



AM/SN/STOEX-GN/31

10th January, 2019

BSE Limited Phiroze Jeejeebhoy Towers, 25 th Floor Dalal Street, Mumbai 400 001. (Stock Code – 500440)	The National Stock Exchange of India Ltd Exchange Plaza Bandra-Kurla Complex Bandra East Mumbai 400051.
BanqueInternationale A Luxembourg Societe Anonyme 69, Route Esch L-2953 Luxembourg Fax No.00352 4590 2010 Tel. 00352 4590-1	

Dear Sir,

Sub: Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Please find enclosed herewith Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2018.

Kindly acknowledge the same.

Thanking You.

Yours Faithfully
For Hindalco Industries Limited


Anil Malik
President &
Company Secretary

Encl: a/a

Hindalco Industries Limited

6th & 7th Floor, Birla Centurion, Pandurang Budhkar Marg, Worli, Mumbai 400030, India.
T: +91 22 6662 6666 / 62610555 | F: +91 22 62610400 / 62610500 | W: www.hindalco.com
Registered Office: Ahura Centre, B-Wing, 1st Floor, Mahakali Caves Road, Andheri (East), Mumbai 400 093, India.
Corporate ID No.: L27020MH1958PLC011238

Name of the Listed Entity: Hindalco Industries Limited
Quarter ending: December, 2018



I. Composition of Board of Directors									
Title (Mr/Ms)	Name of the Director	PANs & DIN	Category (Chairperson/ Executive/Non-Executive/Independent/Nonlinee)&	Date of Appointment in the current term/ Cessation	Tenure*	No of Directorship in listed entities including this listed entity's	Number of membership in Audit/Stakeholder Committees (including this listed entity)	No of post of Chairperson in Audit) Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
Mr.	Kumar Mangalam Birla	AEFPB5926H 00012813	Non Executive --Chairman	16/11/1992	N.A	6	0	0	
Mrs.	Rajashree Birla	AAFBB1583L 00022995	Non Executive	15/03/1996	N.A	6	0	0	
Mr.	A.K. Agarwala	ABJPA1296L 00023684	Non Executive	11/09/1998	N.A	2	1	0	



Title (Mr/Ms)	Name of the Director	PANs & DIN	Category (Chairperson/ Executive/Non-Executive/Independent/Non-Executive/ & (ominee))	Date of Appointment in the current term/ Cessation	Tenure*	No of Directorship in listed entities including this listed entity's	Number of membership in Audit/ Stakeholder Committees) including this listed entity	No of post of Chairperson in Audit) Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	M.M Bhagat	AEZPB8884N 00006245	Non Executive-Independent Director	24/09/2014*	5 yrs (upto the date of AGM to be held in the calendar year 2019)	3	1	1
Mrs.	Alka Bharucha	AABPB5063D 00114067	Non Executive-Independent Director	11/07/2018*	5 yrs (upto 10 th July, 2023)	5	3	1
Mr.	K.N Bhandari	AELPB5635F 00026078	Non Executive-Independent Director	24/09/2014*	5 yrs (upto the date of AGM to be held in calendar year 2019)	7	4	3



Title (Mr/ Ms)	Name of the Director	PANs & DIN	Category (Chairperson/ Executive/Non-Executive/Independent/Non Executive)	Date of Appointment in the current term/ Cessation	Tenure*	No of Directorship in listed entities including this listed entity	Number of membership in Audit/Stakeholder Committee (including this listed entity)	No of post of Chairperson in Audit) Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 28(1) of Listing Regulations)
Mr.	Y.P Dandiwala	AACPD0318G 01055000	Non Executive-Independent Director	14/08/2015 #	5 yrs (upto 13 th August, 2020)	3	3	2
Mr.	Ram Charan	AUNPC6398N 03464530	Non Executive-Independent Director	24/09/2014 #	5 yrs (upto the date of AGM to be held in the calendar year 2019)	1	0	0

Title (Mr/ Ms)	Name of the Director	PANs & DIN	Category (Chairperson/ Executive/Non-Executive/Independent/Nominee)&	Date of Appointment in the current term/ Cessation	Tenure*	No of Director ship in listed entities including this listed entity \$	Number of membership in Audit/Stake holder Committees) including this listed entity	No of post of Chairperson in Audit) Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Girish Dave	AABPD1235F 00036455	Independent Director *	28/05/2016	5 yrs (upto the 27 th May 2021)	3	3	0
Mr.	Satish Pai	CISPP8002M 06646758	Executive-Managing Director	01/08/2016	N.A	1	0	0
Mr.	D. Bhattacharya	AAGPB8699E 00033553	Non Executive Director	01/08/2016	N.A	2	0	0
Mr.	Praveen Kumar Maheshwari	AAJPM4103D 00174361	Executive-Whole Time Director	28/05/2016	N.A	1	0	0

\$PAN number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen *to be filed only for independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

* Appointed as Independent directors pursuant to Companies Act, 2013.

\$ No of directorships of those companies whose equity shares are listed are considered.



II. Composition of Committees			Category
Name of Committee	Name of Committee members	(Chairperson/Executive/Non-Executive/Independent/Nominee)\$	
1. Audit Committee	1. Mr. M.M Bhagat 2. Mr. K.N Bhandari 3. Mr. Y.P. Dandiwala	1. Chairman-Independent- Non Executive 2. Member-Independent- Non Executive 3. Member-Independent- Non Executive	
2. Nomination & Remuneration Committee	1. Mr. M.M Bhagat 2. Mr. Kumar Mangalam Birla 3. Mr. K.N Bhandari	1. Chairman-Independent- Non Executive 2. Member- Non Executive 3. Member-Independent-Non Executive	
3. Risk Management Committee (if applicable)	1. Mr. A.K Agarwala 2. Mr. Satish Pai 3. Mr. D. Bhattacharya 4. Mr. Praveen Kumar Maheshwari 5. Mr. J.C Laddha 6. Mr. Anil Mathew 7. Mr. Vikram Sondhi	1. Chairman-Non Executive 2. Member-Executive 3. Member- Non Executive 4. Member-Executive 5. Member 6. Member 7. Member	
4. Stakeholders' Relationship Committee	1. Mr. K.N Bhandari 2. Mr. M.M Bhagat 3. Mr. A.K Agarwala	1. Chairman-Independent-Non Executive 2. Member-Independent – Non Executive 3. Member- Non Executive	
& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen			
III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive number of days (in	
11 th July, 2018 26 th July, 2018 10 th August, 2018	2 nd November, 2018	82 days (From 10 th August, 2018)	



IV. Meeting of Committees Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<u>Audit Committee</u> 2 nd November, 2018	Yes	10 th August, 2018	82 days
<u>Stakeholder Relationship Committee</u> 2 nd November, 2018	Yes	10 th August, 2018	82 days
<u>Nomination & Remuneration Committee</u> <u>Risk Management Committee</u>		11 th July, 2018 21 st September, 2018	
		9 th July, 2018 28 th September, 2018	

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

- 1 In the column "Compliance Status" compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations. "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words, "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.



VI.

Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report will be placed before Board of Directors in the next meeting.
Any comments/observations/advice of Board of Directors may be mentioned here: The Quarterly Compliance Report on Corporate Governance for the quarter ended 30th September ,2018 was placed in the Board Meeting held on 2nd November , 2018

Date: 10th January, 2019

Place : Mumbai

For HINDALCO INDUSTRIES LIMITED



ANIL MALIK

PRESIDENT & COMPANY SECRETARY