

**FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT (FOA)**  
**HMG INDUSTRIES LIMITED-EXIT OFFER**

(Please send this Form with enclosures to the Registrar to the Offer at their address given below)

From,

OFFER SCHEDULE		
OFFICIAL OFFER OPENS ON	:	12.01.2017
OFFICIAL OFFER CLOSES ON	:	11.02.2017
EXTENDED OFFER CLOSES ON	:	11.01.2018

Folio No.:

Name:

Address:

Tel No.

Email:

Fax:

To,  
**HG LOGISTIC SERVICES LLP ("Offeror")**  
**C/o. Adroit Corporate Services Pvt. Ltd**  
17-20, Jafferbhoy Industrial Estate, Makhwana Road,  
Marol, Andheri East, Mumbai, Maharashtra 400059  
Tel. No.: 022 42270400.

Contact Person: Mr. Surendra Gawade.

Dear Sir/Madam,

**Sub:** Exit offer from the Offeror for acquisition of Equity Shares of HMG Industries Limited ("HIL") from Public shareholders

I/we, refer to the Public Announcement dated 10.01.2017 for acquiring the Equity Shares held by me/us in HIL.

I/We acknowledge and confirm that all the particulars/statements given herein are true and correct.

**SHARES HELD IN PHYSICAL FORM**

I/We, accept the Offer and enclose the original share certificate(s) and duly signed transfer deed(s) along with self attested photocopy of my/our PAN card in respect of my/our shares as detailed below:

Sr. No.	Folio No.	Certificate No.	Distinctive Nos		No. of shares held	No. of Shares Tendered
			From	To		
<b>Total number of equity shares</b>						

*(In case the space provided is inadequate, please attach a separate sheet with details)*

I/We note and understand that the Registrar to the Offer will hold the original share certificate(s) and valid share transfer deed in trust for me/us until the time the Offeror dispatches the purchase consideration as mentioned in the Public Announcement. I/We also note and understand that the Offeror will pay the purchase consideration only after (i) verification of the documents and signatures; (ii) obtaining the necessary approvals as mentioned in the Public Announcement. In case of shares tendered in physical form, where the original share certificates are required to be split, all the documents will be returned only upon receipt of share certificates from HIL.

**Enclosures (Please tick as appropriate, if applicable)**

- ❖ Duly attested Power of Attorney, if any person apart from the shareholder, has signed the acceptance form or transfer deed(s).
- ❖ Corporate authorization in case of Companies along with Board Resolution and Specimen Signatures of Authorised Signatories.
- ❖ Duly attested Death Certificate and Succession Certificate (in case of single shareholder) in case the original shareholder has expired.
- ❖ RBI or any other regulatory body approval required to tender Shares in the Offer by NRIs and OCBs
- ❖ Others (please specify):

• I/We confirm that the equity shares of HIL, which are being tendered herewith by me/us under the Offer, are free from liens, charges and encumbrances of any kind whatsoever. I/We are not debarred from dealing in shares.

• I/We also note and understand that the Offeror will pay the purchase consideration only after verification of the documents and signatures.

• I/We authorize the Offeror and the Registrar to the Exit Offer to send by Speed Post/Registered Post or through electronic mode as may be applicable at my/our risk, crossed account payee cheques/ demand drafts/pay order or electronic transfer of funds, in full and final settlement of the amount due to me/us and/or other documents or papers or correspondence to the sole/first holder at the address mentioned above.

• I/We authorize the Offeror to accept the shares so offered which it may decide to accept in consultation with the Registrar to the Exit Offer and in terms of the Public Announcement and I/we further authorize the Offeror to return to me/us, share certificate(s)/shares in respect of which the offer is not found valid/not accepted without specifying the reasons thereof.

• I/We authorize the Offeror to accept the Equity Shares so offered or such lesser number of Equity Shares that they may decide to accept in terms of the Public Announcement and I/We authorize the Offeror to split / consolidate the share certificates comprising the shares that are not acquired to be returned to me/us and for the aforesaid purposes the Offeror is hereby authorized to do all such things and execute such documents as may be found necessary and expedient for the purpose.

• The Permanent Account No. (PAN) Allotted under the Income Tax Act, 1961 is as under

	<i>First/Sole Holder</i>	<i>Joint Holder 1</i>	<i>Joint Holder 2</i>
<b>PAN</b>			

❖ **Bank Details**

So as to avoid fraudulent encashment in transit, the shareholder(s) holding shares in physical form should provide details of bank account of the first/sole shareholder and the consideration cheque or demand draft will be drawn accordingly. Please indicate the preferred mode of receiving the payment consideration. (Please tick)

- Electronic Mode
- Physical Mode

Shareholders who opt for receiving consideration through DC/NEFT/RTGS/NECS are requested to enclose a photocopy of a cancelled cheque along with the Form of Acceptance.

<b>Particulars Required</b>	<b>Details</b>
Bank Name	
Complete Address of the Bank	
Account Type (CA/SB/NRE/NRO/Others – Please Mention)	
Account Number	
9 Digit MICR Code	
IFSC Code (for RTGS/NEFT/NECS transfers)	

Yours faithfully,  
Signed and Delivered,

<b>Signed &amp; Delivered by</b>	<b>Full Name(s) of the Shareholder</b>	<b>Signature</b>
First/Sole Holder		
Joint Holder 1		
Joint Holder 2		

Note: In case of joint holdings all must sign. In case of body corporate, the company seal should be affixed

Place:

Date:

**SHAREHOLDERS ARE REQUESTED TO NOTE THAT THE ACCEPTANCE FORMS / SHARES THAT ARE RECEIVED BY THE REGISTRAR TO THE EXIT OFFER AFTER THE CLOSURE OF THE TENDERING PERIOD i.e. AFTER 5.00 P.M. ON 11.01.2018 SHALL NOT BE ACCEPTED UNDER ANY CIRCUMSTANCES AND HENCE ARE LIABLE TO BE REJECTED.**

**FOR EQUITY SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM**

Name of the Equity Shareholder \_\_\_\_\_

Address of Equity Shareholder \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

To,

**Adroit Corporate Services Pvt. Ltd**

17-20, Jafferbhoy Industrial Estate, Makhwana Road,

Marol, Andheri East, Mumbai, Maharashtra 400059

Tel. No.: 022 42270400

Contact Person: Mr. Surendra Gawade.

**SUBJECT: HMG INDUSTRIES LIMITED-EXIT OFFER**

Dear Sirs,

**RE: CASH PAYMENTS THROUGH NECS / NEFT / BANK MANDATE**

I wish to receive my Exit Offer consideration amount and other cash proceeds electronically and accordingly, I give below my bank details, to which you may electronically credit the payment due to me against the reference folio number mentioned under point 1.

1. Ref. Folio No. :

2. Particulars of the Bank

a. Name of the Bank :

b. Branch Address :

c. 9 digit MICR Code No : 

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d. 11 digit IFSC : 

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e. CBS A/c No. \* : 

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f. Account Type :  Savings  Current  Cash Credit  
(Please Tick)

g. Ledger Folio No. (if any): of your Bank account \_\_\_\_\_

I hereby declare that the particulars given above are correct and complete; I undertake to inform any subsequent changes in the above particulars from time to time. If the payment transaction is delayed or not effected at all for any reason(s), beyond the control of the Company, I would not hold the Company responsible.

E-mail id : \_\_\_\_\_

Telephone No. : \_\_\_\_\_

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of the First Holder

- Please attach a photocopy of your cheque featuring your new CBS Account Number