



Date: 08th March, 2017

The National Stock Exchange of India Limited
Listing Department
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

BSE Limited
Department of Corporate Services
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Company symbol: HINDALCO

Security code no.: 500440

Sub: Proposed qualified institutions placement of 17,68,27,659 equity shares of face value Re.1 each (the "Equity Shares") by Hindalco Industries Limited (the "Company") under the provisions of Chapter VIII of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI ICDR Regulations"), and Section 42 of the Companies Act, 2013 (including the rules made thereunder) (the "QIP")

Dear Sir/ Madam,

Please refer to our letters dated 02nd March, 2017 intimating you about the opening of the QIP and the meeting of the Capital Raising Committee (the "Committee") to be held on or after 07th March, 2017 in respect of the QIP.

We wish to inform you that in respect of the QIP, the Capital Raising Committee of the Company at its meeting held today i.e. 08th March, 2017 has, *inter alia*, passed the following resolutions:

- a. Approved the closure of the issue period for the QIP today i.e. 08th March, 2017;
- b. Determined and approved the Issue price of Rs. 189.45/- per Equity Share (including a premium of Rs. 188.45/- per Equity Share).
[The Floor Price is Rs. 184.45/- per Equity Share determined as per the formula prescribed under Regulation 85(1) of the SEBI ICDR Regulations for the Equity Shares to be allotted to eligible qualified institutional buyers in the QIP]; and
- c. Approved and adopted the placement document dated 08th March, 2017, in connection with the QIP.

We request you to take the above on record and the same be treated as compliance under the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours Faithfully,
For Hindalco Industries Limited

Anil Malik
President & Company Secretary



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Hindalco Industries Limited

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Corporate ID No.: L27020MH1958PLC011238



EXTRACT OF THE MINUTES OF THE MEETING OF THE CAPITAL RAISING COMMITTEE OF THE BOARD OF DIRECTORS OF HINDALCO INDUSTRIES LIMITED (“THE COMPANY”) HELD ON WEDNESDAY, 08TH MARCH, 2017 AT MUMBAI – 400 030.

Authorising the closure of the Qualified Institutions Placement of Equity Shares and approving and adopting the final price at which the equity shares would be issued pursuant to the Qualified Institutional Placement.

A. ISSUE CLOSING

“**RESOLVED THAT** in respect of the issue of equity shares of face value of Re. 1/- each (“**Equity Shares**”) of Hindalco Industries Limited (the “**Company**”) to qualified institutional buyers pursuant to a Qualified Institutions Placement in terms of the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the “**SEBI ICDR Regulations**”), and Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the “**Issue**”) and as opened pursuant to the resolution passed by the Committee at its meeting dated 02nd March, 2017, the Issue be and is hereby declared to be closed on the date of this resolution with immediate effect.”

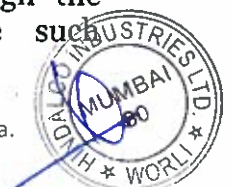
B. ISSUE PRICE

“**RESOLVED FURTHER THAT** an issue price of Rs. 189.45 per Equity Share (the “**Issue Price**”) determined pursuant to Regulation 85 of the SEBI ICDR Regulations or any other provision of the SEBI ICDR Regulations in respect of the Issue be and is hereby approved.”

C. PLACEMENT DOCUMENT

“**RESOLVED THAT** the draft of the Placement Document, a copy of which was placed before the Committee, duly initialled by the Company Secretary for the purpose of identification, be and is hereby adopted and approved for filing with the Stock Exchanges where the Equity Shares of the Company to be allotted in the Issue are to be listed, the Registrar of Companies, the Securities and Exchange Board of India (“**SEBI**”) and any other regulatory authority, as may be required under applicable laws.”

“**RESOLVED FURTHER** that the directors of the Company, Mr. Satish Pai: Managing Director and Mr. Praveen Kumar Maheshwari: Whole Time Director & Chief Financial Officer are hereby authorized to sign the Placement Document on behalf of the Company, provide such



confirmations and declarations on behalf of the Company as may be required in relation to the Placement Document that they deem fit and make any changes to the Placement Document that they, in their absolute discretion, think fit and also to effect and/ or carry out such alterations, additions, omissions, variations, amendments or corrections in the Placement Document as may be necessary or desirable in connection with the Issue.”

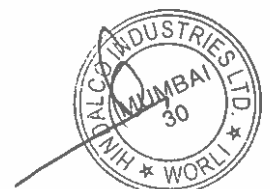
“RESOLVED FURTHER THAT Mr. Anil Malik: President & Company Secretary, Mr. Shrikant Turalkar: Associate Vice President, Ms. Sunita Narayan: Manager and Ms. Sayali Patkar: Asst. Manager be and are hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolutions, including but not limited to delivering the Placement Document to the Stock Exchanges and filing the Placement Document along with other documents as required under the Companies Act, including the records and other particulars of the QIBs to whom the offer is made in the Issue with the Registrar of Companies, Maharashtra at Mumbai and the Securities and Exchange Board of India, intimating the Stock Exchanges in relation to the above and filing of applications for seeking listing and trading permissions in respect of the Issue and making other statutory and regulatory filings, as required, and to affix the Common Seal on all necessary documents, as required, in terms of the provisions of the Articles of Association of the Company, the SEBI Regulations, the Companies Act and the Companies (Prospectus and Allotment of Securities) Rules, 2014.”

D. APPROVAL OF THE CONFIRMATION OF ALLOCATION NOTE

“RESOLVED FURTHER THAT draft of the confirmation of allocation note (“CAN”) tabled at the meeting be and are hereby approved.”

“RESOLVED FURTHER THAT Mr. Anil Malik: President & Company Secretary, Mr. Shrikant Turalkar: Associate Vice President, Ms. Sunita Narayan: Manager and Ms. Sayali Patkar: Asst. Manager be and are hereby severally authorised to finalise, settle, approve execute and deliver the form of pricing notification, the CAN and any other document in connection with the Issue, including any modification(s) or amendment(s) thereto, if any, and to do all such acts, deeds, matters and things as may be required to give effect to the above resolution, including all such acts, deeds, matters and things as may be required by the BSE Limited, the National Stock Exchange of India Limited, the Securities and Exchange Board of India, the Registrar of Companies or any other governmental or regulatory authority in connection with the Issue.”

“RESOLVED FURTHER THAT the serially numbered Placement Document, together with the serially numbered CANs, be sent to such eligible qualified institutional buyers to whom the allocation of the Equity Shares is to be confirmed, to pay the entire Issue Price for the Equity Shares allocated.”



“RESOLVED FURTHER THAT the Company Secretary is authorized to keep the record of private placement offer in Form PAS 5 as per the provisions of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended.”

“RESOLVED FURTHER THAT the Common Seal of the Company, if required to be affixed in India on any agreement, undertakings, deed or other document or writings, the same be affixed in the presence of any one Director and Company Secretary who shall sign the same in token thereof (in accordance with the Articles of Association of the Company).”

“RESOLVED FURTHER THAT the Company Secretary is authorized to certify the true copy of the aforesaid resolutions and forward the same to the BSE Limited, the National Stock Exchange of India Limited and/or other concerned person or authorities for their record and necessary action.”

CERTIFIED TRUE COPY

For HINDALCO INDUSTRIES LIMITED



ANIL MALIK
PRESIDENT &
COMPANY SECRETARY