

24th August, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai: 400 001 Scrip Code: 500440	National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (East) Mumbai – 400 051 Scrip Code: HINDALCO
Mr. Daniel Schammo Banque Internationale A Luxembourg Societe Anonyme 69, Route d'Esch L-2953 Luxembourg Fax No. 00 352 4590 2010 Tel. No. 00 352 4590-1	

Dear Sir,

Sub: 62nd Annual General Meeting Voting Result and Srutinizer Report of Hindalco Industries Limited ('the Company')

Re: Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Section 108 of the Companies Act, 2013(" the Act")

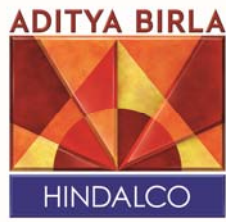
The Company's 62nd Annual General Meeting ("AGM") was held on 23rd August, 2021 at 03:00 p.m through Video Conferencing /Other Audio Visual Means(OVAM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

In terms of the provisions of the Act and the Rules made thereunder and provisions of Listing Regulations the Company had provided remote e-voting facility and facility at the AGM. Mr. B.Narasimhan, Company Secretary, BN & Associates, Company Secretaries was appointed as Srutinizer to scrutinize the remote e-voting process and voting at the AGM.

All the resolutions as set out in the notice of the AGM have been duly approved by the shareholders with requisite majority.

Hindalco Industries Limited

6th & 7th Floor, Birla Centurion, Pandurang Budhkar Marg, Worli, Mumbai – 400030, India
T:+91 22 66626666/62610555 | F:+912262610400/62610500 | W: www.hindalco.com
Registered Office : Ahura Centre, 1st Floor, B wing, Mahakali Caves Road, Andheri (East), Mumbai – 400093, India
Corporate ID No: L27020MH1958PLC011238



In this regard please find enclosed herewith the following :

1. Report of the Scrutinizer dated 23rd August, 2021 (Annexure I)
2. Voting Results as required under Regulation 44(3) of the Listing Regulations (Annexure II)

Thanking you,

Yours faithfully,

For **Hindalco Industries Limited**

Anil Malik
President & Company Secretary

Encl: As above

Combined Scrutinizer's Report

To,
The Chairman
Hindalco Industries Limited
1st Floor, "B' Wing, Ahura Centre,
Mahakali Caves Road,
Andheri (East) Mumbai 400 093

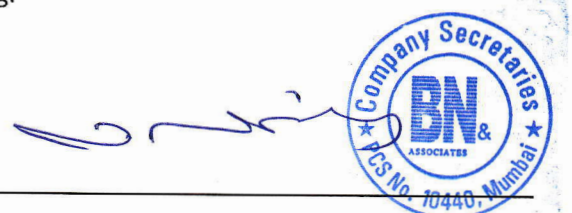
Sub: Passing of Resolution(s) through remote e-voting and voting electronically at the 62nd Annual General Meeting ("AGM") of *Hindalco Industries Limited* held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on Monday 23rd August 2021, at 3.00 pm pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020, General Circular no 20/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 read with circular dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS".

The Board of Directors of Hindalco Industries Limited (*hereinafter referred to as the "Company"*) at its meeting held on 2nd July, 2021 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations") as amended by the "MCA & SEBI CIRCULARS" issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. **The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.** I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the **MCA & SEBI Circulars**.

As mentioned in the Notice the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

Report on Scrutiny:

- The Company had appointed National Securities Depository Limited ('NSDL') as the **Service provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the meeting.



- Hindalco are themselves the Registrar and Transfer Agent ('RTA').
- The Service Provider had provided a system for recording the votes of the members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 62nd AGM of the Company, which was held on Monday 23rd August, 2021.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also it's Service Provider and also on the websites of Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited to facilitate their Members to cast their vote through Remote E-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by NSDL, the service provider .
- As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking members who have not registered their email ids with the Company or with the respective Depository Participant(s) viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were **considered for sending** the Notice of the AGM and Annual Report 2020-21.
- The service provider had sent the Notice of the AGM along with Annual Report 2020-21 and E-voting details by email to 4,02,795 Members, whose email Ids were made available by the Depositories or were registered with the Company. For those Members whose email ids were not available / registered, the Notice of the AGM along with Annual Report 2020-21 could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the **MCA & SEBI CIRCULARS**.
- The Company completed the dispatch of Notice of AGM and Annual Report 2020-21 by email to the Members by 30th July, 2021.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Saturday 14th August, 2021.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days from Friday, 20th August, 2021 at 9.00 A.M. to Sunday 22nd August, 2021 at 5:00 P.M.
- As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the **MCA & SEBI CIRCULARS**, the Company had released an advertisement



prior to sending Notice of AGM to the Members which was published in English in 'Business Standard' newspaper having countrywide circulation dated 26th July, 2021, and in Marathi in 'Navshakti' Newspaper, Mumbai edition dated 26th July, 2021. The Notice of AGM contained the required information as provided under clause IV (a) to (f) of the said circular.

- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement, which was published 21 days before the date of the AGM in English in 'Business Standard' newspaper having country-wide circulation dated 31st July 2021, and in Marathi in 'Navshakti' newspaper dated 31st July 2021. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on 22nd August 2021 at 5.00 P.M., the voting portal of the service provider was blocked forthwith.
- NSDL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting.
- At the 62nd AGM of the Company held through VC / OAVM, on Monday, 23rd August, 2021, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who are attending the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes. On 23rd August 2021, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. R Mahesh and Ms. Saroj Narasimhan who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.
- Thereafter, I as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows :

The results of the Remote E-voting together with that of the voting conducted at the AGM by way of Electronic means are as under:

Details	Remote E-voting	Voting through electronic means at AGM	Total voting
Number of members who cast their votes	1,976	19	1,995
Total number of Shares held by them	191,56,98,055	2,629	191,57,00,684
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Abstained less voted	Various as mentioned under each of the Resolution		
Invalid votes	NIL		

Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.



2. The votes are considered invalid on account of abstained from voting or voting for lesser number of shares than actually held as on the cut off date.

ORDINARY BUSINESS

I) Item No. 1 of the Notice (As an Ordinary Resolution):

Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2021, the Reports of Directors' and Auditors' thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	188,37,04,508	99.972	5,19,833	0.028	3,14,76,343

Item No. 1 of Notice stands passed with the requisite majority

II) Item No. 2 of the Notice (as an Ordinary Resolution)

To declare dividend on equity shares for the year ended 31st March 2021.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	190,64,36,754	99.999	611	0.001	92,63,319

Item No. 2 of Notice stands passed with the requisite majority.

III) Item No. 3 of the Notice (as a Special Resolution)

To appoint a Director in place of Mr. Askaran Agarwala (DIN: 00023684), who retires by rotation and, being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	140,69,30,017	82.988	28,84,20,524	17.012	22,03,50,143



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Item No. 3 of Notice stands passed with the requisite majority.

SPECIAL BUSINESS

IV) Item No. 4 of the Notice (as an Ordinary Resolution)

To ratify the remuneration of the Cost Auditors for the financial year ending 31st march 2022.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	190,63,02,924	99.999	7,718	0.001	93,90,042

Item No. 4 of Notice stands passed with the requisite majority.

V) Item No. 5 of the Notice (as an Ordinary Resolution)

To re-appoint Mr. Satish Pai (DIN 06646758) as the Managing Director

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	162,41,30,596	85.210	28,19,10,374	14.790	96,59,714

Item No. 5 of Notice stands passed with the requisite majority.

VI) Item No. 6 of the Notice (as an Ordinary Resolution)

To Re-appoint Mr. Praveen Kumar Maheshwari (DIN 00174361) as a Whole-Time Director

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	160,76,92,201	84.347	29,83,48,269	15.653	96,60,214



Item No. 6 of Notice stands passed with the requisite majority.

All the Resolutions mentioned in the AGM Notice dated 2nd July, 2021 as per the details above and stands passed under Remote E-voting and voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.



I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Company. All other relevant records relating to Remote E-voting and Electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking you,

Yours Faithfully

For BN & Associates

COMPANY SECRETARIES



CS B Narasimhan

(Proprietor)

(FCS no 1303 COP no 10440)

Place: Mumbai

Date: 23rd August 2021

The following were the witnesses to the unblocking the votes cast through remote e-voting.

1. 

Mr. R Mahesh

2. 

Ms. Saroj Narasimhan

Received the Report together with other data/records mentioned therein:



Place: Mumbai

Date: 23rd August 2021

VOTING RESULTS	
Record date	16-08-2021
Total number of shareholders on record date	394569
Number of shareholders present in the meeting either in person or	
a) Promoter and promoter group	
b) Public	
Number of shareholders attended the meeting through video	
a) Promoter and promoter group	5
b) Public	102
Number of resolutions passed in meeting	6
Disclosure of notes on voting results	NA

Resolution Required					To receive, consider and adopt the Audited Financial Statements including Audited Consolidated Financial			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	0	0
Promoter and Promoter Group	E-voting	763797188	763761293	99.995	763761293	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	763797188	763761293	99.995	763761293	0	100	0
Public Institutions	E-voting	832136502	703526968	84.545	703007660	519308	99.926	0.074
	Poll		0	0	0	0	0	0.000
	Postal Ballot(if applicable)		0	0	0	0	0	0.000
	Total	832136502	703526968	84.545	703007660	519308	99.926	0.074
Public Non-Institutions	E-voting	650969675	416936080	64.048	416935555	525	100.000	0.000
	Poll		0	0	0	0	0	0.000
	Postal Ballot(if applicable)		0	0	0	0	0	0.000
	Total	650969675	416936080	64.048	416935555	525	100.000	0.000
Total		2246903365	1884224341	83.859	1883704508	519833	99.972	0.028

Resolution Required					To declare Dividend on equity shares of the Company for the year ended 31st March 2021			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	763797188	763761293	99.995	763761293	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	763797188	763761293	99.995	763761293	0	100.00000	0
Public Institutions	E-voting	832136502	705489425	84.780	705489425	0	100.00000	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot(if applicable)		0	0.00	0	0	0	0
	Total	832136502	705489425	84.780	705489425	0	100.00000	0
Public Non-Institutions	E-voting	650969675	437186647	67.159	437186036	611	99.99986	0.00014
	Poll		0	0.00	0	0	0	0
	Postal Ballot(if applicable)		0	0.00	0	0	0	0
	Total	650969675	437186647	67.159	437186036	611	99.99986	0.00014
Total		2246903365	1906437365	84.847	1906436754	611	99.99997	0.00003

Resolution Required					To appoint a Director in place of Mr. AskaranAgarwala (DIN:0002368			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	763797188	763761293	99.99530045	763761293	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	763797188	763761293	99.995	763761293	0	100	0
Public Institutions	E-voting	832136502	684780894	82.292	401753625	283027269	58.669	41.331
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	832136502	684780894	82.292	401753625	283027269	58.669	41.331
Public Non-Institutions	E-voting	650969675	246808354	37.914	241415099	5393255	97.815	2.185
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	650969675	246808354	37.914	241415099	5393255	97.815	2.185
Total		2246903365	1695350541	75.453	1406930017	288420524	82.988	17.012

Resolution Required					To ratify the remuneration of the Cost Auditors for the financial year			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	763797188	763761293	99.995	763761293	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	763797188	763761293	99.995	763761293	0	100	0
Public Institutions	E-voting	832136502	705504452	84.782	705504452	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	832136502	705504452	84.782	705504452	0	100	0
Public Non-Institutions	E-voting	650969675	437044897	67.138	437037179	7718	99.9982	0.0018
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	650969675	437044897	67.138	437037179	7718	99.9982	0.0018
Total		2246903365	1906310642	84.842	1906302924	7718	99.9996	0.0004

Resolution Details(5)

To re-appoint Mr. Satish Pai (DIN: 06646758) as the Managing Director of the Company with effect from 1st August, 2021

Resolution Required

Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	763797188	763761293	99.995	763761293	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	763797188	763761293	99.995	763761293	0	100	0
Public Institutions	E-voting	832136502	705235444	84.750	428719456	276515988	60.791	39.209
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	832136502	705235444	84.750	428719456	276515988	60.791	39.209
Public Non-Institutions	E-voting	650969675	437044233	67.137	431649847	5394386	98.766	1.234
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	650969675	437044233	67.137	431649847	5394386	98.766	1.234
Total		2246903365	1906040970	84.830	1624130596	281910374	85.210	14.790

Resolution Details(6)

Resolution Required					To re-appoint Mr. Praveen Kumar Maheshwari(DIN:00174361) as Whole-time D			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	763797188	763761293	99.995	763761293	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	763797188	763761293	99.995	763761293	0	100	0
Public Institutions	E-voting	832136502	705235444	84.750	412283726	292951718	58.460	41.540
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	832136502	705235444	84.750	412283726	292951718	58.460	41.540
Public Non-Institutions	E-voting	650969675	437043733	67.137	431647182	5396551	98.765	1.235
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	650969675	437043733	67.137	431647182	5396551	98.765	1.235
Total		2246903365	1906040470	84.830	1607692201	298348269	84.347	15.653