

HGI/Finance & Accounts/Secretarial/24-25/11

Date: 22.05.2024

The Secretary  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
**Kolkata – 700 001**

**Sub: Intimation under regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations)**

**Ref.: a) Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)  
b. SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023 (“said circular”)**

Dear Sir/Madam,

1. As per the recommendation made by Audit Committee, the Board of Directors of the Company at their meeting held on today, i.e., 22<sup>nd</sup> May, 2024, have approved the Audited Financial Results of the Company for the quarter and year ended 31<sup>st</sup> March, 2024.
2. The Board of Directors of the Company at their meeting held today, based on the recommendation of Nomination & Remuneration Committee, have approved the appointments of:
  1. Mr. Jitendra Agarwal (DIN 06830635)
  2. Mr. Nikhil Agarwal (DIN 08558646)
  3. Mr. Rahul Goyal (DIN 06399327)

As Additional Director in Independent Category with effect from 22<sup>nd</sup> May, 2024 for a period of 5 years subject to approval of shareholders in the ensuing 80<sup>th</sup> Annual General Meeting.

Basis the disclosures received from them, it is hereby confirmed that they are not debarred from holding the office of a Director by virtue of any order passed by the SEBI or any other such authority.

**HGI Industries Limited**

Regd. Office: Industry House, 18<sup>th</sup> Floor, 10, Camac Street, Kolkata – 700017, India  
CIN: L40200WB1944PLC011754, Tel: +91 33 4455 5500/98, Fax: +91 33 4455 5537/47  
E: hgiho@adityabirla.com, W: www.hgiil.com

3. The Board of Directors of the Company at their meeting held today, based on the recommendation of Nomination & Remuneration Committee and Audit Committee, have approved the appointments of Mr. Sushil Kumar Chandak (PAN ACOPC7309L) as Chief Financial Officer of the Company w.e.f. 22nd May, 2024. He will also be a Key Managerial Personnel of the Company in terms of the provisions of the Companies Act, 2013.

Basis the disclosures received from him, it is hereby confirmed that he is not debarred from holding the office of a Chief Financial Officer by virtue of any order passed by the SEBI or any other such authority.

Brief details of above appointments as required under SEBI circular is enclosed as **Annexure A**.

4. Based on the recommendation of the Audit Committee, the Board of Directors of the Company at their meeting held today has *inter alia* considered and approved the appointment of Ashok Amit & Co Chartered Accountants (FRN: 322338E) as the Statutory Auditors of the Company for a period of 5 years, i.e., from the conclusion of 80<sup>th</sup> Annual General Meeting till the conclusion of the 85<sup>th</sup> Annual General Meeting, subject to the approval of the Shareholders.

The Meeting Commenced at 12:15 P.M. and concluded at 13:30 P.M.

The above is for your information and records.

Yours faithfully,

For **HGI Industries Limited**

**Rakesh Sharma**  
**Company Secretary**  
**A-38093**

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**SALARPURIA JAJODIA & CO.**  
Chartered Accountants

Tel. Address : "Checkchart(C)

Cal. Office : 2237 5400/5401

: 2236 0560/4562

Fax : (033) 2225 0992

E-mail : salarpuria.jajodia@rediffmail.com  
office@salarpuriajajodia.com

7, CHITTARANJAN AVENUE, KOLKATA - 700 072

**Independent Auditor's Report on the Quarterly and Year to Date Audited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

TO  
THE BOARD OF DIRECTORS of  
HGI Industries Ltd  
10, Camac Street,  
Industry House, 18<sup>th</sup> Floor  
Kolkata-700017.

**Report on the Audit of the Financial Results**

**Opinion**

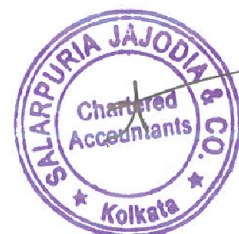
We have audited the accompanying quarterly and year to date financial results of **HGI Industries Limited** ("the company") for the quarter and year ended 31.03.2024 and the year to date results for the period from 01.04.2023 to 31.03.2024, (the Statement), attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these financial results:

- i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the net profit, (including other comprehensive income) and other financial information of the company for the quarter and year ended 31<sup>st</sup> March, 2024.

**Basis for Opinion**

We conducted our audit of the Ind AS financial results in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Ind AS Financial Results* section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Ind AS financial results.





### ***Management's Responsibilities for the Financial Results***

These quarterly financial results as well as the year to date financial results have been prepared on the basis of the annual financial statements. The management of the Company are responsible for the preparation of these financial results that give a true and fair view of the net profit and other comprehensive income of the company and other financial information in accordance with the recognition and measurement principles laid down in accordance with the Indian Accounting Standard 34, "Interim financial Reporting" prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the management are responsible for assessing the Company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The management are also responsible for overseeing the Company's financial reporting process.

### ***Auditor's Responsibilities for the Audit of the Ind AS Financial Results***

Our objectives are to obtain reasonable assurance about whether the Ind AS financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Mis-statements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial results in place and the operating effectiveness of such control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial results made by the management.





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- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial results, including the disclosures, and whether the Ind AS financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Other Matters**

The statement includes the results for the quarter ended March 31, 2024 being the balancing figure between the audited figures in respect of the full financial year ended and the published unaudited year to date figured up to third quarter of the current financial year, which were subjected to a limited review by us.

*For Salarpuria Jajodia & Co.*  
**Chartered Accountants**  
(Firm ICAI Regd. No.302111E)

**Anand Prakash**

Chartered Accountant  
Membership No.-56485  
Partner

UDIN : 24056485BK6YEE8050

Place : Kolkata

Date : 22.05.2024



(₹ in Thousands)

PARTICULARS	QUARTER ENDED			ACCOUNTING YEAR ENDED 31.03.2024 (AUDITED)	PREVIOUS ACCOUNTING YEAR ENDED 31.03.2023 (AUDITED)
	31.03.2024 (AUDITED)	31.12.2023 (UNAUDITED)	31.03.2023 (AUDITED)		
1. Income From Operations					
(a) Gross Sales/Income From Operations	-	-	-	-	-
(b) Other Operating Income	-	-	-	-	-
<b>Total income from operations</b>	-	-	-	-	-
2. Other Income	631	624	546	3,522	2,107
<b>Total Income</b>	<b>631</b>	<b>624</b>	<b>546</b>	<b>3,522</b>	<b>2,107</b>
3. Expenses					
(a) Employees benefit expense	338	375	460	1,563	1,419
(b) Legal & Professional Charges	15	44	53	131	178
(c) Subscription	-	-	-	58	58
(d) Rates & Taxes	36	19	23	98	97
(e) Repairs & Maintainance	17	18	17	70	70
(f) Director sitting fees	6	31	26	98	112
(g) Auditors' Remuneration	32	32	32	127	129
(h) Depreciation and amortisation expense	4	4	4	16	16
(i) Other Expenditure	3	16	19	132	84
<b>Total expenses</b>	<b>451</b>	<b>539</b>	<b>634</b>	<b>2,293</b>	<b>2,163</b>
4. Profit/(Loss) before exeptional items and tax (2-3)	180	85	(88)	1,229	(56)
5. Exceptional Items	-	-	-	-	-
6. Profit/(Loss) before tax (PBT) (4-5)	180	85	(88)	1,229	(56)
7. Tax Expense	-	-	-	-	-
8. Net Profit/(Loss) after tax for the period (PAT) (6-7)	180	85	(88)	1,229	(56)
9. Other Comprehensive Income for the period (Net of Tax)	23,665	-	21,295	23,665	21,295
10.Total Comprehensive Income for the period (comprising profit and other comprehensive Income) (8+9)	23,845	85	21,207	24,894	21,239
11. Paid-up equity share capital (Face Value of ₹ 10/- Each)	37,877	37,877	37,877	37,877	37,877
12. Other Equity Excluding Revaluation Reserve				92,222	67,328
13. Basic and Diluted Earning Per Share (Face Value of ₹ 10/- Per Share) (In ₹)					
Basic and Diluted EPS	0.05	0.02	(0.02)	0.32	(0.01)
	(Not Annualised)	(Not Annualised)	(Not Annualised)	(Annualised)	(Annualised)



*J*



## Notes:

- (i) Statement of assets and liabilities as at 31st March, 2024 as per Regulation 33(3)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(₹ in Thousands)

Particulars	As at 31st March, 2024 (Audited)	As at 31st March, 2023 (Audited)
<b>I ASSETS</b>		
1) Non-Current Assets		
a) Property, Plant and Equipment	396	537
b) Financial Assets		
i) Investments	140,334	110,457
ii) Other Financial Assets	18,580	16,931
c) Other Assets	771	771
	<b>160,081</b>	<b>128,696</b>
2) Current Assets		
a) Financial Assets		
i) Cash and Cash Equivalents	386	861
ii) Other Bank Balances	626	197
iii) Other Financial Assets	123	115
b) Current Tax Assets (Net)	288	255
c) Other Assets	296	220
	<b>1,719</b>	<b>1,648</b>
<b>Total Assets</b>	<b>161,800</b>	<b>130,344</b>
<b>II EQUITY AND LIABILITIES</b>		
1) Equity		
a) Equity Share Capital	37,877	37,877
b) Other Equity	92,222	67,328
<b>Total Equity</b>	<b>130,099</b>	<b>105,205</b>
2) Liabilities		
i) Non-Current Liabilities		
a) Financial Liabilities		
Other Financial Liabilities	400	400
b) Provisions	213	89
c) Deferred Tax Liability (Net)	29,138	22,926
	<b>29,751</b>	<b>23,415</b>
ii) Current Liabilities		
a) Financial Liabilities		
Trade Payables		
-Total outstanding dues of micro enterprises and small enterprises	-	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	833	605
b) Other Liabilities	1,117	1,119
	<b>1,950</b>	<b>1,724</b>
<b>Total Liabilities</b>	<b>31,701</b>	<b>25,139</b>
<b>Total Equity and Liabilities</b>	<b>161,800</b>	<b>130,344</b>



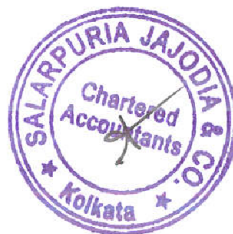
## (ii) Statement of cash flow for the year ended 31st March, 2024

(₹ in Thousands)

Particulars	Year ended 31.03.2024 (Audited)	Year ended 31.03.2023 (Audited)
<b>(A) Cash Flow from Operating Activities:</b>		
Profit/(Loss) before tax	1,229	(56)
Add: Adjustments for :		
Depreciation	16	16
Profit on sale of Property, Plant and Equipment	(1,075)	-
Interest Income	(1,229)	(907)
	(1,059)	(947)
Operating Profit before Working Capital changes		
Increase/(Decrease) in Trade Payables	228	(65)
Increase/(Decrease) in Other Current Liabilities	(2)	10
Increase/(Decrease) in Non-Current Provisions	124	89
Decrease/(Increase) in Other Current Assets	(76)	104
Cash Generation from / (Used in) operations	(785)	(809)
Direct Tax ( Payments) / Refunds	(33)	(26)
<b>Net Cash From / (Used in) Operating Activities</b>	<b>(818)</b>	<b>(835)</b>
<b>(B) Cash Flow from Investing Activities:</b>		
Sale of Property, Plant and Equipment	1,200	-
Interest received	1,221	878
Fixed Deposits Matured	1,363	1,962
Fixed Deposits made during the year	(3,441)	(1,373)
<b>Net Cash From / (Used in) Investing Activities</b>	<b>343</b>	<b>1,467</b>
<b>(C) Cash Flow from Financing Activities:</b>		
Other Borrowing Costs	-	-
<b>Net Cash From / (Used in) in Financing Activities</b>	<b>-</b>	<b>-</b>
<b>Net Increase / (Decrease) in cash and cash equivalents (A+B+C)</b>	<b>(475)</b>	<b>632</b>
<b>Cash and Cash equivalents at the beginning of the period</b>	<b>861</b>	<b>229</b>
<b>Cash and Cash equivalents at the end of the period</b>	<b>386</b>	<b>861</b>

- (iii) The figures for the quarter ended March 31, 2024 represents the derived figures between the audited figures in respect of the year ended 31st March, 2024 and the unaudited published period to date figures upto 31st December, 2023 being the date of the end of the third quarter of the current year end which were subjected to a limited review.
- (iv) The above results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on 22nd May, 2024.
- (v) In terms of Ind AS - 12 "Accounting for Taxes on Income", Deferred Tax Asset has not been recognised in respect of carry forward losses and depreciation in the accounts, in the absence of convincing evidence that sufficient taxable profits will be available in future against which the aforesaid deferred tax asset may be realised.
- (vi) Other Comprehensive Income (OCI) comprises of change in the fair value of Equity Investments not held for trade.
- (vii) Since the Company has currently no reportable business segment and the Company operates in a single geographical segment, there are no additional disclosures to be provided under Ind AS 108, 'Operating Segments'.
- (viii) Previous years / periods' figures have been rearranged/regrouped/reclassified, wherever necessary, to make them comparable with those of current year/period.

Place: Kolkata  
Date: 22nd May, 2024



By Order of the Board

Jyoti Prakash Kanoria  
Director  
DIN: 00225761

ADITYA BIRLA



Date: 22.05.2024

The Secretary  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
**Kolkata – 700 001**

Dear Sir/ Madam,

**Sub: Declaration pursuant to Regulation 33(3)(d) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

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With reference to the above, we hereby declare and confirm that the Audit Report issued by M/s Salarpuria Jajodia & Co., (Firm Registration No. : 302111E), Chartered Accountants, Statutory Auditors of the Company, on the Annual Audited Financial Results for the year ended 31<sup>st</sup> March, 2024 is unmodified.

Thanking you,

Yours faithfully,

For **HGI Industries Limited**

**Sushil Kumar Chandak**  
Chief Financial Officer



HGI Industries Limited

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**Annexure A**

**1. Mr. Jitendra Kumar Agarwal**

<b>Sr. No.</b>	<b>Particular</b>	<b>Details</b>
1	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Mr. Jitendra Kumar Agarwal as an Additional Director in Independent category
2	Date of appointment	With effect from 22 <sup>nd</sup> May, 2024
3	Term of appointment	Term of five consecutive years with effect from 22 <sup>nd</sup> May, 2024 till 21 <sup>st</sup> May, 2029 (both days inclusive)
4	Brief profile (in case of appointment)	<p>Mr. Jitendra Kr Agarwal is a Chartered Accountant from the Institute of Chartered Accountants of India and B.Com (H) from St. Xavier's College, Calcutta University.</p> <p>He has over 3 decades of rich &amp; comprehensive experience backed by benchmark competencies in the areas of Bank audits, management consultancy, Taxation, Finance, Strategic &amp; Tactical Planning, Risk Management, and Corporate Governance etc</p>
5	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Jitendra Agarwal is not related to any Director on the Board or Key Managerial Personnel of the Company.

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## 2. Mr. Nikhil Agarwal

Sr. No.	Particular	Details
1	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Mr. Nikhil Agarwal as an Additional Director in Independent category
2	Date of appointment	With effect from 22 <sup>nd</sup> May, 2024
3	Term of appointment	Term of five consecutive years with effect from 22 <sup>nd</sup> May, 2024 till 21 <sup>st</sup> May, 2029 (both days inclusive)
4	Brief profile (in case of appointment)	<p>Mr. Nikhil Agarwal is a commerce graduate from the university of Calcutta and a Chartered Account with an experience of more the 10 years. Mr. Agarwal is Partner of NNG &amp; Co – Chartered Accountants and having deep understanding of the subject viz. Accounting, Taxation and Finance.</p> <p>He has expertise in the matters related to FEMA Compliances including FDI, ODI, ECB, Foreign Remittances and NRI Taxation and Setting up business (legal entities) outside India</p>
5	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Nikhil Agarwal is not related to any Director on the Board or Key Managerial Personnel of the Company.

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### 3. Mr. Rahul Goyal

Sr. No.	Particular	Details
1	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Mr. Rahul Goyal as an Additional Director in Independent category
2	Date of appointment	With effect from 22 <sup>nd</sup> May, 2024
3	Term of appointment	Term of five consecutive years with effect from 22 <sup>nd</sup> May, 2024 till 21 <sup>st</sup> May, 2029 (both days inclusive)
4	Brief profile (in case of appointment)	<p>Mr. Rahul Goyal stands out as a distinguished Chartered Accountant with more than a decade experience, complemented by a multitude of additional certifications, which enrich his expertise across various dimensions of the financial landscape.</p> <p>Having set his own practice, Rahul's proficiency extends to both small and large business finance and his command over the subject viz. tax laws, regulations, and compliance frameworks is commendable.</p> <p>In addition to the above Mr. Goyal has expertise in the matters related to Registrar of Companies, risk management, internal controls etc.</p>
5	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Rahul Goyal is not related to any Director on the Board or Key Managerial Personnel of the Company.

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### Mr. Sushil Kumar Chandak

Sr. No.	Particular	Details
1	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Mr. Sushil Kumar Chandak as Chief Financial Officer and Key Managerial Personnel of the Company
2	Date of appointment	With effect from 22 <sup>nd</sup> May, 2024
3	Term of appointment	Not Applicable
4	Brief profile (in case of appointment)	Mr. Sushil Kumar Chandak is Commerce Graduate from Calcutta University. He has also qualified Company Secretary (Inter level) from The Institute of Company Secretaries of India, New Delhi. He is associated with Aditya Birla Group for more than 40years in various roles and capacity. He has rich experience in Accounts, Finance and Secretarial matters.
5	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Sushil Kumar Chandak is not related to any Director on the Board or Key Managerial Personnel of the Company.

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