



# HINDUSTAN WIRES LIMITED

**Regd. Office :**

3A, Shakespeare Sarani (5th Floor)  
Kolkata - 700 071

Phone : (033) 2282-3586  
Telefax : (91-033) 2282-3585  
E-mail : ho@hwlgas.com  
Website : www.hwlgas.com

**CIN : L27106WB1959PLC024177**

HWL/  
May 27, 2014

Mr. J.S. Baijal  
224, Sec-15A,  
Noida, U.P.

**Sub: Letter of Appointment as Additional Director (Non-Executive & Independent).**

Dear Sir,

We welcome you on the Board of our Directors as Non-Executive Independent Director. Your appointment as Additional Director was considered and approved in the Board Meeting held on 27-05-2014 to hold office upto the date of ensuing AGM. We have also received your consent to act as a Director U/s 152(5) of the Companies Act, 2013. As per the Companies Act, 2013 and rules made there under an Independent Director can be appointed in the first term for 5 years subject to approval of his appointment in the General Meeting. The terms and conditions of your appointment are as follows:

1. The appointment is for a period of 5 years on non-rotational basis subject to approval of the members of the Company at the ensuing Annual General Meeting.
2. You will be entitled for a sitting Fees of Rs. 6000/-(Subject to deduction of TDS) for attending meetings of Board of Directors.
3. You will be entitled for a sitting Fees of Rs. 6000/-(Subject to deduction of TDS) for attending meetings of Committee of Directors.
4. You will also be reimbursed conveyance and out of pocket expenses for attending meetings.

You shall also abide by the Code of Independent Directors specified in Schedule IV to the Companies Act, 2013. It may be added here that the Code is a guide for professional conduct for Independent Directors.



# HINDUSTAN WIRES LIMITED

**Regd. Office :**

3A, Shakespeare Sarani (5th Floor)  
Kolkata - 700 071

Phone : (033) 2282-3586  
Telefax : (91-033) 2282-3585  
E-mail : ho@hwlgas.com  
Website : www.hwlgas.com

**CIN : L27106WB1959PLC024177**

We are also enclosing a copy of Business Conduct and Ethics for the Directors and Sr. Management of the Company.

You are aware that in accordance with the Provisions of Section 177 of the Companies Act, 2013 the Company has adopted at his meeting held on 27-05-2014 a Whistle Blower Policy/Vigil Mechanism which is also available on the Company's website.

You are also requested to kindly intimate us the changes in your status of Independence, if it occurs during the tenure of your office as Independent Director of our Company.

The Board of Directors takes your appointment as privilege to have your valuable advice and guidance in discharging their duties during the tenure of your directorship.

Please confirm your acceptance to the above by signing a copy of the letter.

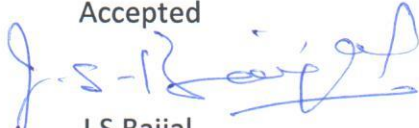
Thanking you

Yours faithfully  
For & on behalf of Board of Hindustan Wires Limited

  
R.K. Gupta  
(Executive Director)

DIN NO: 00423525  
Address: H.N. 457, Sector-15  
Faridabad -121007  
Haryana

Accepted

  
J.S. Baijal

Director

DIN NO: 00049565  
Address: 224, Sec-15A  
Noida, U.P.