Terms of the Issue- Basis of Allotment" on page 125.

**INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES OF THE COMPANY CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.**

**LISTING:** The existing equity shares of our Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). We have received in-principle approvals for listing of equity shares being issued in terms of the letter of offer from BSE and NSE pursuant to their letters dated August 29, 2017 and August 22, 2017 respectively. For the purposes of the Rights Issue, the Designated Stock Exchange is BSE.

**DISCLAIMER CLAUSE OF SEBI:** It is to be distinctly understood that the submission of the letter of offer to SEBI should not in anyway be deemed or construed that the same has been cleared or approved by SEBI. Investors are advised to refer to the Letter of Offer for the full text of the "**Disclaimer Clause of SEBI**" on Page 108 of the Letter of Offer.

**DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange):** It is to be distinctly understood that the permission given by BSE should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer for the full text of the "**Disclaimer Clause of the BSE**" on Page 111 of the Letter of Offer.

**DISCLAIMER CLAUSE OF NSE:** It is to be distinctly understood that the permission given by NSE should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by NSE; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. Investors are advised to refer to the Letter of Offer for the full text of the "**Disclaimer Clause of the NSE**" on Page 112 of the Letter of Offer.

**BANKER TO THE ISSUE AND REFUND BANK:** ICICI Bank Limited.

**PLEASE REFER TO THE REVERSE OF THE COMPOSITE APPLICATION FORM FOR THE DETAILS OF THE BANKER TO THE ISSUE AND THE COLLECTION CENTRES. INVESTORS ARE ADVISED TO REFER THE LETTER OF OFFER, ABRIDGED LETTER OF OFFER, AND THE RISK FACTORS CONTAINED THEREIN BEFORE APPLYING IN THE ISSUE.**

**AVAILABILITY OF THE LETTER OF OFFER:** The Letter of Offer shall be available on the website of the Lead Manager viz. www.keynoteindia.net, and the websites of the stock exchanges where the equity shares are listed i.e. BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com and will be available on SEBI's website: www.sebi.gov.in and a copy of the same can be downloaded from these websites.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY & COMPLIANCE OFFICER
<p><b>Keynote Corporate Services Limited</b> The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (W), Mumbai – 400028 Tel: +91-22-30266000-3 Fax: +91-22-30266088 E-mail: mbd@keynoteindia.net Website: www.keynoteindia.net SEBI Registration No.: INM 000003606</p>	<p><b>Adroit Corporate Services Pvt. Limited</b> 17-20, Jafferbhoy Industrial Estate, 1st Floor, Makhwana Road, Marol Naka, Andheri (East) Mumbai - 400059 Tel: +91-22-42270400; Fax: +91-22-28503748 E-mail: info@adroitcorporate.com Website: www.adroitcorporate.com SEBI Registration No.: INR 000002227</p>	<p><b>Ms. Meenakshi Anchlia</b> Registered Office: Lake Road, Bhandup (West), Mumbai - 400078, Maharashtra Tel: 022-25696789; Fax: 022-25964114 E-mail: investors@hirect.com</p> <p>Investors may contact the Company Secretary and Compliance Officer at the above mentioned address and/ or Registrar to the Issue at the mentioned address in case of any pre-Issue/ post - Issue related problems such as non-receipt of allotment advice/share certificates/demat credit/refund orders etc.</p>

For Hind Rectifiers Limited

Sd/-

Meenakshi Anchlia

Company Secretary & Compliance Officer

Place: Mumbai  
Date: November 2, 2017

Hind Rectifiers Limited is proposing, subject to market conditions and other considerations, a rights issue of its equity shares (the "Issue"), and has in this regard, filed a letter of offer dated October 26, 2017, ("Letter of Offer"), with the BSE, the NSE and the Securities and Exchange Board of India, ("SEBI"), on November 2, 2017. The Letter of Offer shall be available on the websites of the SEBI, BSE, NSE and the Lead Manager to the Issue, i.e. Keynote Corporate Services Limited, at www.sebi.gov.in, www.bseindia.com, www.nseindia.com and www.keynoteindia.net, respectively. Investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please see the section entitled "**Risk Factors**" on page 9 of the Letter of Offer.