

To
The Manager-DCS
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

31st August, 2017

The Manager - Listing
SYMBOL; HINDCOMPOS
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, 'G' Block
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Dear Sir,

Ref.: Scrip Code: 509635
Sub: Technical Assistance Agreement

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has signed a Long Term Technical Assistance Agreement with TBK Co. Ltd., headquartered in Tokyo, Japan to obtain technical assistance for manufacture of commercial vehicle brake friction materials in India. TBK Co. Ltd. controls about 70% market share for heavy and medium duty commercial vehicle brakes in Japan.

Further, required disclosures as per Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed as **Annexure-A**.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For Hindustan Composites Limited



Amit Goenka
VP - Finance and Company Secretary



Encl.: As stated above

Regional Sales Offices

East : 29, Ganesh Chandra Avenue, Bando House, Room No. 207, 2nd Floor, Kolkata - 700 013 • Tel.: 91-33-2236078 • Fax: 91-33-22360788

West : B-11, Paragon Condominium, 1st Floor, P. B. Marg, Worli, Mumbai - 400 013 • Tel. : 91-22-2495 1355 • Fax: 91-22-2495 1365

North : 401, Rohit House, 3 - Tolstoy Marg, New Delhi - 110 001 • Tel. : 91-11-2331 3845 • Fax: 91-11-23313846

South: New No. 931, Old No. 478, Ramaniyam Citadel Apartment, 2nd Floor, Poonamallee High Road, Arumbakkam, Chennai - 600 106 • Tel.: 91-44-2363 3722

Annexure - A

Details pertaining to Technical Assistance Agreement entered with TBK Co. Ltd. pursuant to Regulation 30(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as follows:

- a) Name(s) of Parties with whom the agreement is entered: TBK Co. Ltd., a public Limited Company incorporated in Japan with global operations and with the largest equity holding by ISUZU Motor Ltd., Japan.
- b) Purpose of entering into the agreement: To obtain technical assistance for manufacture of commercial vehicle brake friction materials, in India.
- c) Size of agreement: Not ascertainable, as this is a technical assistance agreement on royalty basis.
- d) Shareholding, if any, in the entity with whom the agreement is executed: Not applicable.
- e) Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.: On royalty basis accruing to the Japanese partner, no other rights.
- f) Whether, the said parties are related to promoter/promoter group/group companies in any manner. If yes, nature of relationship: No.
- g) Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length": No.
- h) In case of issuance of shares to the parties, details of issue price, class of shares issued: Not applicable.
- i) In case of loan agreements details of lender, nature of the loan, total amount of loan granted, total amount outstanding, date of execution of loan agreement/ sanction letter, details of the security provided to the lenders for such loan: Not applicable.
- j) Any other disclosure related to such agreement viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements etc.: Not applicable.
- k) In case of termination or amendments of agreement, listed entity shall disclose additional details to the stock exchange(s): Not applicable.
 - i. Name of parties to the agreement:
 - ii. Nature of agreement:
 - iii. Date of execution of agreement:
 - iv. Details of amendment and impact thereof or reasons of termination and impact thereof:

