



AM/STOEX-GN/18

Date : 11th July, 2018

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 SocieteAnonyme 69, Route Esch L-2953 Luxembourg Fax No. 00352 4590 2010 Tel. 00 352 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 30th June, 2018.

Please find the above in order and acknowledge.

Thanking you,

Yours faithfully,
For HINDALCO INDUSTRIES LTD


ANIL MALIK
President & Company Secretary

Encl : as above

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

I. Composition of Board of Directors									
Title (Mr/Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive/Non-Executive/in dependent/Nominee)&	Date of Appointment in the current term/ Cessation	Tenure*	No of Directorship in listed entities including this listed entity ^s (Refer Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	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	7	0	0	
Mrs.	Rajashree Birla	AAFPPB1583L 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/Nominee)&	Date of Appointment in the current term/ Cessation	Tenure*	No of Directorship in listed entities including this listed entity \$ (Refer Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	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	2	1
Mr.	Jagdish Khattar**	AASPK0659F 00013496	Non Executive-Independent Director	24/09/2014 [#] Ceased as a Director w.e.f 4 th May, 2018	-----	-----	-----	-----
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	7	3



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 Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	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.	Y.P Dandiwala	AACPD0318G 01055000	Non Executive-Independent Director	14/08/2015 [#]	5 yrs (upto 13 th August, 2020)	3	5	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 Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	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	Non Executive-Independent Director #	28/05/2016	5 yrs (upto the 27 th May 2021)	4	4	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	1	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.

**Mr. Jagdish Khattar resigned as a director from the Board of the Company (Hindalco Industries Ltd) w.e.f. 04th May, 2018.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (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			Maximum gap between any two consecutive (in number of days)
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter		
02 nd February, 2018	16 th May, 2018		104 days (from 02 nd February, 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> 16 th May, 2018	Yes	02 nd February, 2018	104 days (from 02 nd February, 2018)
<u>Stakeholder Relationship Committee</u> 16 th May, 2018	Yes	02 nd February, 2018	104 days (from 02 nd February, 2018)
<u>Nomination & Remuneration Committee</u> 16 th May, 2018	Yes	02 nd February, 2018	104 days (from 02 nd February, 2018)
<u>Risk Management Committee</u> 16 th April, 2018	Yes	05 th January, 2018	102 days (from 05 th January, 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		Compliance status (Yes/No/NA)refer note below
Subject		
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 31st March ,2018 was placed in the Board Meeting held on 16th May, 2018.

Date: 11th July, 2018

Place : Mumbai

For HINDALCO INDUSTRIES LIMITED



ANIL MALIK
PRESIDENT &
COMPANY SECRETARY

