

General information about company	
Scrip code	500440
NSE Symbol	HINDALCO
MSEI Symbol	NOT LISTED
ISIN	INE038A01020
Name of the entity	HINDALCO INDUSTRIES LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson		Yes																							
Whether Chairperson is related to MD or CEO		No																							
		Disqualification of Directors under section 164 of the Companies Act, 2013																							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships 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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Kumar Mangalam Birla	AFFPB5926H	00012813	Non-Executive - Non Independent Director	Chairperson related to Promoter		14-06-1967	No					NA		16-11-1992	23-08-2022			7	0	0	0		
2	Mrs	Rajashree Birla	AFFPB1583L	00022995	Non-Executive - Non Independent Director	Not Applicable		15-09-1945	No					Yes	10-09-2020	15-03-1996	30-08-2019			6	0	0	0		
3	Mr	Askaran Agurwala	ABJPA1296L	00023684	Non-Executive - Non Independent Director	Not Applicable		01-07-1933	No					Yes	21-09-2018	11-09-1998	31-08-2021			1	0	0	0		
4	Ms	Alka Marezban Bharucha	AABPB5063D	00114067	Non-Executive - Independent Director	Not Applicable		06-03-1957	No					NA		11-07-2018	11-07-2018		56.21	6	6	10	4		

**I. Composition of Board of Directors**

**Disclosure of notes on composition of board of directors explanatory**

**Whether the listed entity has a Regular Chairperson**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships 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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Kailash Nath Bhandari	AELPB5635F	00026078	Non-Executive - Independent Director	Not Applicable		01-03-1942	No					Yes	21-09-2018	14-08-2014	30-08-2019		103.18	4	4	8	3		
6	Mr	Yazdi Piroj Dandiwala	AACPD0318G	01055000	Non-Executive - Independent Director	Not Applicable		10-11-1950	No					NA		14-08-2015	12-06-2020		91.18	4	4	6	1		
7	Mr	Vikas Balia	AANPB4339A	00424524	Non-Executive - Independent Director	Not Applicable		04-08-1975	No					NA		19-07-2019	19-07-2019		44.13	1	1	3	1		
8	Mr	Sudhir Mital	AHMPM5729M	08314675	Non-Executive - Independent Director	Not Applicable		11-11-1953	No					NA		11-11-2019	11-11-2019		40.21	3	3	0	0		

**I. Composition of Board of Directors**

**Disclosure of notes on composition of board of directors explanatory**

**Whether the listed entity has a Regular Chairperson**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships 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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Anant Maheshwari	AGBPM8008P	02963839	Non-Executive - Independent Director	Not Applicable		07-04-1973	No					NA		14-08-2020	14-08-2020		31.18	1	1	0	0		
10	Mr	Satish Pai	CISPP8002M	06646758	Executive Director	Not Applicable		29-12-1961	No					NA		13-08-2013	01-08-2021			1	0	1	0		
11	Mr	Praveen Kumar Maheshwari	AAJPM4103D	00174361	Executive Director	Not Applicable		18-02-1961	No					NA		28-05-2016	28-05-2022			1	0	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Chairperson	20-09-2005		
2	01055000	Yazdi Piroj Dandiwala	Non-Executive - Independent Director	Member	14-08-2015		
3	00424524	Vikas Balia	Non-Executive - Independent Director	Member	30-08-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Chairperson	14-08-2015		
2	00012813	Kumar Mangalam Birla	Non-Executive - Non Independent Director	Member	14-08-2015		
3	01055000	Yazdi Piroj Dandiwala	Non-Executive - Independent Director	Member	30-08-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Chairperson	14-08-2014		
2	00023684	Askaran Agarwala	Non-Executive - Non Independent Director	Member	30-08-2019		
3	06646758	Satish Pai	Executive Director	Member	14-08-2015		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00023684	Askaran Agarwala	Non-Executive - Non Independent Director	Chairperson	13-11-2014		
2	06646758	Satish Pai	Executive Director	Member	13-11-2014		
3	00174361	Praveen Kumar Maheshwari	Executive Director	Member	12-08-2016		
4	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Member	21-05-2021		
5	99999999	Anil Arya	President, CFD-Treasury	Member	12-06-2020		Textual Information(1)
6	99999999	Anil Mathew	President, ERM, Regulatory, ESG	Member	13-11-2014		Textual Information(2)
7	99999999	Unnikrishnan Prabhakaran	Vice President, CFD- Risk Management	Member	12-11-2021		Textual Information(3)



<b>Sr Text Block</b>	
Textual Information(1)	The member forms part of senior management of the company.
Textual Information(2)	The member forms part of senior management of the company.
Textual Information(3)	The member forms part of senior management of the company.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00022995	Rajashree Birla	Non-Executive - Non Independent Director	Chairperson	28-05-2013		
2	06646758	Satish Pai	Executive Director	Member	12-08-2016		
3	00023684	Askaran Agarwala	Non-Executive - Non Independent Director	Member	28-05-2013		
4	01055000	Yazdi Piroj Dandiwala	Non-Executive - Independent Director	Member	16-05-2018		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	06646758	Satish Pai	Prevention of Insider Trading Regulations Committee	Executive Director	Member	
2	01055000	Yazdi Piroj Dandiwala	Prevention of Insider Trading Regulations Committee	Non-Executive - Independent Director	Member	

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	11-11-2022				Yes	11	10	6
2		09-02-2023	89		Yes	11	10	6

**Annexure 1**

<b>IV. Meeting of Committees</b>										
Disclosure of notes on meeting of committees explanatory							Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)				
1	Audit Committee	11-11-2022				Yes	3	3	3	0
2	Audit Committee	09-02-2023	89			Yes	3	3	3	0
3	Nomination and remuneration committee	11-11-2022				Yes	3	3	2	0
4	Nomination and remuneration committee	09-02-2023	89			Yes	3	3	2	0
5	Stakeholders Relationship Committee	03-11-2022				Yes	3	3	1	0
6	Stakeholders Relationship Committee	08-02-2023	96			Yes	3	3	1	0

**Annexure 1**

<b>IV. Meeting of Committees</b>										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	10-10-2022				Yes	4	4	1	3
8	Risk Management Committee	09-01-2023	90			Yes	4	4	1	3

**Annexure 1**

<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	GEEKIKA ANAND
2	Designation	Company Secretary and Compliance Officer

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.hindalco.com
2	Terms and conditions of appointment of independent directors	Yes		www.hindalco.com
3	Composition of various committees of board of directors	Yes		www.hindalco.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.hindalco.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.hindalco.com
6	Criteria of making payments to non-executive directors	Yes		www.hindalco.com
7	Policy on dealing with related party transactions	Yes		www.hindalco.com
8	Policy for determining 'material' subsidiaries	Yes		www.hindalco.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.hindalco.com

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.hindalco.com
11	email address for grievance redressal and other relevant details	Yes		www.hindalco.com
12	Financial results	Yes		www.hindalco.com
13	Shareholding pattern	Yes		www.hindalco.com
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.hindalco.com
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.hindalco.com
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.hindalco.com
18	Credit rating or revision in credit rating obtained	Yes		www.hindalco.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.hindalco.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.hindalco.com
21	Materiality Policy as per Regulation 30	Yes		www.hindalco.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.hindalco.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.hindalco.com

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	GETIKA ANAND
2	Designation	Company Secretary and Compliance Officer



**Annexure II**

**III. Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	GEEKIKA ANAND
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	we have not provided loans/ guarantees/comfort letters/ security directly or indirectly to promoter/ promoter group entities or any other entity controlled by them.

<b>Signatory Details</b>	
Name of signatory	GEETIKA ANAND
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	20-04-2023

