

General information about company

Scrip code	500440
NSE Symbol	HINDALCO
MSEI Symbol	NOTLISTED
ISIN	INE038A01020
Name of the entity	HINDALCO INDUSTRIES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
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
1	Mr	Kumar Mangalam Birla	AEFPB5926H	00012813	Non-Executive - Non Independent Director	Chairperson related to Promoter		14-06-1967
2	Mrs	Rajashree Birla	AAFPB1583L	00022995	Non-Executive - Non Independent Director	Not Applicable		15-09-1945
3	Mr	Askaran Agarwala	ABJPA1296L	00023684	Non-Executive - Non Independent Director	Not Applicable		01-07-1933
4	Ms	Alka Marezban Bharucha	AABPB5063D	00114067	Non-Executive - Independent Director	Not Applicable		06-03-1957
5	Mr	Kailash Nath Bhandari	AELPB5635F	00026078	Non-Executive - Independent Director	Not Applicable		01-03-1942
6	Mr	Yazdi Piroj Dandiwala	AACPD0318G	01055000	Non-Executive - Independent Director	Not Applicable		10-11-1950
7	Mr	Vikas Balia	AANPB4339A	00424524	Non-Executive - Independent Director	Not Applicable		04-08-1975
8	Mr	Sudhir Mital	AHMPM5729M	08314675	Non-Executive - Independent Director	Not Applicable		11-11-1953
9	Mr	Anant Maheshwari	AGBPM8008P	02963839	Non-Executive - Independent Director	Not Applicable		07-04-1973
10	Mr	Satish Pai	CISPP8002M	06646758	Executive Director	Not Applicable	MD	29-12-1961
11	Mr	Praveen Kumar Maheshwari	AAJPM4103D	00174361	Executive Director	Not Applicable		18-02-1961

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA		16-11-1992	23-08-2022			7	0	0	0		
2	Yes	22-08-2023	15-03-1996	22-08-2023			6	0	0	0		
3	Yes	21-09-2018	11-09-1998	23-08-2021			1	0	1	0		
4	NA		11-07-2018	11-07-2023		62.2	6	5	7	3		
5	Yes	21-09-2018	14-08-2014	30-08-2019		109.17	4	4	8	4		
6	NA		14-08-2015	14-08-2020		97.17	4	4	7	1		
7	NA		19-07-2019	19-07-2019		50.12	1	1	4	2		
8	NA		11-11-2019	11-11-2019		46.2	3	3	0	0		
9	NA		14-08-2020	14-08-2020		37.17	1	1	0	0		
10	NA		13-08-2013	01-08-2021			1	0	1	0		
11	NA		28-05-2016	28-05-2023			1	0	0	0		

Text Block	
Textual Information(1)	NA

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	14-08-2014		Textual Information(1)
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		

Sr Text Block

Textual Information(1)

Mr. Kailash Nath Bhandari was recategorized as Chairperson of Audit Committee on 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		Textual Information(1)
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		

Sr Text Block

Textual Information(1)

Mr. Kailash Nath Bhandari was recategorized as Chairperson of Audit Committee on 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)

Sr Text Block

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	Chairperson	
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	24-05-2023				Yes	11		
2		12-07-2023	48		Yes	11	9	6
3		08-08-2023	26		Yes	11	11	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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)
1	Audit Committee	24-05-2023				Yes	3	3	3	0
2	Audit Committee	12-07-2023	48			Yes	3	3	3	0
3	Audit Committee	08-08-2023	26			Yes	3	3	3	0
4	Nomination and remuneration committee	24-05-2023				Yes	3	3	2	0
5	Nomination and remuneration committee	08-08-2023	75			Yes	3	3	2	0
6	Risk Management Committee	11-04-2023				Yes	4	4	1	3

Annexure 1**IV. Meeting of Committees**

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	10-07-2023	89			Yes	4	3	1	3

Annexure 1

V. Related Party Transactions

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	NA	
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	GEETIKA ANAND
2	Designation	Company Secretary and Compliance Officer

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

1	Name of signatory	GEETIKA ANAND
2	Designation	Company Secretary and Compliance Officer

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

Text Block

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.

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details	
Name of signatory	GEETIKA ANAND
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	16-10-2023