

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR HINDALCO LIMITED

To,

To,

The Chairman,

HINDALCO Industries Limited

Registered Office: Century Bhavan 3rd Floor

Dr. Annie Besant Road

Worli Mumbai 400030

Sub: Passing of Resolution through electronic voting, physical ballot paper sent along with the Notice of the AGM AND poll conducted at the 55th Annual General Meeting ("AGM") of Hindalco Industries Limited held on Wednesday September 24, 2014 at 2.30 P.M At Ravindra Natya Mandir, P.L Deshpande Maharashtra Kala Academy, Prabhadevi Mumbai 400025

The Company had appointed me as a Scrutinizer to scrutinize the e-voting process together with voting through the assent / dissent form in physical mode and also for the Poll held at the 55th AGM of the Company held on the September 24, 2014.

The e-voting was held between September 15, and September 17, 2014. Receipt of the assent / dissent form from those shareholders who did not have access to e-voting facility was made available up to the closure of e-voting period on September 17, 2014.

The Company had appointed National Securities Depositories Limited., (NSDL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 15, to September 17, 2014. The Company had also sent a Ballot form to enable the shareholders to give their assent / dissent to the Resolutions placed for consideration for the approval of the shareholders in the said AGM. The Company has its own In-House facility for handling the Share Registry work. The e-voting results were unblocked by me on September 17, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizers report dated September 19, 2014 attached herewith marked Annexure 1.

At the 55th AGM of the Company held on September 24, 2014, the Chairman of the Company had suo-moto i.e. on his own motion ordered for a Poll under Section 109 of the Companies Act, 2013, to facilitate the members present in the AGM who could not participate in the e-voting or could not cast their votes physically through the assent / dissent form, to record their votes through the poll process. The Chairman of the Company had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers report in form MGT 13 dated September 24, 2014 marked Annexure 2



The results of the E-voting, together with the votes casted through assent / dissent form and of the Poll are as under:

Number of members who cast their votes through e-voting, Ballot paper and Poll at the meeting	Total number of votes cast by them.	Total number of Valid votes				
918	1346053558	Various as mentioned under each resolution				
Item no of AGM Notice	Method of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		Nos.	%	Nos.	%	
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1228554544	99.999	9879	0.001	12728181
	Poll	103441772	98.741	1319182	1.259	0
	TOTAL	1331996316	99.9	1329061	0.1	12728181
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1240995683	99.999	6356	0.001	290565
	Poll	104760954	100	0	0	0
	TOTAL	1345756637	99.999	6356	0.001	290565
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1079865391	87.015	161143622	12.985	283591
	Poll	10316188	9.86	94305558	90.140	139208
	TOTAL	1090181579	81.016	255449180	18.984	422799
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1231297639	99.218	9710793	0.782	284172
	Poll	104659140	99.903	101814	0.097	0
	TOTAL	1335956779	99.271	9812607	0.729	284172
Item No. 5 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1212804812	99.116	10819603	0.884	17668189
	Poll	104760954	100	0	0	0
	TOTAL	1317565766	99.186	10819603	0.814	17668189
Item No. 6 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1207799415	98.322	20608852	1.678	12884337
	Poll	104003284	99.277	757670	0.723	0
	TOTAL	1311802699	98.397	21366522	1.603	12884337
Item No. 7 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1064175962	85.751	176830315	14.249	286327
	Poll	9762146	9.318	94998808	90.682	0
	TOTAL	1073938108	79.801	271829123	20.199	286327



Item No. 8 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1235794614	99.58	5212962	0.42	285028
	Poll	104760954	100	0	0	0
	TOTAL	1340555568	99.613	5212962	0.387	285028
Item No. 9 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1240301875	99.943	705630	0.057	285099
	Poll	104760954	100	0	0	0
	TOTAL	1345062829	99.948	705630	0.052	285099
Item No. 10 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1240995653	99.999	11269	0.001	285682
	Poll	104658855	99.903	101814	0.097	285
	TOTAL	1345654508	99.992	113083	0.008	285967
Item No. 11 of the Notice (As an Ordinary Resolution)	E-voting & assent / dissent form	1238145418	99.769	2861128	0.231	286058
	Poll	104760954	100	0	0	0
	TOTAL	1342906372	99.787	2861128	0.213	286058
Item No. 12 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1218730037	98.79	14931560	1.21	7631007
	Poll	104368762	99.626	392192	0.374	0
	TOTAL	1323098799	98.855	15323752	1.145	7631007
Item No. 13 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1240995440	99.999	12279	0.001	284885
	Poll	104760954	100	0	0	0
	TOTAL	1345756394	99.999	12279	0.001	284885
Item No. 14 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1240993561	99.999	14821	0.001	284222
	Poll	104760954	100	0	0	0
	TOTAL	1345754515	99.999	14821	0.001	284222
Item No. 15 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1240953860	99.997	36953	0.003	301791
	Poll	104760954	100	0	0	0
	TOTAL	1345714814	99.997	36953	0.003	301791
Item No. 16 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1217434365	98.1	23573387	1.9	284852
	Poll	104590763	99.838	170191	0.162	0
	TOTAL	1322025128	98.236	23743578	1.764	284852
Item No. 17 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1240983751	99.998	24022	0.002	284831
	Poll	104760954	100	0	0	0
	TOTAL	1345744705	99.998	24022	0.002	284831
Item No. 18 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1240978756	99.998	20375	0.002	293473
	Poll	104760954	100	0	0	0
	TOTAL	1345739710	99.998	20375	0.002	293473



Item No. 19 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1240984638	99.998	23324	0.002	284642
	Poll	104760954	100	0	0	0
	TOTAL	1345745592	99.999	23324	0.001	284642
Item No. 20 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1217431740	98.1	23576873	1.9	283991
	Poll	96687826	92.294	8073128	7.706	0
	TOTAL	1314119566	97.648	31650001	2.352	283991
Item No. 21 of the Notice (As a Special Resolution)	E-voting & assent / dissent form	1217431865	98.1	23576359	1.9	284380
	Poll	104590763	99.838	170191	0.162	0
	TOTAL	1322022628	98.235	23746550	1.765	284380

All the Resolutions stands passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,

Yours Faithfully

For BN & Associates

Company Secretaries



[Handwritten Signature]

CS B Narasimhan

Place: MUMBAI

Date: September 25, 2014

(Proprietor)

Membership no: FCS No 1303 COP No 10440