

# Report of the Board of Directors

(Including Management Discussion and Analysis)

The Board of Directors of Hindalco Industries Limited (“Your Company” or “the Company”) is pleased to present 67th (Sixty-Seventh) Annual Report and sixth Integrated Annual Report of your Company along with Audited Financial Statements for the financial year ended March 31, 2026 (“year under review / FY 2025-26”) and as on the date of this report' for events that happened after March 31, 2026.

## Management Discussion and Analysis

### Overview

Hindalco Industries Limited, the metals flagship of the Aditya Birla Group, is India’s largest fully integrated aluminium player and, with Novelis, the world’s largest producer of flat-rolled aluminium and aluminium recycler. The Copper business is the second-largest producer of copper continuous cast rods (outside China) and operates India’s largest single-location custom copper smelter at Dahej. In the specialty alumina space, we rank among the global top three, offering a differentiated portfolio of high-margin, high-growth products. Together, these businesses span the entire value chain, delivering a suite of sustainable, high-performance solutions across industries.

In India, Hindalco’s aluminium manufacturing units cover the complete value chain, from bauxite mining, alumina refining, coal mining, captive power generation and aluminium smelting, to downstream value-addition of aluminium rolling, extruding, and foil making. Aligned with its ‘Engineering Better Futures’ vision, the Company continues to scale its downstream portfolio, with a growing focus on value-added products and specialised applications.

Hindalco’s copper division in India comprises, among other facilities, a world-class custom copper smelter and captive jetty with capability to manufacture copper continuous cast rods and tubes. Hindalco is one of the largest suppliers of copper to the Indian Railways and meets more than half of the country’s copper requirements.

Guided by its Purpose of building a Greener, Stronger, Smarter world, Hindalco provides innovative solutions that nurture a sustainable planet. Today, Hindalco’s global footprint spans 48 manufacturing units across 10 countries.

Hindalco’s wholly owned subsidiary Novelis is the leading producer of flat-rolled aluminium products and the world’s largest recycler of aluminium. Novelis delivers innovative solutions to customers in the beverage cans, automobile, aerospace, and high-end speciality markets, including foil packaging, certain transportation products, architectural, industrial, and consumer durables. Novelis operates an integrated network

FY 2025-26: Key Highlights

Achieved

- + All time-high Consolidated Revenue of ₹274,944 crore
- + All time-high Consolidated EBITDA of ₹38,097 crore
- + Consolidated PAT of ₹13,391 crore, impacted by Oswego disruption due to fires.
- + Aluminium metal production at 1,336 Kt
- + Aluminium third party metal sales (in all forms) at 1,367 Kt
- + Alumina production at 3,784\* Kt
- + Aluminium Downstream production at 458 Kt and Sales at 446 Kt
- + Copper Cathode Production at 420 Kt and Metal Sales at 487 Kt
- + Copper Continuous Cast Rods production at 467# Kt and Sales at 373 Kt
- + Overall shipments in Novelis of 3,557 Kt
- + Novelis' Adjusted EBITDA at \$1.645 billion
- + Novelis' Yearly adjusted EBITDA/ton of \$462
- + Novelis' Net Income of \$15 million

\* Includes production of Utkal Alumina, the wholly owned subsidiary.  
# actual production including fixed term contract volumes

KEY INITIATIVES AND EXPANSION PLANS DURING THE YEAR FY 2025-26

FY 2025-26 was a strategically pivotal year for Hindalco, marked by strong execution across Aluminium, Copper, and Specialty Alumina businesses. The Company reinforced its upstream strength while accelerating momentum in value-added downstream segments.

Hindalco continues to advance its long-term growth agenda expanding upstream Aluminium and Copper capacities, while targeting a fourfold increase in India downstream EBITDA by FY 2029-30 (from FY 2023-24 levels). This will be driven by capacity augmentation and an increased focus on premiumisation of the value-added portfolio.

These strategic initiatives are aimed at enhancing competitiveness, strengthening product mix, and capitalising on structural demand tailwinds across energy transition, mobility, packaging, and industrial sectors. Reflecting this evolution, Hindalco with its new brand identity is signifying its transition from a commodity materials supplier to a differentiated engineered solutions provider.

In the Aluminium Upstream segment, capacity expansion remains on track, with the 374 KT brownfield expansions at the Aditya smelter and the 850 KT greenfield alumina

efforts enabled a shift towards more agile, insight-driven ways of working, positioning Hindalco to sustain long-term competitiveness and capture value from emerging digital opportunities.

Culture

Hindalco continues to foster a strong, people-first culture, reflected in industry-leading engagement and external recognition. The VIBES 2026 Survey recorded an engagement score of 93%, alongside recognition at the ABECA 2025 Ambition Box Employee Choice Awards, while the Great Place to Work® Trust Index® Survey reported 89% positive responses highlighting high levels of trust, pride, and camaraderie. This is anchored in a deliberately built, bottom-up cultural framework led by the Shillim movement, which translates behavioural priorities into structured SOPs, driving clarity, discipline, and ownership. Platforms such as Bhoomika (over 49,000 recognition exchanges) and grassroots initiatives like Parivartan, Tamrodaya, and Udaan further embed a culture of excellence and accountability across the organisation.

Hindalco remains committed to building an inclusive, meritocratic workplace, with gender diversity at 12.56% in FY 2025-26. Also, more than 35% of young professional hires over the past six years are women. Focused efforts on workplace safety, including proactive POSH interventions, have strengthened employee confidence, with over 74.1% coverage and improved comfort in raising concerns. To attract and retain top talent, the Company continues to invest in leadership development, capability building, and a collaborative, inclusive work environment. Anchored in fairness, transparency, and continuous development, Hindalco’s culture remains a key driver of organisational resilience and long-term performance.

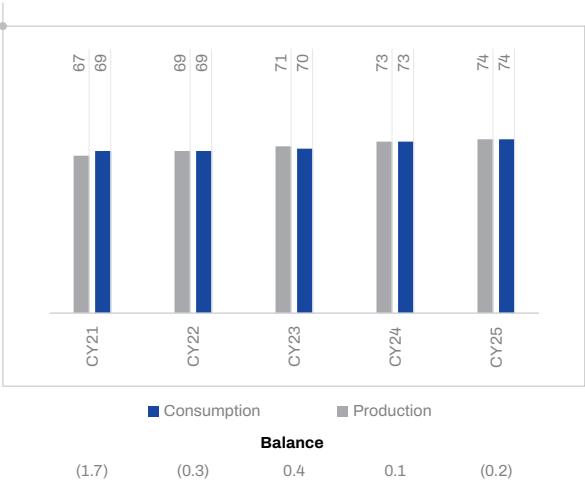
INDUSTRY ANALYSIS

i. Aluminium – Industry Review & Outlook

In Calendar Year (‘CY’) 2025, the global economy grew by 3.4%. In CY2025, the global aluminium market remained broadly balanced, with production and consumption both increasing ~2% YoY to ~74 million tonnes, reflecting steady underlying demand.

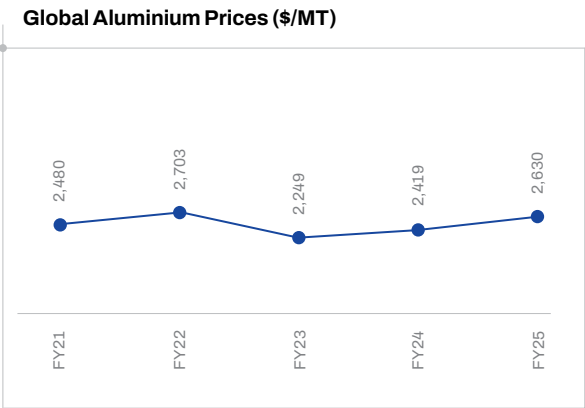
China continued to anchor global market dynamics. Production rose ~2% YoY to ~44 million tonnes, supported by capacity additions in Yunnan and Inner Mongolia, partly offset by curtailments in Shandong. Demand growth moderated to ~2% YoY to ~46 million tonnes, driven by continued momentum in electric vehicles and renewable energy, while remaining constrained by weakness in the construction sector. As a result, China operated at an estimated deficit of ~2 million tonnes.

In the rest of the world, production increased ~2% YoY to ~30 million tonnes, supported by smelter restarts in Europe and higher output in Brazil. Consumption grew to ~28 million tonnes, led by demand in electrical, packaging, and consumer durables, while the transport sector remained subdued. Consequently, ex-China markets recorded a surplus of ~2 million tonnes in CY2025.



Hence, the surplus in the rest of the world effectively offset the deficit in China, resulting in a balanced global market. Against this backdrop, global aluminium inventories moderated to ~9.7 million tonnes.

Global aluminium prices remained firm during CY2025, averaging ~\$2,630 per tonne compared to ~\$2,419 per tonne in CY2024, reflecting stable demand conditions amidst a balanced market environment. The trend in aluminium prices over the past five years is illustrated in the accompanying chart.



Regional premiums exhibited volatility during the year. Average spot premiums stood at ~\$151/tonne for Main Japanese Port (MJP), ~\$253/tonne for duty-

paid European Rotterdam ingot, and ~58 cents/lb for the US Midwest in CY2025, compared to ~\$146/tonne, ~\$317/tonne, and ~19 cents/lb, respectively, in CY2024.

Domestic Consumption:

India’s aluminium consumption witnessed strong momentum in FY 2025–26, growing ~11-12% YoY, driven primarily by robust demand from the electrical and automotive sectors; supported by continued infrastructure expansion. Growth was broad-based across end-use segments, indicating healthy underlying demand conditions. However, rising imports remain a key concern for domestic players. Total imports, including aluminium scrap, increased to ~3.6 million tonnes in FY 2025-26 from ~3.0 million tonnes in FY 2024-25, with continued inflow of flat rolled products, extrusions, and scrap exerting pressure on domestic producers.

The sector-wise growth in domestic aluminium consumption is summarised below:

| Sector                    | FY 2025-26/<br>FY 2024-25 |
|---------------------------|---------------------------|
| Electrical                | 15 to 20%                 |
| Building and construction | 5 to 10%                  |
| Auto                      | 10 to 15%                 |
| Industrial and Defence    | 5 to 10%                  |
| Packaging                 | 5 to 10%                  |
| Consumer Durables         | 5 to 10%                  |
| Others                    | 5 to 10%                  |
| Overall India Consumption | 11-12%                    |

Overall, FY 2025-26 reflects strong domestic demand growth, albeit with increasing import intensity, particularly in value-added segments.

Outlook:

In CY2026, global GDP growth is projected at ~3.1%, as per IMF estimates, indicating a moderation in macroeconomic momentum. Growth in the US is expected to soften to ~2.3%, reflecting policy uncertainty, trade tensions, and weaker demand. China’s growth is also projected to moderate from ~5.0% in CY2025 to ~4.4% in CY2026, primarily due to continued weakness in the property sector. In contrast, India is expected to remain a key growth driver, with GDP projected at ~6.5%. Overall, advanced economies are likely to grow at ~1.8%, while emerging economies are expected to expand at ~3.9%.

Against this backdrop, global primary aluminium demand is expected to grow modestly by ~1% to ~75 million tonnes in CY2026. Demand growth in China is likely to moderate due to a slowdown in construction, solar installations, and new energy vehicles following the withdrawal of incentives. In the rest of the world, demand is expected to remain relatively stable, supported by packaging and electrical segments, although the automotive sector may continue to face headwinds.

On the supply side, global production is expected to decline to ~73.5 million tonnes, impacted by geopolitical disruptions in West Asia and the closure of the Mozal smelter; partly offset by capacity additions in Indonesia and restarts in Europe. China is expected to operate close to its capacity cap of ~45 million tonnes. Consequently, the global market is likely to shift into a deficit of ~1.5 million tonnes in CY2026 (compared to earlier pre-conflict estimates of ~0.3 million tonnes), which may lead to a reduction in inventories to ~8.0 million tonnes by year-end.

In India, aluminium demand is expected to remain strong and continue to grow at a rate above GDP, supported by broad-based sectoral momentum. However, rising imports of aluminium products, including scrap, remain a key concern. Domestic producers continue to face pressure from increasing imports of rolled and foil products, particularly from China and FTA countries at competitive prices. The Government of India has taken steps to support the domestic industry through the imposition of anti-dumping duties on select flat rolled products and aluminium foil imports from China and Thailand to address unfair trade practices.

ii. Copper – Industry Review & Outlook

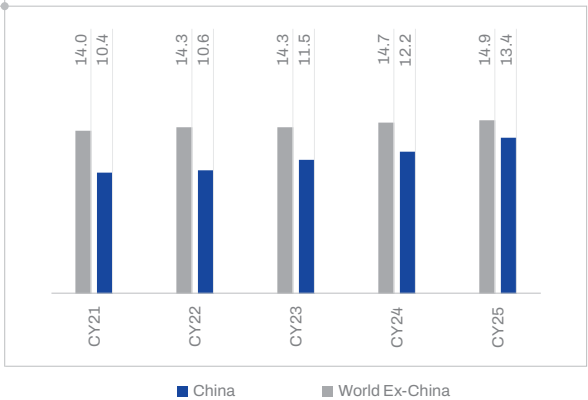
In CY25, global copper production rose by ~5.1% to 28.2 million tons, while consumption grew by ~3.3% to 27.6 million tons, resulting in a surplus of ~660 KT. The market remained broadly balanced in CY25, with prices elevated and volatile above \$13,000 per tonne compared to approximately \$9,800–\$10,000 per tonne in CY25. Demand softened marginally during the period; however, supply-side risks and tariff-driven inflows led to a build-up in inventories major, even as ex-U.S. markets continued to experience relatively tight availability. Entering CY26, market sentiment remains cautious amid geopolitical uncertainties, rising exchange inventories, and elevated investor positioning. Copper prices continue to be supported by trade tensions and sharply lower treatment charges/refining charges (TC/RCs) reflecting tight concentrate supply. But factors such as inventory

overhang, macroeconomic weakness in Europe, and ongoing volatility in China’s real estate sector are expected to limit further upside; despite structurally strong demand from electric vehicles and energy transition segments.

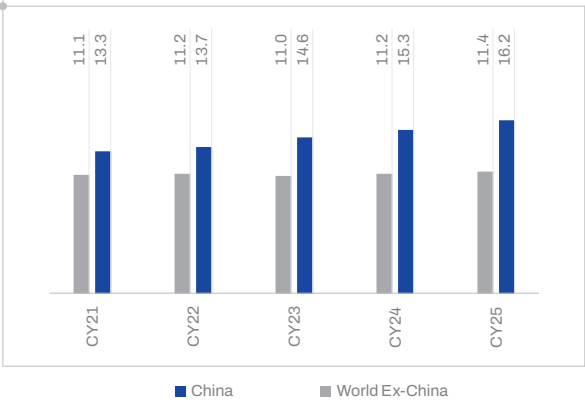
In CY25, China’s refined copper production rose by ~9.5% to 13.4 million tons, while consumption increased by ~5.2% to 16.2 million tons, leading to a market deficit of 2.8 million tons. Outside China, global production grew by ~1.1%, while consumption grew

by ~1.5% and market continued to be in a surplus of 3.5 million tons. Looking ahead, over 665 KT of new smelter capacity is expected to be commissioned by the end of 2026. The Chinese government is also pushing for greater adoption of scrap in primary metal production. Demand continues to remain resilient, supported by strong growth in consumer durables, electric vehicles, renewable energy, power grid expansion, and even as the real estate sector continues to face ongoing pressure.

Refined Copper Production (Mn T)



Refined Copper Consumption (Mn T)



Global Production and Consumption (in Million Tons)

| Particulars                     | CY21 | CY22 | CY23 | CY24 | CY25 |
|---------------------------------|------|------|------|------|------|
| Production                      | 24.4 | 24.8 | 25.8 | 26.9 | 28.2 |
| Consumption                     | 24.4 | 24.9 | 25.6 | 26.6 | 27.6 |
| Metal Balance Surplus/(Deficit) | 0.0  | 0.0  | 0.2  | 0.3  | 0.6  |

Domestic market

In FY 2025-26, domestic demand for refined copper rose by ~12% to 953 KT, up from 850 KT in FY 2024-25. Imports accounted for ~30% of the total demand at 290 KT, compared to 224 KT in FY 2024-25, indicating a slight increase in import dependence. The overall refined market remained stable, with growth expectations of around 6-7% in FY 2026-27.

Copper Concentrate Market

On the TC/RC front, Chinese smelters have finalised their 2026 long term copper concentrate contracts with Antofagasta Minerals at 0 cents per pound; underscoring a sharply tightening near term structural deficit in the global concentrate market. In contrast, smelters in Japan, Korea, Europe, and India remain in negotiations as they seek more favourable terms than those agreed in China. Notably, this year’s talks are being conducted separately by Chinese and non Chinese smelters, signalling a potential shift away from a single global benchmark toward region specific pricing. Meanwhile, in the spot market, buying terms have settled around –10 to –11 cents per pound, reflecting continued supply tightness.

Outlook:

The global refined copper demand is projected to grow by ~2.7% in CY26 while production is expected to grow at ~1.1% YoY. In India, demand is likely to reach ~1 Mn Tons in FY 2026-27. The market remained broadly balanced in CY26, with prices elevated and volatile above \$13,000 per tonne (compared to approximately \$9,600–\$10,000 per tonne in CY25). Entering FY 2026-27, market sentiment remains cautious amid geopolitical uncertainties, rising exchange inventories, and elevated investor positioning. Copper prices continue to be supported by trade tensions and sharply lower TC/RCs reflecting tight concentrate supply. Factors such as inventory overhang, macroeconomic weakness in Europe, and ongoing volatility in China’s real estate sector are expected to limit further upside; despite structurally strong demand from electric vehicles and energy transition segments.

iii. Novelis – Global Flat Rolled Products (‘FRP’) – Industry Review & Outlook

Novelis has a proven track record of transforming and enhancing the scalability of its business through significant investment in new capacity and capabilities. These investments have enabled the company to increase the recycled content in its products, capitalise on favourable long-term market trends that are driving greater consumer demand for lightweight, sustainable aluminium products, and diversify and optimise its product portfolio. As a global leader in aluminium flat-rolled products, Novelis has leveraged this expanded capacity, broad footprint, scale, and strong customer relationships to drive volumes and benefit from favourable supply and demand dynamics across all end-use markets. Supported by improved pricing, increase in scrap inputs, operational efficiencies, Novelis has significantly enhanced the profitability of its beverage packaging and specialties products; while maintaining high margins for automotive and aerospace segments.

Recent financial performance has been impacted by continued geopolitical and economic instability, including tariffs and trade wars, that continue to generate volatility and disruption in global and regional economies. This instability caused volatility in global aluminium scrap markets and scrap pricing. In addition, Novelis experienced two significant fire events at Oswego, New York, plant in the second half of FY 2025-26 that has impacted its volumes and profitability in FY 2025-26.

On 16 September 2025, plant located in Oswego, New York, was impacted by a significant fire. There were no injuries, as all employees were safely evacuated. The fire was contained to the hot mill area and did not impact the rest of the plant. A second significant fire occurred at the Oswego plant on 20 November 2025. Everyone working at the plant was safely evacuated and there were no injuries to employees, contractors or first responders. The fire was contained to the hot mills, finishing mill, and the hot mill motor room and did not impact the rest of the plant. Novelis has incurred costs related to repairs, clean-up, idle employees, and other costs. The plant is insured for property damage and business interruption losses related to such events; subject to deductibles and policy limits. We estimate September and November fires will result in a total negative cash flow impact of approximately \$1.7 billion, including an Adjusted EBITDA impact of \$100-150 million, prior to any insurance recoveries. The incidents also adversely affected FRP shipments, leading to a reduction of approximately 145 KT. Tariff costs were a headwind in FY 2025-26. However, this impact will be largely mitigated by the end of this fiscal year by securing access to additional U.S. cold rolling capacity; and improved scrap prices. Scrap pricing and availability have improved from the challenging market conditions witnessed near the end of FY 2025-26 as competition from China has subsided. Regardless, Novelis continues to work on solutions to increase the amount and different types of scrap metal the systems can process, including sorting technologies and supply chain improvements, as market supply and demand dynamics can be unpredictable.

To further build resiliency in the business, at the end of FY 2025-26, the Company initiated actions to implement structural cost improvement and efficiency measures across the global operations to drive sustainable labour, operational and footprint efficiencies ("2025 Structural Cost Improvement and Efficiency Plan"). This is a multi-year cost efficiency goal, with a target to achieve approximately \$350-400 million in annualised savings by the end of FY 2027-28. We exited fiscal 2026 with over \$200 million in run-rate cost savings.

We believe that global long-term demand for aluminium rolled products remains strong, driven by anticipated economic growth, material substitution, and sustainability considerations, including increased environmental awareness around PET plastics.

Increasing customer preference for sustainable packaging options and package mix shift toward infinitely recyclable aluminium are driving higher



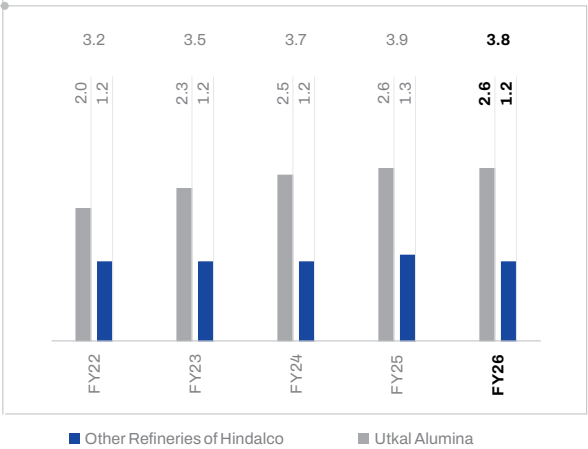
Novelis

| Strengths                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Weakness                                                                                                                                                                                                                                                               | Opportunities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Threats                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"><li>+ World's largest producer of flat-rolled aluminium products and global footprint, fitting global customer base.</li><li>+ Largest recycler of aluminium translating into low carbon footprint</li><li>+ Strong commitment to sustainability and recycling</li><li>+ Diverse product portfolio including a more recession-resistant beverage packaging end-market.</li><li>+ Significant investment in R&amp;D, enabling innovative and specialised products.</li><li>+ Strong customer base with long term contracts.</li></ul> | <ul style="list-style-type: none"><li>+ Dependence on global supply chain and exposure to disruptions due to geopolitical issues, trade policies, or natural disasters.</li><li>+ Reliance on third-party suppliers for raw materials (metal and non-metal).</li></ul> | <ul style="list-style-type: none"><li>+ New recycling capacity and advances in recycling technologies can improve efficiency and reduce costs; enhancing Novelis' competitive advantage in sustainability.</li><li>+ Digitalising the value chain, including implementing a 'Plant of the Future' operating model would drive efficiency gains and overall operational excellence.</li><li>+ Initiatives to drive operating and cost efficiencies to structurally reduce costs by over \$350-400 million by the end of FY 2027-28.</li><li>+ Increasing demand for lightweight, fuel-efficient vehicles offers growth opportunities for automotive aluminium products.</li><li>+ New state-of-the-art Bay Minette facility to augment Flat Rolled Products (FRP) capacity by 600 KT, poised to enhance North America's ability to produce beverage cans and automotive grade aluminium sheets domestically.</li></ul> | <ul style="list-style-type: none"><li>+ Geopolitical instability, tariffs, and protectionist measures could impact global supply chains and directly increase costs or indirectly lower customer demand.</li><li>+ A global focus on sustainability and competition for scrap input materials could result in scrap becoming expensive until sources of supply increase.</li><li>+ Advances in alternative materials or technologies could reduce the demand for aluminium products.</li></ul> |

Copper

| Strengths                                                                                                                                                                                                                                                                                                                             | Weakness                                                                                     | Opportunities                                                                                      | Threats |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|---------|
| <ul style="list-style-type: none"><li>+ Balanced portfolio of revenue streams help navigate volatile market.</li><li>+ Focus on expanding into downstream VAP's of copper alloys, copper tubes, and copper foils.</li><li>+ Focus on sustainable production with first-of-a kind copper and multi metal recycling facility.</li></ul> | <ul style="list-style-type: none"><li>+ Dependence on imported copper concentrate.</li></ul> | <ul style="list-style-type: none"><li>+ Substitution of imports with capacity expansions</li></ul> |         |

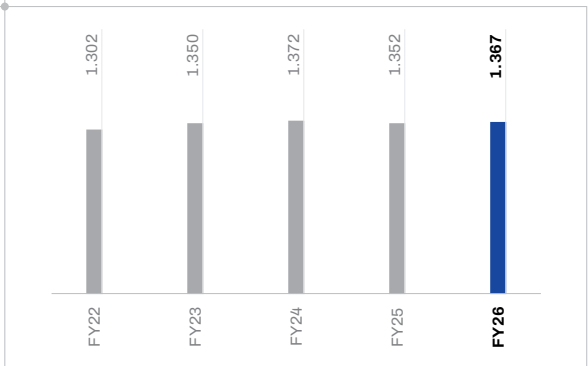
Total Alumina Production (Million Tons)



Metal Production (Million Tonnes)



Third Party Metal Sales (Million Tonnes)



Financial Overview:

Aluminium Upstream

Revenue for Hindalco’s Aluminium Upstream business increased by 8% to ₹41,447 crore in FY 2025-26 from ₹38,268 crore in FY 2024-25, driven by higher average aluminium prices and incremental volumes supported by improved production.

EBITDA grew by 16% to ₹18,884 crore in FY 2025-26, compared with ₹16,262 crore in the previous year, supported by favourable market conditions, including higher LME prices, an improved domestic mix, increased volumes, and sustained cost efficiencies.

EBITDA margins improved to 46% in FY 2025-26 from 42% in FY 2024-25. EBITDA per tonne stood at \$1,583, reflecting a growth of 9% year-on-year, and remained among the best in the industry, underpinned by strong cost competitiveness and operational efficiency.

| Description | FY26   | FY25   | % Change |
|-------------|--------|--------|----------|
| Revenue     | 41,447 | 38,268 | 8%       |
| EBITDA      | 18,884 | 16,262 | 16%      |

Note 1: The above numbers are without elimination of Inter-segment revenue.

Note 2: In the consolidated financial statements, within the aluminium segment, the significant entities are Hindalco and Utkal Alumina International Ltd. Utkal Alumina is a wholly owned subsidiary of Hindalco and supplies a substantial quantity of its production to Hindalco hence we have analysed the combined performance of Hindalco's aluminium business along with Utkal Alumina.

Aluminium Downstream

Revenue for Hindalco’s Aluminium Downstream business stood at ₹15,938 crore in FY 2025-26, reflecting a growth of 24% year-on-year. EBITDA increased to ₹978 crore from ₹633 crore in FY 2024-25, registering a strong growth of 55%, driven by an improved product mix, higher sales volumes, and premiumisation.

The Downstream business achieved its highest-ever EBITDA during the year, with EBITDA per tonne of \$248, up 34% year-on-year, reflecting enhanced operational performance and a continued focus on value-added products.

| Description | FY26   | FY25   | % Change |
|-------------|--------|--------|----------|
| Revenue     | 15,938 | 12,819 | 24%      |
| EBITDA      | 978    | 633    | 55%      |

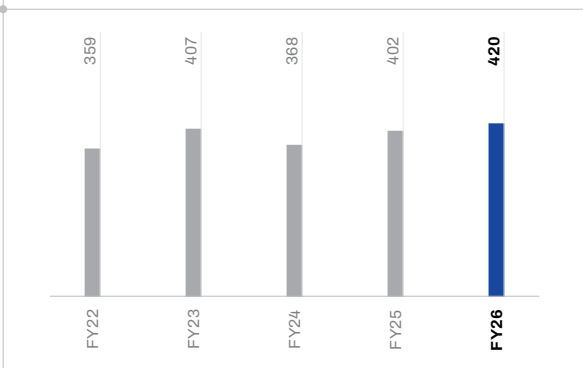
Note: The above numbers are without elimination of Inter-segment revenue.

b. COPPER

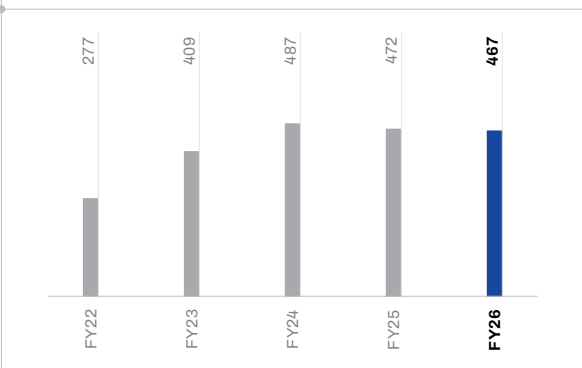
Operational Overview:

The Copper business demonstrated resilience during the year despite lower TC/RCs and reduced gold duty benefits, supported by higher sulphuric acid realisations, favourable macro tailwinds, and strong operational execution.

Cathode Production (Kt)

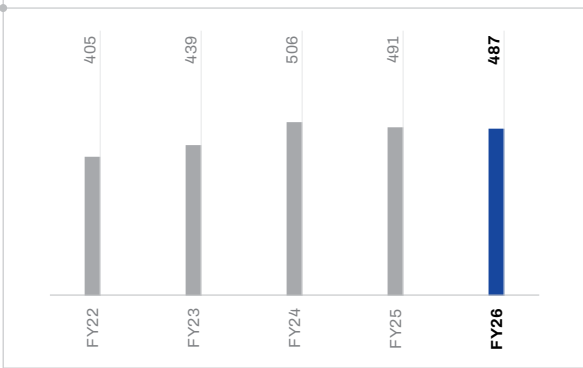


CC Rod production (Kt)

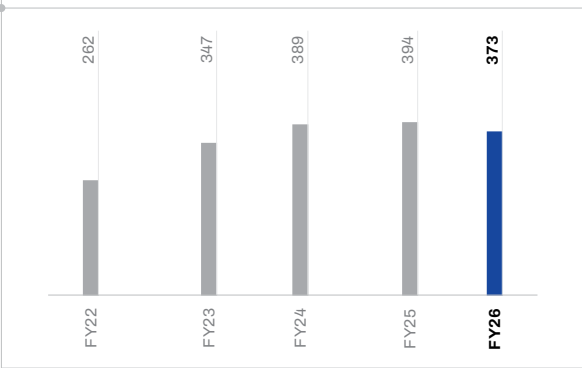


Note: Actual production including fixed term contract volumes

Copper Metal Sales in All Forms (Kt)



Copper VAP - CC Rod Sales (KT)



Production of copper cathode stood at 420 Kt in FY 2025-26, up 4% year-on-year. Production of continuous cast rods was 467 Kt in FY 2025-26, compared to 472 Kt in FY 2024-25.

Total copper metal sales (all forms) were 487 Kt in FY 2025-26, marginally lower than 491 Kt in the previous year, primarily impacted by increased imports into India affecting domestic market demand. Sales of value-added products (copper continuous cast rods) stood at 373 Kt in FY 2025-26, down 5% from 394 Kt in FY 2024-25, reflecting demand pressures.

The share of value-added products (copper cathode rods) in total metal sales was 77% in FY 2025-26, compared to 80% in the previous year.

Financial Overview:

Revenue for the Copper segment increased by 28% to ₹69,838 crore in FY 2025-26 from ₹54,703 crore in FY 2024-25, primarily driven by higher average LME copper prices during the year.

EBITDA for the Copper business declined by 7% to ₹2,809 crore in FY 2025-26, compared to ₹3,025 crore in the previous year, largely on account of lower TC/RCs, partially offset by favourable macroeconomic conditions and improved by-product realisations.

| Description | (₹ crore) |        |          |
|-------------|-----------|--------|----------|
|             | FY26      | FY25   | % Change |
| Revenue     | 69,838    | 54,703 | 28%      |
| EBITDA      | 2,809     | 3,025  | -7%      |

Note: The above numbers are without elimination of Inter-segment revenue.

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Operational Overview:

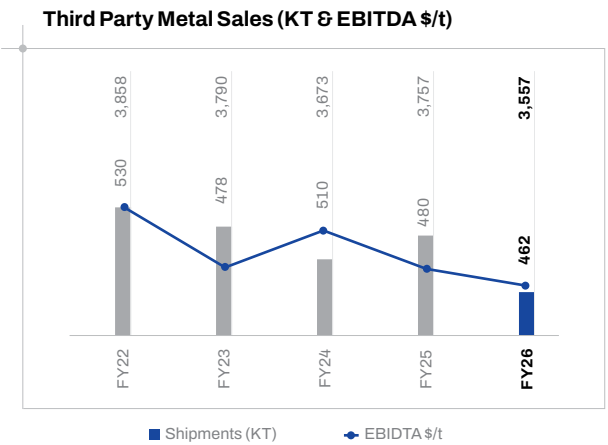
In FY 2025-26, Novelis' total shipments were down 5% over the past year, at 3.557 million tonnes. The decline in shipments is primarily attributable to the disruption caused by the fire at the Oswego facility in Novelis North America and softness in some specialties markets due to geo-political conditions. The share of beverage can sheet shipments were 62%, automotive body sheet shipments were at 18%, and specialties and aerospace shipments were at 17% and 3%, respectively. Novelis leveraged its extensive recycling footprint and favourable market conditions to utilise 61% recycled content in its shipments in FY 2025-26.

Novelis operates in four key geographies: North America, Europe, Asia, and South America. In North America in FY 2025-26, total third-party shipments were at 1.343 MnT, down from 1.518 MnT in FY 2024-25, with shipments declining across all product end markets due to production interruptions at Oswego.

In Europe, Novelis shipped 1.003 MnT in FY 2025-26, an increase from 0.985 MnT in FY 2024-25 (up 2%), driven by increased automotive shipments to support North America following production interruptions at Oswego, along with stronger beverage packaging demand.

In Asia, Novelis shipped 0.616 MnT of rolled products in FY 2025-26 vs 0.626 MnT in the previous year, primarily due to a decline in total third-party shipments compared to the previous year, as higher volumes were directed to support North America.

In South America, Novelis shipped 0.595 MnT in FY 2025-26, down from 0.628 MnT in FY 2024-25, a decrease of 5%, primarily due to a decline in total third-party shipments compared to the previous year, as higher volumes were directed to support North America. In FY 2025-26, Novelis reported an overall EBITDA/tonne of US\$462 a decrease from US\$480/tonne in the last year.



Financial Overview:

Net sales increased 7% versus the prior year to \$18.4 billion in FY 2025-26, primarily driven by higher average aluminium prices, partially offset by a 5% decrease in rolled product shipments to 3,557 KT.

Adjusted EBITDA decreased 9% to \$1.6 billion in fiscal year 2026 driven by an estimated negative \$104 million resulting from the Oswego fires and \$143 million from tariffs, partially offset by higher product pricing, lower SG&A costs, and favorable foreign exchange.

FY 2025-26 net income attributable to our common shareholder decreased 98% versus the prior year to \$15 million, primarily driven by the Oswego fires, restructuring charges, and unrealised derivative losses in the current year compared to gains in the prior year, partially offset by a favorable change in metal price lag. Net income attributable to our common shareholder, excluding special items, was down 38% year-over-year to \$476 million.

| Description                               | (\$ Million) |        |          |
|-------------------------------------------|--------------|--------|----------|
|                                           | FY26         | FY25   | % Change |
| Net Sales                                 | 18,434       | 17,149 | 7%       |
| Adjusted EBITDA                           | 1,645        | 1,802  | -9%      |
| Net Income/ (loss) without Special Items* | 476          | 764    | -38%     |

\* Special items include loss on extinguishment of debt, metal price lag, restructuring and impairment expenses, Sierre flooding, September and November Oswego fires, start-up costs, and tax effect on special items.

Financial Analysis and Outlook

The Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026, have been prepared in accordance with the Companies Act, 2013 ('the Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Indian Accounting Standards ('IND AS'). The audited Standalone and Consolidated Financial Statement forms part of this Integrated Annual Report.

| Description                                                                                     | (₹ crore)           |         |              |         |
|-------------------------------------------------------------------------------------------------|---------------------|---------|--------------|---------|
|                                                                                                 | Hindalco Standalone |         | Consolidated |         |
|                                                                                                 | FY 2025-26          | 2024-25 | FY 2025-26   | 2024-25 |
| Revenue from Operations                                                                         | 112,553             | 93,309  | 274,944      | 238,496 |
| Segment - Earnings Before Interest, Tax and Depreciation (EBITDA)                               |                     |         |              |         |
| Novelis*                                                                                        |                     |         | 14,546       | 15,242  |
| Aluminium (Including Utkal)                                                                     |                     |         |              |         |
| Aluminium Upstream                                                                              |                     |         | 18,884       | 16,262  |
| Aluminium Downstream                                                                            |                     |         | 978          | 633     |
| Copper (including DHIL)                                                                         |                     |         | 2,809        | 3,025   |
| Total Business Segment EBITDA                                                                   |                     |         | 37,217       | 35,162  |
| Inter-segment Profit/ (Loss) Elimination (Net)                                                  |                     |         | (512)        | (376)   |
| Unallocable Income/ (Expense) - (Net) & GAAP Adjustments                                        |                     |         | 1,392        | 710     |
| Total EBITDA                                                                                    | 17,590              | 12,558  | 38,097       | 35,496  |
| Depreciation & Amortisation (including impairment)                                              | 2,472               | 2,097   | 9,154        | 8,864   |
| Finance Cost                                                                                    | 886                 | 939     | 3,480        | 3,419   |
| Earning before Exceptional Items, Tax & Share in Profit/ (Loss) in Equity accounted Investments | 14,232              | 9,522   | 25,463       | 23,213  |
| Share in Profit/ (Loss) in Equity Accounted Investments (Net of Tax)                            |                     |         | (4)          | 3       |
| Earning before Exceptional Items and Tax                                                        | 14,232              | 9,522   | 25,459       | 23,216  |
| Exceptional Income/ (Expenses) (Net)                                                            | -                   | -       | (6,963)      | (879)   |
| Profit Before Tax (After Exceptional Items)                                                     | 14,232              | 9,522   | 18,496       | 22,337  |
| Tax Expense                                                                                     | 4,152               | 3,135   | 5,105        | 6,335   |
| Profit/ (Loss) After Tax                                                                        | 10,080              | 6,387   | 13,391       | 16,002  |

\* As per US GAAP

Appropriations to Reserves: \*

|                                                                              | (₹ crore)           |         |
|------------------------------------------------------------------------------|---------------------|---------|
|                                                                              | Hindalco Standalone |         |
|                                                                              | FY 2025-26          | 2024-25 |
| Appropriations to Reserves: *                                                |                     |         |
| Opening Balance in Retained Earnings and Other Comprehensive Income          | 32,713              | 26,174  |
| Total Comprehensive Income for the Current Year                              | 7,724               | 7,328   |
| Dividends paid                                                               | (1,110)             | (778)   |
| Hedging (Gain)/ Loss and cost of hedging transferred to non-financial assets | (26)                | (9)     |
| Employee Share Based Transactions                                            | 6                   | (2)     |
| Transferred to Debenture Redemption Fund                                     | -                   | -       |
| Closing Balance in Retained Earnings and Other Comprehensive Income          | 39,307              | 32,713  |

\*Standalone Basis

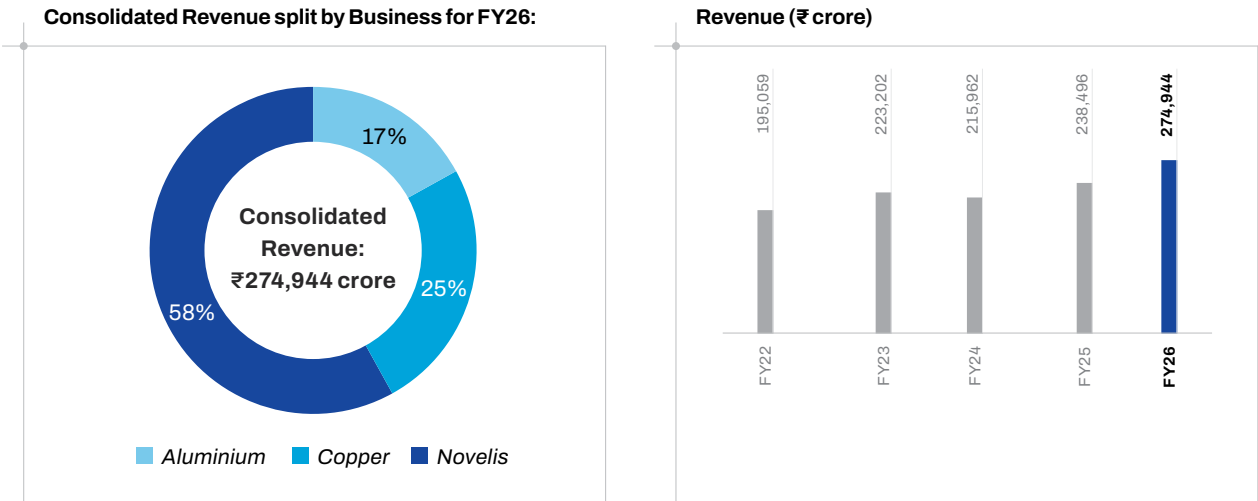
Dividend

For the year ended March 31, 2026, the Board of Directors of your Company has recommended a dividend of 500% (₹5 per equity share of face value ₹1 each), compared to ₹5 per equity share in the previous year.

CONSOLIDATED FINANCIAL STATEMENTS

Revenue

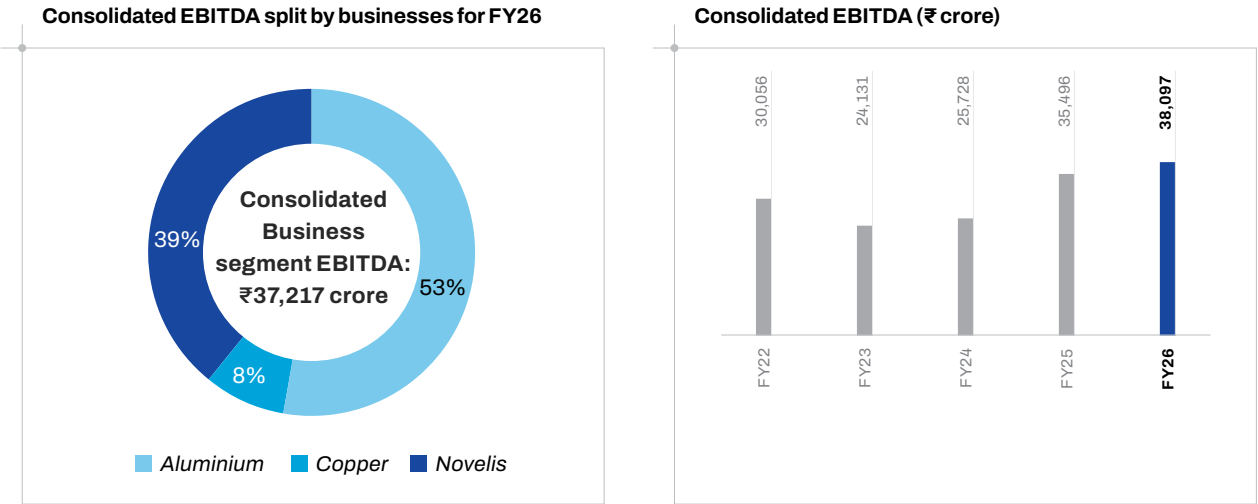
Hindalco's consolidated revenue increased by 15% to ₹274,944 crore in FY 2025-26 from ₹238,496 crore in FY 2024-25, primarily driven by favourable macroeconomic conditions, including higher aluminium and copper prices. The graphs below show the split of consolidated revenues by businesses in FY 2025-26 and the trend of revenues over the past five years.



Consolidated Earnings Before Interest Tax Depreciation and Amortisation (EBITDA)

Consolidated EBITDA for FY 2025-26 increased by 7% to ₹38,097 crore from ₹35,496 crore in FY 2024-25, driven by higher profitability in the Aluminium Upstream and Downstream and stable copper businesses.

EBITDA margins stood at 13.9% in FY 2025-26, compared to 14.9% in the previous year, reflecting changes in segment mix and cost dynamics during the year. The graphs show the consolidated EBITDA split by businesses in FY 2025-26 and trends over the past five years.



Finance Cost

Finance cost was increased by 1.78% at ₹3,480 crore in FY 2025 26 from ₹3,419 crore in FY 2024 25 mainly due to fresh borrowings availed in the current year by AV Minerals (Netherlands) N.V. and infused as equity in Novelis during the year.

Depreciation and amortisation (including net impairment loss/ (reversal) of non-current assets)

Depreciation and amortisation (including net impairment loss/(reversal) of non-current assets) increased to ₹9,154 crore in FY 2025-26 from ₹8,864 crore in FY 2024-25 primarily due to Major capitalisation done in FY 26 (Aditya Foil, Aditya FRP and Taloja Fin Coating line). These included ₹191 crore towards impairment of property, plant and equipment, and ₹32 crore for Capital Work-in-Progress & ₹101 crore towards Intangible Assets.

Exceptional Income/ (Expense)

In FY 2025–26, total exceptional expenses amounted to ₹6,963 crore, as compared to ₹879 crore in FY 2024–25. The significant increase was primarily attributable to the impact of major fire incidents at the Oswego, New York plant on 16 September 2025 and 20 November 2025, which resulted in a temporary suspension of operations.

No injuries were reported, as all employees were safely evacuated. The incidents led to damage of property, plant and equipment amounting to ₹318 crore and inventory write-downs of ₹1 crore. In addition, Novelis incurred idle fixed costs of ₹32 crore, repair and clean-up expenses of ₹2,271 crore, excess fulfilment costs of ₹5,356 crore, and other related expenses of ₹95 crore. These impacts were partially offset by property insurance recoveries of ₹716 crore recognised during the year.

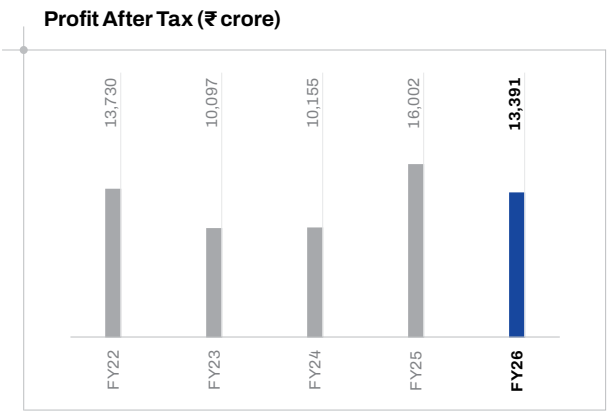
On June 30, 2024, our plant located in Sierre, Switzerland was impacted by exceptional flooding caused by unprecedented heavy rainfall. There were no injuries, as all employees were safely evacuated; however, water entered the plant premises and plant operations were halted for several weeks. Plant operations have since fully resumed. However, as a result of this event, the Company recognised impairment on property, plant and equipment and write down on inventory, Further during the previous year ended March 31, 2025, the Novelis incurred costs resulting from the shut down of the facility and efforts to restore operations, including idle fixed costs, repairs and clean-up costs, excess costs to fulfil customer contracts and other costs total amounting to ₹1,169 crore (\$ 139 Million) and last year insurance recovered amount is ₹290 crore. During the current year, Novelis recognised property insurance recoveries of ₹394 crore (\$ 43 Million).

Taxes

Provision for taxes was at ₹5,105 crore in FY 2025-26 against ₹6,335 crore in FY 2024-25. This decrease was due to exceptional expenses amounting to ₹6963 crore related to Oswego fire accounted in FY 2025-26, and during the year ended March 31, 2026, the Company elected to exercise the new tax regime (Section 115BAA of the Income-tax Act, 1961) permitted thereunder with effect from April 1, 2026. Accordingly, deferred tax balances as at March 31, 2026, have been remeasured based on the tax rates applicable under the new tax regime. This has resulted in a write-back of net deferred tax liability amounting to ₹505 crore and the reversal of a net deferred tax asset of ₹210 crore, which had been recognised in profit and loss and Other Comprehensive Income, respectively, for the year ended March 31, 2026.

Profit/ (Loss) after tax

Profit After Tax (PAT) in FY 2025-26 was at ₹13,391 crore from ₹16,002 crore a year ago. The net profit margin in FY 2025-26 was at 4.87% Vs 6.71% in FY 2024-25.



Consolidated Net Debt to EBITDA

The consolidated balance sheet continued to remain strong with the Net Debt to EBITDA at 1.83 times at the end of March 2026 Vs 1.06 times at the end of March 2025. (Net Debt to EBITDA = Consolidated Net Debt /EBITDA)

Note: EBITDA = TTM Adjusted Segment EBITDA (excluding treasury income)

Key Financial Ratios

i. Debtors Turnover (Days)

The Consolidated Debtors turnover days on 31st March 2026 were 31 days compared to 28 days on 31st March 2025. This replicates the Company’s consistency in managing its credit with customers and underscores the Company’s strong financial position with respect to its customers. Debtor Turnover (Days) is calculated as Average Debtors/Total Consolidated Sales 365 days.

ii. Inventory Turnover (Days)

The Consolidated Inventory Turnover days on 31st March 2026 was at 83 days Vs 69 days at the end of 31st March 2025. Inventory (days) is calculated by dividing the Average Inventory by Revenue from Operations \* 365 days.

iii. Interest Coverage Ratio

The Consolidated net interest coverage ratio on 31st March 2026 stands at 10.95 times compared to 10.4 times on 31st March 2025. This is higher compared to the previous year due to higher earnings (EBIT). This ratio reflects the Company's ability and strength to meet its interest obligations.

iv. Current Ratio

The Consolidated Current/Liquidity Ratio as on 31st March 2026 stands at 1.21 times Vs 1.56 times at the end of 31st March 2025.

v. Debt to Equity Ratio

The Consolidated Debt-to-Equity Ratio as on 31st March 2026 is well below 1.0x, at 0.73 times compared to 0.52 times as on 31st March 2025. This is indicative of the Company's strong balance sheet and ability to meet its current short-term obligations.

vi. Return on Net Worth (RoNW)

The Consolidated Return on Net Worth as on 31st March 2026 is 10.29%, compared to 13.92% on 31st March 2025. This decrease was primarily because of decline in Profit After Tax. This is calculated as Profit After Tax/Average Net Worth

vii. Operating Margins

The Consolidated operating margins for FY 2025-26 stands at 12.81% Vs 13.75% in FY 2024-25 indicating stable operating profit in the reporting period compared to the previous year. Operating Margin is calculated as Operating Profit/Net Sales.

viii. Net Profit Margins

The Consolidated Net Profit Margins as on 31st March 2026 stands at 4.87% compared to 6.71% as on 31st March 2025. The decrease is on account of exceptional expenses recorded during the reporting period. It is calculated as Net Profit/Net Sales.

Consolidated Cash Flow

Cash generated from operations for Hindalco Consolidated stands at ₹10,250 crore in FY 2025-26 Vs ₹24,410 crore in FY 2024-25.

The table below shows the comparative movement of cash flows in FY 2025-26 Vs FY 2024-25:

| Particulars                                                                 | (₹ in crore)          |                       |
|-----------------------------------------------------------------------------|-----------------------|-----------------------|
|                                                                             | Consolidated          |                       |
|                                                                             | Year ended 31-03-2026 | Year ended 31-03-2025 |
| <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                                  |                       |                       |
| Operating Cashflow before working capital changes                           | 30,963                | 32,198                |
| Changes in working capital                                                  | (14,237)              | (2,321)               |
| Cash generated from operations before Tax                                   | 16,726                | 29,877                |
| (Payment)/Refund of Direct Taxes                                            | (6,476)               | (5,467)               |
| Net Cash generated/ (used) -Operating Activities - Continuing Operations    | 10,250                | 24,410                |
| Net Cash Generated/ (Used) - Operating Activities - Discontinued Operations | -                     | -                     |
| Net Cash Generated/ (Used) - Operating Activities (a)                       | 10,250                | 24,410                |
| <b>CASH FLOW FROM INVESTMENT ACTIVITIES</b>                                 |                       |                       |
| Net Capital Expenditure                                                     | (29,758)              | (20,404)              |
| Disposal of Investments in Subsidiaries/Businesses (Net)                    | 53                    |                       |
| (Purchase) / Sale of treasury instrument (Net)                              | (1,188)               | (7,148)               |
| Acquisition of business, net of cash acquired                               |                       |                       |
| Investment in equity accounted investees                                    | (137)                 | (12)                  |
| Loans & Deposits (given) / received back (Net)                              | 1,933                 | 1,879                 |
| Interest and dividends received                                             | 1,201                 | 857                   |
| Investment in Equity Shares at FVTOCI                                       | -                     | (130)                 |
| Others                                                                      | 1,313                 | 219                   |
| Net Cash Generated/ (Used) - Investing Activities (b)                       | (26,583)              | (24,739)              |
| <b>CASH FLOW FROM FINANCING ACTIVITIES</b>                                  |                       |                       |
| Treasury shares acquired & Proceeds from Shares Issued by ESOP Trust        | (117)                 | (104)                 |
| Net Debt inflows                                                            | 26,105                | 3,110                 |
| Interest & Finance Charges paid                                             | (4,791)               | (4,044)               |
| Dividend Paid (including Dividend Distribution Tax)                         | (1,110)               | (778)                 |
| Net Cash Generated/ (Used) - Financing Activities (c)                       | 20,087                | (1,816)               |
| Net Increase/(decrease) in Cash and Cash Equivalents (a) +(b) + (c)         | 3,754                 | (2,145)               |



The Company also advanced digitalisation programmes on developing advanced process models and dashboards, in collaboration with the Digital team to provide vital insights to operations and maintenance teams to achieve desired process performance. The technical competencies developed through these initiatives are expected to play a significant role in the adoption of advanced technologies, enhancing operational performance and strengthening new products and applications pipeline.

Bauxite & Alumina RD&T:

The Hindalco Innovation Centre for Alumina (HICA), Belagavi, continued its journey of excellence in bauxite and alumina research, driving process innovation, product development, and strategic technical support for Hindalco's alumina refineries. The Centre remained focused on the characterisation and validation of diverse bauxite sources, process optimisation across critical Bayer process stages, and development of advanced speciality alumina and alumina hydrate (ATH) products.

To support the operational and technological requirements of Hindalco's four alumina refineries, HICA undertook extensive processability studies on multiple new bauxite types and identified optimal operating conditions for desilication, digestion, clarification, and precipitation through design-of-experiments and laboratory simulations. The centre also focused on impurity ingress mapping and control strategies, enhancement of overall alumina recovery, and standardisation of KPIs and analytical protocols.

HICA played a key role in supporting the design development of the upcoming Aditya Refinery by providing critical technical inputs. These included SysCAD-based mass and energy balance simulations, comprehensive processability assessments of the source bauxite, characterisation of bauxite residue; and evaluation of speciality chemicals to enable process optimisation and performance enhancement.

In the area of specialty alumina, HICA collaborated closely with the marketing and operations teams to develop new products for applications across refractory materials, industrial and electronic ceramics, semiconductors, polishing and abrasives, wire and cable insulation, and flame-retardant polymers and composites. During the reporting year, three new products were successfully commercialised, while over 25 additional products and applications progressed through various development stages.

Key Development Areas Included:

Pilot scale boehmite production for battery applications, spherical alumina for thermal interface materials, ultra low soda alumina for advanced ceramics, high purity alumina

for semiconductor uses, alumina based formulations for investment casting, and superfine hydrates for flame retardant cables; were developed during the reporting year. HICA also filed three patents and presented 18 technical papers at national and international conferences, highlighting progress in high value alumina applications. Collaboration remained a key strength





# Report of the Board of Directors

[INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS]

DISCLOSURES IN TERMS OF THE PROVISIONS OF THE COMPANIES ACT, 2013 [“THE ACT”] AND SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 [“SEBI LISTING REGULATIONS”]

Dear Members,

The Board of Directors of Hindalco Industries Limited [“Your Company” or “the Company”] is pleased to present the 67<sup>th</sup> [Sixty-Seventh] Annual Report and the 6<sup>th</sup> [Sixth] Integrated Annual Report of your Company along with the audited financial statements for the financial year [“FY”] ended March 31, 2026. [“year under review” / “FY 2025-26”].

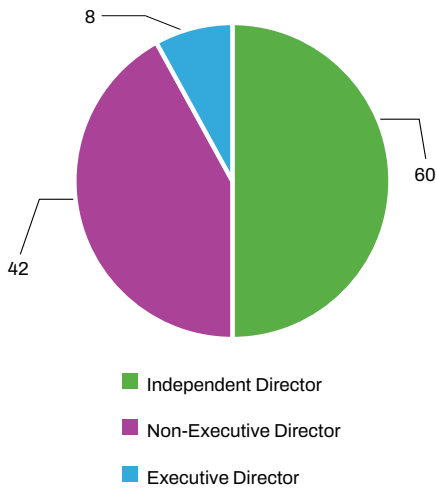
A. Board of Directors [“Board”]

(i) Meetings of the Board

During the year under review, 5 [five] Meetings of the Board of Directors were held. The details of the meetings of the Board of the Company held during the FY 2025-26, along with the attendance of the Directors thereat, are provided in the Corporate Governance Report forming part of this Integrated Annual Report.

The Board confirms that the maximum interval between any two consecutive meetings during the year did not exceed 120 days, as prescribed under the Act and the SEBI Listing Regulations.

(ii) Board Constitution and Changes [in %]



As of March 31, 2026, the Board comprised 12 [twelve] Directors, including 4 [four] women Directors. Of the total Directors, 6 [six] were Independent Directors, 5 [five] were Non-Executive Directors and a Managing Director.

# Report of the Board of Directors

[INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS]

### Outcome of Evaluation

The Directors rated the Board highly across key parameters such as experience, qualifications and diversity, and expressed overall satisfaction with the effectiveness of its functioning, including the comprehensiveness of meeting agendas and the Company's sustainability and digital strategies. Board processes were regarded as efficient, disciplined and well supported. The Committees were similarly appreciated for their composition, effectiveness and inclusive approach, while the Board composition was considered well balanced with strong expertise across critical domains. The Directors' knowledge, time commitment and valuable external perspectives were also positively acknowledged. The Chairman's performance was commended, with the Board noting his effective leadership and continued emphasis on active participation and meaningful contributions from all Directors.

Based on the evaluation carried out, the Board concluded that the overall performance of the Board, its Committees, Chairperson and other Directors were effective and satisfactory.

### B. Committees of the Board

The Board of Directors has constituted 7 [Seven] Committees to assist in discharging its responsibilities effectively. These include the Audit Committee, Corporate Social Responsibility ["CSR"] Committee, Risk Management & Environment, Social & Governance ["RM&ESG"] Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee ["SRC"], Prohibition of Insider Trading ["PIT"] Committee and the Executive Committee ["EC"].

The Board, at its meeting held on May 22, 2026, approved the renaming of the Finance Committee as the Executive Committee to more accurately reflect its expanded scope, responsibilities and decision making authority.

### Reconstitution of the Board Committees:

The Board wishes to inform that during the year under review, the Committees of the board were reconstituted, as detailed below:

| Sr. No. | Name of Committee                          | Inducted to the Committee w.e.f. August 13, 2025 |
|---------|--------------------------------------------|--------------------------------------------------|
| 1       | *Audit Committee                           | Mr. Sudhir Mital                                 |
| 2       | *Nomination & Remuneration Committee       | Ms. Sukanya Kripalu                              |
| 3       | *Corporate Social Responsibility Committee | Dr. Vikas Balia                                  |
| 4       | ^Executive Committee                       | Mr. Sudhir Mital                                 |
|         |                                            |                                                  |

Report of the Board of Directors

[INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS]

*SBEB Regulations*]. The cashless exercise mechanism enables eligible employees to exercise their Stock Options and PSUs without requiring any upfront cash payment towards the exercise price and applicable taxes. Under this mechanism, at the time of exercise, the EWT sells such number of shares as may be required to recover the exercise price, applicable taxes and other statutory obligations/charges and the balance shares, if any, are transferred to the respective employees.

The details of Stock Options and PSUs granted pursuant to schemes and the other disclosures in compliance with the provisions of the SEBI SBEB Regulations, are available on your Company's website at [www.hindalco.com](http://www.hindalco.com).

A Certificate from the Secretarial Auditor, with respect to implementation of your Company's ESOS, will be available at the ensuing AGM for inspection by the Members.

F. Related Party Transactions ["RPT"]

[Section 134(3)(h) & Section 188(1) of the Act & Rule 8 of the Companies (Accounts) Rules, 2014 & R.23 of SEBI Listing Regulations, as amended]

i. RPTs at Hindalco:

During the year under review, the Company entered into transactions with related parties, including entities directly and/or indirectly controlled by members of the Promoter and Promoter Group, in the ordinary course of business and on an arm's length basis.

These transactions primarily pertain to the purchase and sale of goods and services and are in compliance with the provisions of the Act, the SEBI Listing Regulations and Indian Accounting Standards ["IND AS"] 24.

The related parties with whom the Company transacts contribute significantly to operational efficiency and competitiveness. Such arrangements have consistently enabled cost and quality advantages without compromising service levels and are based on sound commercial principles. It is ensured that all transactions are undertaken at competitive commercial terms, including pricing, manufacturing capabilities and quality standards.

As part of the annual planning process, prior to the commencement of the FY, the Company presents to

the Audit Committee, the details of proposed RPTs, including

# Report of the Board of Directors

[INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS]

total number of subsidiaries standing at 55 [fifty-five] as at the end of the year.

Further, consequent to the incorporation of 4 [four] Limited Liability Partnerships [LLPs] the number of associates and joint venture increased from 15 [fifteen] to 19 [nineteen].

i. Companies/bodies corporate which became subsidiary during the financial year 2025-26:

| Sr. No. | Name of the Company/Body Corporate                    |
|---------|-------------------------------------------------------|
| 1       | Aditya Holdings LLC <sup>1</sup>                      |
| 2       | EMIL Mines and Mineral Resources Limited <sup>2</sup> |

The details of transactions are as follows:

<sup>1</sup>A.V. Minerals (Netherlands) N.V., a wholly owned subsidiary of the Company acquired 100 % stake in a Company namely Aditya Holdings LLC [Aditya] on June 19, 2025, thereby making it a step-down wholly owned subsidiary of the Company.

Further Aditya entered into a definitive agreement to acquire 100% stake in AluChem Companies, Inc., subject to receipt of requisite regulatory approvals and fulfilment of customary closing conditions. In this regard, filings were made with the Committee on Foreign Investment in the United States [“CFIUS”] and the review process commenced in accordance with applicable statutory requirements. The transaction will be consummated upon receipt of CFIUS approval.

<sup>2</sup>EMIL Mines and Mineral Resources Limited became a wholly owned subsidiary of the Company w.e.f December 1, 2025.

ii. Companies/bodies corporate which ceased to be subsidiary during the financial year 2025-26:

| Sr. No. | Name of the Company/Body Corporate    |
|---------|---------------------------------------|
| 1       | Novelis South America Holdings LLC    |
| 2       | Novelis PAE SAS                       |
| 3       | Novelis Services (North America) Inc. |
| 4       | Novelis Services (Europe) Inc.        |
| 5       | Novelis ALR Rolled Products, LLC      |
| 6       |                                       |



# Report of the Board of Directors

[INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS]

Nomination and Executive Remuneration Policy ["Remuneration Policy"] is consistent with prevailing industry practices and aims to attract, retain and motivate talent across all levels. There has been no change in the Remuneration Policy during the year under review.

The Remuneration Policy of your Company, formulated by the NRC of the Board is annexed as **Annexure VI** to this Report and also available on your Company's website at [www.hindalco.com](http://www.hindalco.com).

The Board affirms that the remuneration paid to the Directors during the year is in accordance with the terms and parameters laid out in the said policy.

## N. Business Responsibility and Sustainability Report [R.34(2)(f) of SEBI Listing Regulations]

In accordance with the applicable provisions, the Business Responsibility and Sustainability Report ["BRSR"] forms part of this Integrated Annual Report. The report outlines the Company's initiatives from an Environmental, Social and Governance ["ESG"] perspective.

The Company's BRSR includes our responses to questions about our practices and performance on key principles defined by SEBI Listing Regulations as amended from time to time, which cover topics across all ESG dimensions. Further SEBI vide its Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, updated the format of BRSR to incorporate BRSR core, a subset of BRSR indicating specific KPIs under nine principles of business responsibility which are subject to mandatory reasonable assurance by an independent assurance provider. In compliance with this requirement, the Company appointed Bureau Veritas (India) Private Limited as the assurance provider for BRSR Core.

## O. Directors' Responsibility Statement [S. 134(3) (c) of the Act]

Your Directors state that:

- a) in the preparation of the annual accounts, applicable accounting standards have been followed along with proper explanations relating to material departures if any;
- b) accounting policies selected have been applied

consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at the end of the FY and of the profit of your

# Report of the Board of Directors

[INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS]

Our Group's Purpose "To enrich lives, by building dynamic and responsible businesses and institutions, that inspire trust"—serves as a guiding principle in setting the highest standards of corporate governance. It reflects our unwavering commitment to transparency, accountability and ethical conduct in all aspects of our operations.

The Board remains steadfast in its belief that strong governance is essential to driving performance, fostering innovation and creating enduring value for all stakeholders.

The Report on Corporate Governance, as stipulated under the SEBI Listing Regulations, forms an integral part of this Integrated Annual Report.

The Company has duly complied with the Corporate Governance requirements as set out under the SEBI Listing Regulations. In this regard,

M/s. Dilip Bharadiya & Associates, Company Secretaries, has certified that the Company is and has been, in compliance with the conditions of Corporate Governance as prescribed under the said regulations. The certificate issued by them is annexed to this Report as **Annexure VIII**.

**R. Particulars of Loans, Guarantees and Investments** [S.186 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014]

Details of loans, guarantees and investments as on 31<sup>st</sup> March 2026, form part of the Notes to the financial statements provided in this Integrated Annual Report.

**S. Extract of Annual Return** [S.92(3) of the Act read with Companies (Management and Administration) Rules, 2014]

An extract of the Annual Return of your Company for FY 2025-26 is available at Company's website [www.hindalco.com](http://www.hindalco.com).

**T. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013** [In accordance with the Companies (Accounts) Second Amendment Rules, 2025, notified by MCA on May 30, 2025.]

The Board affirms that the Company is fully compliant with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and

# Report of the Board of Directors

[INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS]

| Unit/Mines                                      | Category    | Award / Recognition                                                                                                                                                                  |
|-------------------------------------------------|-------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Hirakud                                         | ESG         | Silver ESG Award 2025 by IBAAS & Cetizion Verifica                                                                                                                                   |
|                                                 |             | Award for efficient use of Ash in building materials by Mission Energy Foundation Award                                                                                              |
|                                                 |             | Zero Liquid Discharge Plant of the Year Water Efficient Captive Power Plant of the Year by Council of Enviro Excellence [4 <sup>th</sup> National Power-Gen Water Management Awards] |
|                                                 | CSR         | Mahatma Award for CSR work at the India International Centre                                                                                                                         |
|                                                 | Operations  | NAMC Diamond Trophy                                                                                                                                                                  |
|                                                 | Energy      | SEEM Award for Certified Energy Manager                                                                                                                                              |
| Gare Palma                                      | Energy      | 26 <sup>th</sup> National Award for Excellence in Energy Management                                                                                                                  |
|                                                 | Safety      | 5-Star Rated Mine from Ministry of Coal                                                                                                                                              |
|                                                 | CSR         | Gold Award (Sustainable Development) at the 12 <sup>th</sup> CSR Times Awards 2025.                                                                                                  |
| Baphlimali                                      | ESG         | 5-Star rating under the Sustainable Development Framework from IBM, Ministry of Mines.                                                                                               |
|                                                 |             | Best Performance Award in Mining and Quarrying Sector                                                                                                                                |
|                                                 | Safety      | FAME National Award [Platinum] 2024-25                                                                                                                                               |
|                                                 |             | Bala Gulsan Tandon Award from FIMI                                                                                                                                                   |
| Bagru & Gare Palma Mines                        | Operations  | 10 awards at CII-SHE Awards 2024–25                                                                                                                                                  |
| Gare Palma, Amtipani, Baphlimali & Pakhar Mines | Recognition | Gold Medal IRIM National Awards for Manufacturing Competitiveness 2024–25.                                                                                                           |
|                                                 |             | Golden Rainbow VIBGYOR Award- Geominetech 2024                                                                                                                                       |
| Gare Palma, Bagru & Baphlimali Mines            | Safety      | British Safety Council Awards 2024                                                                                                                                                   |
| Bagru                                           | Safety      | British Safety Council Awards 2026                                                                                                                                                   |
| Samri                                           | CSR         |                                                                                                                                                                                      |

# Annexure I

## Information: Remuneration of Directors & Employees

Details pertaining to remuneration as required under Section 197(12) of the Act & Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- a) Total number of permanent employees as on March 31, 2026: 24,052 [previous year: 22,947]
- b) Median remuneration of employees for Financial Year 2025-26: ₹ 8,39,768 [previous year: ₹ 7,58,558]
- c) Percentage increase/(decrease) in the median remuneration of employees: ~ 10.71%  
[previous year: (4.83%)]
- d) Average percentage increase/(decrease) in the salaries of employees other than the managerial personnel: ~10.49% [previous year: (4.80%)]
- e) Average percentage increase in salaries of the managerial personnel: ~ 2.69% [previous year: (3.52%)]
- f) Ratio of the remuneration of each director to the median remuneration of the employees; and percentage increase/ (decrease) in remuneration of each Director and Key Managerial Personnel [“KMP”]:

| Sl. No.                                                                      | Name                                    | Designation                        | Increase / (decrease) % | Ratio to median remuneration |
|------------------------------------------------------------------------------|-----------------------------------------|------------------------------------|-------------------------|------------------------------|
| Non- Executive Directors <sup>(1)</sup><br>[Including Independent Directors] |                                         |                                    |                         |                              |
| 1.                                                                           | Mr. Kumar Mangalam Birla <sup>(2)</sup> | Chairman & Non- Executive Director | 7.41                    | 0.35                         |
| 2.                                                                           | Mrs. Rajashree Birla <sup>(3)</sup>     | Non- Executive Director            | (0.13)                  | 47.04                        |
| 3.                                                                           | Ms. Ananyashree Birla                   | Non- Executive Director            | 34.00                   | 3.99                         |
| 4.                                                                           | Mr. Aryaman Vikram Birla                | Non- Executive Director            | 36.00                   | 4.05                         |
| 5.                                                                           | Mr. Sushil Agarwal                      | Non- Executive Director            | 26.60                   | 5.42                         |
| 6.                                                                           | Ms. Alka Bharucha                       | Independent Director               | 30.19                   | 4.11                         |
| 7.                                                                           | Mr. Anjani Kumar Agr                    |                                    |                         |                              |

# Annexure II

## Dividend Distribution Policy

### 1. Introduction

- 1.1 As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company is required to formulate and disclose its Dividend Distribution Policy. Accordingly, the Board of Directors of the Company ('the Board') has approved this Dividend Distribution Policy for the Company at its meeting held on 13th February, 2017 as amended on 22nd February, 2021 and reviewed on 13th February, 2024.
- 1.2 The objective of this policy is to provide clarity to stakeholders on the dividend distribution framework to be adopted by the Company. The Board of Directors shall recommend dividend in compliance with this policy, the provisions of the Companies Act, 2013 and Rules made thereunder and other applicable legal provisions.

### 2. Target Dividend Payout

- 2.1. Dividend will be declared for any financial year out of the profits of the Company for that year or out of the profits of the Company for any previous financial year or years arrived at after providing for depreciation and remaining undistributed, or out of both;
- 2.2. The Board will endeavor to distribute a dividend in the range of 8% to 10% of the Free Cash Flow at Hindalco Consolidated Level (defined as Cash Flow after meeting interest, tax, other statutory dues, maintenance capital expenditure and working capital requirements at Hindalco consolidated level but before considering strategic capital expenditure and debt repayments/pre-payments) of the relevant year subject to compliances of the Companies Act, 2013 and all other applicable Regulations.

### 3. Factors to be considered for Dividend Payout

The Board will consider various internal and external factors, including but not limited to the following before making any recommendation for dividends:

- Free Cash Flow of the relevant year (as defined above)
- Stability of earnings
- Future capital expenditure, inorganic growth plans and reinvestment opportunities
- Industry outlook and stage of business cycle for underlying businesses
- Leverage profile and capital adequacy metrics
- Overall economic I regulatory environment
- Contingent liabilities
- Past dividend trends
- Buyback of shares or any such alternate profit distribution measure
- Any other contingency plans.

### 4. Review

This policy would be subject to revision I amendment on a periodic basis, as may be necessary.</

Annexure III

| Figures Indian Rupees (INR) in Crores & Foreign Currency (FC) in Million |                                |         |                    |          |          |              |                   |                                                |                    |                           |             |                                         |                          |                   |                    |
|--------------------------------------------------------------------------|--------------------------------|---------|--------------------|----------|----------|--------------|-------------------|------------------------------------------------|--------------------|---------------------------|-------------|-----------------------------------------|--------------------------|-------------------|--------------------|
| Sr.                                                                      | Name of the Subsidiary Company | Country | Reporting currency | Capital  | Reserves | Total Assets | Total Liabilities | Investments, Shares, Debenture, Bonds & Others | Turnover/ Revenues | Profit/ (Loss) before Tax | Tax Expense | Gain/ Loss from Discontinued Operations | Profit/ (Loss) after Tax | Proposed Dividend | % of Share Holding |
| 22                                                                       | Novelis de Mexico SA de CV     | Mexico  | INR                | 0.06     | (0.06)   | -            | -                 | -                                              | -                  | -                         | -           | -                                       | -                        | -                 | 100                |
|                                                                          |                                |         | USD                | 0.01     | (0.01)   | -            | -                 | -                                              | -                  | -                         | -           | -                                       | -                        | -                 | -                  |
| 23                                                                       | Novelis do Brasil Ltda.        | Brazil  | INR                | 1,727.45 | 6,548.74 | 22,411.79    | 14,135.60         | -                                              | 24,864.84          | 2,343.54                  | 605.72      | -                                       | 1,737.82                 | 1,771.50          | 100                |
|                                                                          |                                |         | BRL                | 958.53   | 3,633.78 | 12,435.89    | 7,843.59          | -                                              | 15,295.61          | 1,441.63                  | 372.61      | -                                       | 1,069.02                 | 1,089.7           |                    |

Annexure III

| Part B: Associates and Joint Ventures |                                                             |                                                                        |                  |                                                                                  |                                 |                                                                           |                                          |                                 |                                                   |
|---------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------|------------------|----------------------------------------------------------------------------------|---------------------------------|---------------------------------------------------------------------------|------------------------------------------|---------------------------------|---------------------------------------------------|
| Sr. no.                               | Name of Associates / Joint Ventures                         | Shares of Associate/Joint Ventures held by the company on the year end |                  |                                                                                  |                                 | Profit/Loss for the year                                                  |                                          |                                 |                                                   |
|                                       |                                                             | Latest Audited Balance Sheet Date                                      | Number of shares | Amount of investment (Carrying Value) in Associates / Joint Venture (₹ in crore) | Extent of Holding% attributable | Networth to Shareholding as per latest audited balance sheet (₹ in Crore) | Considered in consolidation (₹ in Crore) | Not considered in consolidation | Description of how there is significant influence |
| Associates                            |                                                             |                                                                        |                  |                                                                                  |                                 |                                                                           |                                          |                                 |                                                   |
| 1                                     | Aditya Birla Renewable Subsidiary Limited [ABRSL]           | 31-Mar-26                                                              | 131,819,410      | 131.82                                                                           | 26.00%                          | 509.27                                                                    | 132.41                                   |                                 | Note A                                            |
| 2                                     | Aditya Birla Renewable Utkal Limited [ABRUL]                | 31-Mar-26                                                              | 1,274,000        | 1.27                                                                             | 26.00%                          | 6.55                                                                      | 1.70                                     |                                 | Note A                                            |
| 3                                     | Aditya Birla Renewable Solar Limited [ABRSolar]             | 31-Mar-26                                                              | 41,210,426       | 41.21                                                                            | 26.00%                          | 147.23                                                                    | 38.28                                    |                                 | Note A                                            |
| 4                                     | Aditya Birla Science and Technology Company Private Limited | 31-Mar-26                                                              | 9,800,000        | 9.80                                                                             | 49.00%                          | 112.67                                                                    | 55.                                      |                                 |                                                   |

# Annexure IV

The details of Impact Assessment of CSR Projects are available on your website, at [www.hindalco.com](http://www.hindalco.com).

5.
- (a)

Average net profit of the company as per sub-section (5) of section 135: ₹ 6,059.11 Crore
- (b)

Two percent of average net profit of the company as per sub-section (5) of section 135: ₹ 121.18 Crore
- (c)

Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: NIL
- (d)

Amount required to be set-off for the financial year, if any: NIL
- (e)

Total CSR obligation for the financial year [(b)+(c)-(d)]: ₹ 121.18 Crore
6.
- (a)

Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 83.77 Crore
- (b)

Amount spent in Administrative Overheads: ₹ 5.93 Crore
- (c)

Amount spent on Impact Assessment, if applicable: ₹ 0.44 Crore
- (d)

Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 90.14 Crore
- (e)

CSR amount spent/unspent for the financial year: ₹ 32.00 Crore

| Total Amount Spent for the Financial Year.<br>[in ₹ crore] | Amount Unspent [in ₹ Crore]                                                            |                  |                                                                                                                      |        |                  |
|------------------------------------------------------------|----------------------------------------------------------------------------------------|------------------|----------------------------------------------------------------------------------------------------------------------|--------|------------------|
|                                                            | Total amount transferred to Unspent CSR Account as per sub-section (6) of section 135. |                  | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135. |        |                  |
|                                                            | Amount                                                                                 | Date of Transfer | Name of the Fund                                                                                                     | Amount | Date of Transfer |
| 90.14                                                      | 32.00                                                                                  | April 30, 2026   | -                                                                                                                    | -      | -                |

- (f)
- Excess amount for set-off, if any: Nil

# Annexure V

Disclosure of particulars with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as prescribed under Rule 8(3) of the Companies (Accounts) Rules, 2014.

## Part A- Conservation of Energy

### I. The steps taken on conservation of energy:

Company has undertaken several initiatives to enhance energy efficiency and reduce overall energy consumption across its operations, key measures include:

- a) **Capacity Building and Awareness-** Multiple internal training sessions were conducted on Decarbonization roadmap, Carbon Credit Trading Scheme [*“CCTS”*], Carbon Border Adjustment Mechanism [*“CBAM”*] and Product Carbon Footprint [*“PCF”*]. which were attended by a large number of Hindalco employees.
- b) **Energy efficiency improvements in aluminium smelters-** Implementation of advanced technologies was carried out to reduce energy consumption including Copper insert collector bars; Copper onsert collector bars; Graphitized cathodes and Solid bus bars.

During the year, the Company saw Reduction in Aluminium Smelter energy consumption through phased implementation of copper insert collector bar, Copper onsert collector bar, 100 % graphitized cathode, installation of solid bus bars etc.

During the year:

- i. 126 pots were modified with copper insert collector bars at *Renukoot & Hirakud* Smelters,
- ii. 91 pots were modified with copper onsert collector bar at *Mahan & Aditya*
- iii. 308 pots were equipped with solid bus bar at *Renukoot*.
- c) **Power Plant Optimization:** Efficiency improvements were achieved through
  - i. Turbine Generator [*“TG”*] revamping,
  - ii. Boiler & TG overhauling,
  - iii. Primary air circuit optimization.
- d) **Infrastructure upgrades:**
  - i. Revamping and relining of Soaking pits to improve thermal efficiency.
  - ii. Rationalization of motor, pump & fan capacities
  - iii. Replacement of inefficient pumps & motors with high efficiency pumps & motors.
- e) **Variable Load Management:** Installation of variable frequency drives VFDs in variable load application to optimize energy use.

- f) **Compressed Air system efficiency:** Enhanced system performance through:
  - i. Replacement of inefficient

# Annexure V

## III. The capital investment on energy conservation equipment

During the year, the Company made a total capital investment of ₹ 216.03 crores on Energy conservation equipment & projects.

### Part B – Technology Absorption

#### I. Efforts made towards technology absorption

The Company has undertaken significant initiatives across its units to absorb and implement advanced technologies aimed at improving operational efficiency, reducing energy consumption, and enhancing overall process reliability and sustainability.

- a) **Aditya Unit Initiatives**
  - i. Installed 40 Nos copper onsert collector bar pots in FY-26, taking the cumulative total to 69 pots, contributing to further reduction in specific energy consumption.
  - ii. Integrated large-scale Solar–Wind Hybrid renewable energy with pumped storage to ensure reliable low-carbon power supply.
- b) **Mahan Unit Initiatives**

Initiated replacement of copper insert bars with copper onsert bars to reduce power consumption in hot metal production; commissioning completed in 49 pots, taking the cumulative to 51 Pots.
- c) **Hirakud Unit Initiatives**
  - i. Installed 26 pots with copper insert collector bars, bringing the cumulative total to 640 pots by the end of FY26, contributing to improved electrical efficiency.
  - ii. Added 18 pots with fully graphitized cathode blocks, taking the total to 56 pots, resulting in lower voltage drop and enhanced conductivity.
  - iii. Completed renovation and modernisation of CPP-TG#3, increasing capacity from 100 MW to 110 MW and achieving a PHR improvement of 180 kcal/kWh.
  - iv. Deployed RUC (Rapid Under current) blocks in 2 pots to enhance cathode performance and optimise energy usage.
  - v. Upgraded to high-capacity cyclic refrigerant dryers to improve compressed air efficiency and reduce energy consumption.
  - vi. Upgraded Induction Furnace Static Frequency Converter to reduce electrical losses and enhance operational efficiency.
- d) **Renukoot Unit Initiatives-**
  - i. Implemented copper insert collector bars in 100 pots [Cumulative-154 Nos] to improve current efficiency and reduce energy losses.
  - ii. Installed solid bus bars in 308 pots [Cumulative-1725 Nos] to reduce electrical losses and enhance smelter efficiency.
  - iii. Replaced HT motor with LT motor and VFD in ISC slurry discharge pump, achieving ~179 kW power savings.
  - iv. Replaced reciprocating compressor with VFD-based screw compressor, reducing power consumption by ~40 kW.

# Annexure V

II. Benefits derived like product improvement, cost reduction, product development or import substitution

A. Benefits derived from existing products and development initiatives:

a. Aluminium Smelters:

- i Aluminium Smelting Innovation Centre along with Mahan plant team successfully commissioned the booster section to demonstrate 400+ kA pot design and magnetic compensation loop technologies developed jointed with Aditya Birla Corporate R&C centre [“ABSTC”]. This novel technology solution will facilitate higher amperage operation with improved energy efficiency. Centre also is focusing on deployment of technologies solutions like copper onserts collector bars, line design for reduction in SP energy consumption across smelters.
- ii New lining design with RUC trial at Hirakud 235kA: A robust lining design for RuC was developed and implemented in 2 pots at Hirakud 235 kA potline.

The energy gain with this new design is ~250 kWh/T Al compared to the similar age pots with existing design.

- iii Pot Controller Optimization at HKD 85KA: A new in-house slope and curvature algorithm was successfully deployed on POT-281 at the HKD-85kA line, establishing a more reliable foundation for automated control decisions. To optimize purge tracking, robust start/termination logic was designed alongside dedicated feeding strategies inspired from AP logic.

b. Birla Copper:

- i Recycling of ETP sludge, generated from copper operations, as a partial substitution of limestone chips used as flux in the Continuous Copper Converting Furnace. Pilot trials were carried out at Dahej and work is in progress to implement it at plant cale.
- ii Developed a technically and economically viable process for recovering nickel from de copperised refinery electrolyte bleed streams containing approximately 5/ g/L of nickel. Lab-scale optimisation of the nickel recovery process and finalised a nickel carbonate recovery scheme for adoption in the Copper V project. The work culminated in the grant of a patent.
- iii The plant-scale indigenous CJD feeder (BC3) for the Flash Smelter was successfully implemented and outperformed in comparison to existing CJD designs OEM in terms of heat loss, matte grade variability, CJD jamming, copper loss and furnace build up.
- iv Optimization of cooling in Cleaner-1, line speed and exit rod mill temperature were implemented at CCR-3 & CCR-4

# Annexure VI

## Remuneration Policy

Hindalco Industries Limited [*“the Company”*] an Aditya Birla Group [*“ABG”*] Company adopts this Executive Remuneration Philosophy/Policy as applicable across Group Companies of ABG. This philosophy/ policy is detailed below.

### Aditya Birla Group: Executive Remuneration Philosophy/Policy

At the Aditya Birla Group, we expect our executive team to foster a culture of growth and entrepreneurial risk-taking. Our Executive Remuneration Philosophy/Policy supports the design of programs that align executive rewards including incentive programs, retirement benefit programs, promotion and advancement opportunities with the long-term success of our stakeholders.

### Our business and organizational model

Our Group is a conglomerate and organized in a manner such that there is sharing of resources and infrastructure. This results in uniformity of business processes and systems thereby promoting synergies and exemplary customer experiences.

#### I. Objectives of the Executive Remuneration Program

Our executive remuneration program is designed to attract, retain and reward talented executives who will contribute to our long-term success and thereby build value for our shareholders.

Our executive remuneration program is intended to:

- 1. Provide for monetary and non-monetary remuneration elements to our executives on a holistic basis.
- 2. Emphasize “Pay for Performance” by aligning incentives with business strategies to reward executives who achieve or exceed Group, business and individual goals.

#### II. Covered Executives

Our Executive Remuneration Philosophy/Policy applies to the following:

- 1. Board of Directors;
- 2. Key Managerial Personnel as defined under Companies Act, 2013 and
- 3. Senior Management as defined under the Code of Conduct for the Board of Directors and the Senior Management Personnel of the Company

#### III. Business and Talent Competitors

# Annexure VI

## Risk and Compliance

We aim to ensure that the Group’s remuneration programs do not encourage excessive risk taking. We review our remuneration programs for factors such as, remuneration mix overly weighted towards annual incentives, uncapped pay-outs, unreasonable goals or thresholds, steep pay-out cliffs at certain performance levels that may encourage short-term decisions to meet pay-out thresholds.

## Claw back Clause

In an incident of restatement of financial statements, due to fraud or non-compliance with any requirement of the Companies Act, 2013 and the rules made thereunder, we shall recover from our executives, the remuneration received in excess, of what would be payable to him / her as per restated financial statements, pertaining to the relevant performance year.

## Implementation

The Group and Business Centre of Expertise teams will assist the Nomination & Remuneration Committee of the Company in adopting, interpreting and implementing the Executive Remuneration Philosophy/Policy. These services will be established through “arm’s length”, agreements entered into as needs arise in the normal course of business.

# Annexure VII

## FORM NO. MR-3

### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**HINDALCO INDUSTRIES LIMITED**  
21<sup>st</sup> Floor, One Unity Center,  
Senapati Bapat Marg, Prabhadevi,  
Mumbai 400013.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HINDALCO INDUSTRIES LIMITED** [hereinafter called “the Company”] having **CIN L27020MH1958PLC011238** for the financial year ended on **March 3**

# Annexure VII

- (vi) Other laws for which compliances were verified on test check basis, include the following:
- a) The Mines Act, 1952;

b) The Mines and Minerals (Regulation and Development) Act, 1957;

c) The Legal Metrology Act, 2009 and Rules & Regulations thereunder;

d) Environment Protection Act, 1986 and Rules and Regulations thereunder and

e) The Boilers Act, 1923 and rules and regulations made thereunder.

We have also examined compliance with the applicable clauses of the following:

1. Secretarial Standard namely, SS-1 and SS-2, respectively in relation to the meetings of the Board of Directors and General Meetings, issued by The Institute of Company Secretaries of India.
2. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the audit period, provisions of the following regulations were not applicable to the Company:

- a) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- b) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;

During the period under review, the Company complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards etc. mentioned above.

We have relied on the representations made by the Company and its officers and report of the Statutory Auditors, Internal Auditors and other designated professionals for systems and mechanism formed by the Company for compliances under other applicable Laws.

We further report that –

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the applicable provisions of the Act and SEBI LODR Regulations.

Adequate notice is given to all the Directors to schedule the Board and Committee Meetings. Agenda and detailed notes on agenda were sent at least 7 *[seven]* days in advance,

# Annexure VII

## ANNEXURE - I

List of documents verified:

1. Memorandum and Articles of Association of the Company.
2. Annual Report for the Financial Year ended March 31, 2025.
3. Minutes and Attendance Registers of the meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Risk Management and Sustainability Committee, Corporate Social Responsibility Committee, Stakeholders’ Relationship Committee held during the period under review.
4. Circular Resolutions approved by the Board of Directors and its Committees from time to time.
5. Minutes of General Body Meetings/ Postal Ballot held during the period under review.
6. Statutory Registers viz.
  - Register of Members;
  - Register of Debenture holders and other security holders;
  - Register of Directors and Key Managerial Personnel and their Shareholding;
  - Register of Employee Stock Options;
  - Register of loans, guarantee, security and acquisition made by the Company;
  - Register of Renewed and Duplicate Share Certificates;
  - Register of Charges and
  - Register of Contracts with Related Party and contracts and bodies, etc. in which directors are interested.
7. Agenda papers submitted to all the Directors / Members for the Board and Committee Meetings.
8. Declarations received from the Directors of the Company pursuant to the provisions of Sections 184(1), 164(2), 149(3) and 149(7) of the Act.
9. Intimations received from Directors under the Code of Conduct for Trading in Listed or Proposed to be Listed Securities of Hindalco Industries Limited.
10. Structured Digital Database in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015.
11. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Act, alongwith the attachments thereof, during the audit period.
12. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of the SEBI Listing Regulations.

## ANNEXURE - II

To,  
The Members,  
**HINDALCO INDUSTRIES LIMITED**

Our Secretarial Audit report of even date is to be read along with this letter,

- 1) Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of accounts of the Company.
- 4) Wherever required, we have obtained the Management representation about the compliance of laws,



# Annexure VIIA

## ANNEXURE - I

List of documents verified:

- 1. Memorandum & Articles of Association of the Company.
- 2. Annual Report for the financial year ended 31st March, 2025.
- 3. Minutes of the meetings of the Board of Directors along with Attendance Register held during the financial year covered under the report.
- 4. Minutes of General Body Meetings held during the financial year covered under the report.
- 5. Statutory Registers viz.
  - Register of Directors' & KMP
  - Register of Directors' Shareholding
- 6. Agenda papers submitted to all the directors / members for the Board Meetings.
- 7. Declarations received from the Directors of the Company pursuant to the provisions of Section 184 of the Companies Act, 2013.
- 8. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 2013 and attachments thereof during the financial year covered under the report.

## ANNEXURE - II

To,  
The Members,  
**UTKAL ALUMINA INTERNATIONAL LIMITED**  
Orissa

Our Secretarial Audit report of even date is to be read along with this letter,

- 1) Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of accounts of the Company.
- 4) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **DILIP BHARADIYA & ASSOCIATES**  
**DILIP BHARADIYA**  
**Partner**  
**FCS No.: 7956, C P No.: 6740**

# Annexure VIII

## CERTIFICATE FROM PRACTICING COMPANY SECRETARY ON CORPORATE GOVERNANCE

The Members of  
**Hindalco Industries Limited**  
Mumbai

1. The Corporate Governance Report for the year ended **March 31, 2026**, prepared by **Hindalco Industries Limited** [hereinafter the “Company”], having CIN: L27020MH1958PLC011238, contains details as required by the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended [“the Listing Regulations”],

### Management’s Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations.

### Auditor’s Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to certify whether the Company has complied with the specific requirements of the Listing Regulations referred to in paragraph 3 above.
5. We examined the compliance of the conditions of Corporate Governance, as stipulated under Regulations 17 to 27, Regulation 46 and para C, D & E of Schedule V of the Listing Regulations. The procedures selected depend on the auditor’s judgement, including the assessment of the risks associated with non- compliance of the Corporate Governance requirements as per the Listing Regulations.
6. The scope of such audit included the following:
- i. Reading and understanding of the information prepared by the Company and included in its Corporate Governance Report;
  - ii. Obtained and verified that the composition of the Board of Directors w.r.t. executive and non-executive directors, met the prescribed criteria throughout the reporting period;
  - iii. Obtained and read the Directors’ Register as on March 31, 2026 and verified that atleast one women director was on the Board during the year;
  - iv. Obtained and read the minutes of the Board, Members, Committee’s meetings held during April 1, 2025 to March 31, 2026;
  - v. Obtained necessary representations and declarations from directors of the Company including the Independent Directors; and
  - vi. Conducted necessary inquiries with the management and also obtained necessary specific representations from the management.

The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report





Table below summarises the key skills, expertise and competence required for the Company and is taken into consideration while nominating candidates to serve on the Board.

|                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <div></div> <div><b>Corporate Governance, Legal Aptitude &amp; Compliance</b><br/>Directors must uphold the highest standards of governance, ensuring compliance with international laws and ESG regulations while guiding ethical business conduct across jurisdictions.<br/><br/><b>100%</b><br/>No. of Directors 12/12</div>                                      | <div></div> <div><b>Environmental and Social Sustainability</b><br/>Experience in leading the sustainability and ESG visions of organisations, to be able to integrate these into the strategy of the Company.<br/><br/><b>100%</b><br/>No. of Directors 12/12</div>                                                                                                                           |
| <div></div> <div><b>Financial Literacy</b><br/>Sound financial understanding, including evaluation of financial statements, capital allocation decisions, cost efficiency, and performance metrics relevant to capital intensive metals and mining operations as well as downstream consumer facing businesses.<br/><br/><b>92%</b><br/>No. of Directors 11/12</div> | <div></div> <div><b>General Management</b><br/>Experience in overseeing large, complex, and capital intensive organisations, with the ability to provide strategic direction, monitor execution, and support sustainable growth across diversified and global operations.<br/><br/><b>100%</b><br/>No. of Directors 12/12</div>                                                                |
| <div></div> <div><b>Human Resource</b><br/>Knowledge of workforce strategy, leadership development, succession planning, and organisational transformation. This capability supports talent retention, safety culture, employee engagement, and effective management of a global and diverse workforce.<br/><br/><b>67%</b><br/>No. of Directors 8/12</div>        | <div></div> <div><b>Innovation, Technology and Digitisation</b><br/>Insight into industrial digitisation, automation, data driven decision making, and green technologies. This capability supports operational excellence, productivity improvement, and innovation led sustainability across manufacturing and supply chain processes.<br/><br/><b>75%</b><br/>No. of Directors 9/12</div> |

|                                                                                                                                                                                                                                    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <div></div> <div><b>Marketing</b><br/>Understanding of global B2B marketing, industrial brand positioning, customer engagement strategies</div> |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|















| ATTENDANCE:                                                                                                                              |                                     |                                     |                          |
|------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|--------------------------|
| Members                                                                                                                                  | Meeting details                     |                                     |                          |
|                                                                                                                                          | 1                                   | 2                                   | %                        |
|                                                                                                                                          | May 20, 2025                        | Aug. 12, 2025                       |                          |
| Mr. Arun Adhikari                                                                                                                        | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | 100                      |
| Mr. Kumar Mangalam Birla                                                                                                                 | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | 100                      |
| Ms. Sukanya Kripalu <sup>1</sup>                                                                                                         | <input type="checkbox"/>            | <input type="checkbox"/>            | <input type="checkbox"/> |
| Mr. Yazdi Dandiwala <sup>2</sup>                                                                                                         | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | 100                      |
| <input checked="" type="checkbox"/> Present <input checked="" type="checkbox"/> Leave of Absence <input type="checkbox"/> Not Applicable |                                     |                                     |                          |
| <sup>1</sup> Appointed as a Member of the Committee w.e.f. Aug. 13, 2025                                                                 |                                     |                                     |                          |
| <sup>2</sup> Ceased to be a Member of the Committee post completion of second term as an Independent Director w.e.f. Aug. 13, 2025       |                                     |                                     |                          |

### Core Responsibilities and Focus areas:

- Oversee evaluation process
- Succession Planning
- Defining criteria for appointment/ remuneration and other terms & conditions thereto of Directors & Senior Management
- Recommendation of commission payable to Non-Executive Directors

The NRC oversees the succession management of Board of Directors, Key Managerial Personnel [KMP] and Senior Management Personnel [SMP], evaluation framework & process and approval of the Company's ESOP Schemes.

All the Directors of the Company are appointed / re-appointed by the Shareholders based on recommendations of the NRC and Board. The Director(s) are appointed individually through separate resolutions.

**Succession Planning:** The Company recognizes that effective succession planning is critical to ensuring long term continuity, stability and sustainability. Accordingly, the

RISK MANAGEMENT & ESG COMMITTEE ["RM & ESG"]:

Composition of the Committee as on March 31, 2026:



Mr. Arun Adhikari  
Chairperson

4

Members

50%

Independent

4

Meetings

90%

Attendance

Words of Wisdom by Risk Management & ESG Committee Chair:

"In Hindalco, Risk Management & ESG are a very high priority and given the nature of the business it is appropriate to combine these in one Committee. The Risk Management & ESG Committee is well constituted and plays a critical role in shaping policy in these areas, reviewing the risks relevant for the business and monitoring progress on risk mitigation plans and ESG initiatives."

Mr. Arun Adhikari

Risk Management & ESG Committee Chairperson

| Members | ATTENDANCE:     |   |   |   |   |
|---------|-----------------|---|---|---|---|
|         | Meeting details |   |   |   | % |
|         | 1               | 2 | 3 | 4 |   |
|         | Apr.            |   |   |   |   |

























| Extrusion                                                                                                                                                                                                  |                                                                                                                                                                                 |                                                                                                                                            |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Silvassa Extrusion</b><br>Survey No. 111/1<br>Village Khutli, Khanvel,<br>Silvassa-396230 U.T. of Dadra &<br>Nagar Haveli<br>Tel: (0260) 6618100<br>Fax: (0260) 2677025                                 |                                                                                                                                                                                 |                                                                                                                                            |
| Captive Power Plant                                                                                                                                                                                        |                                                                                                                                                                                 |                                                                                                                                            |
| <b>Hirakud CPP</b><br>Hindalco Captive Power Plant,<br>Near Durga Mandir, Hirakud,<br>Sambbalpur- 768016 Odisha                                                                                            |                                                                                                                                                                                 |                                                                                                                                            |
| Mines                                                                                                                                                                                                      |                                                                                                                                                                                 |                                                                                                                                            |
| <b>Chakla Coal Mines</b><br>Plot 894, Kanchan Nagari<br>PO + PS - Chandwa<br>District - Latehar<br>Jharkhand - 829203<br>Tel : 0651 2247901                                                                | <b>Lohardaga Mines</b><br>Mines Division Court Road,<br>Dist: Lohardaga 835 302<br>Jharkhand<br>Tel: (06526) 224112/224015                                                      | <b>Samri Mines</b><br>Hindalco Colony<br>Baba Chowk Jashpur Mode<br>P.O: Kusumi 497222<br>Dist:Balrampur-Ramanujganj<br>Tel:(07778) 274325 |
| <b>Gare Palma Mines (IV/4 &amp; V/5)</b><br>Underground Coal Mines<br>Plot 894, Kanchan Nagari<br>Village & Post Milupura<br>Tehsil Tamnar<br>Dist: Raigarh<br>Chhattisgarh:496107<br>Tel: +91 776 2228212 | <b>Kauthatia Coal Mine</b><br>Kauthatia Open Cast Coal<br>Mine(Koccm)<br>Village Kauthatia<br>P.O Naudiha<br>PS Pandwa, Dist:Palamau<br>Jharkhand:822123<br>Tel: (0651) 2247900 | <b>Maliparbat Bauxite Mines</b><br>42/1041, Satya Nagar,<br>College Road, Semiliguda,<br>Dist : Koraput, Odisha - 764036<br>PH 07077293606 |

Address for Correspondences

- All correspondence by Shareholders should be forwarded to the Company’s RTA, MUFG Intime India Private Limited, or to the Company at the following addresses.
- The Company’s dedicated e-mail ID for Investors correspondences, queries or complaints is hilinvestors@adityabirla.com

| Hindalco Industries Limited                                                                                                                                                                                                                                                                                                                                                               | MUFG Intime India Private Limited                                                                                                                                                                                                                                                                                                                                    |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Investor Service Department</b><br>21 <sup>st</sup> Floor, One Unity Center, Senapati Bapat Marg, Prabhadevi, Mumbai – 400013<br>Tel: 022 69477000<br>Fax: 022 69477001/69477090<br>Email: <a href="mailto:hilinvestors@adityabirla.com">hilinvestors@adityabirla.com</a><br>Website: <a href="http://www.hindalco.com">www.hindalco.com</a><br>Contact Person: Mr. Ravindra Phulpagar | <b>Unit - Hindalco Industries Limited</b><br>C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400083<br>Phone: +91 810 811 6767<br>E-mail: <a href="mailto:investor.helpdesk@in.mpms.mufg.com">investor.helpdesk@in.mpms.mufg.com</a><br>Website: <a href="https://in.mpms.mufg.com/">https://in.mpms.mufg.com/</a><br>Contact Person: Mr. Ravindra Utekar |

Principles

- + Sustainability and resilience

Our governance framework integrates sustainability and resilience as core priorities. By embedding ESG practices, strengthening risk management, and engaging stakeholders responsibly, the Company ensures long term value creation. Continuous improvement and resilience initiatives reinforce adaptability, safeguarding trust and supporting sustainable growth.

We believe that the efficiency of capital markets is significantly enhanced when the investors can accurately compare the Company’s sustainability performance with its peers, empowering them to allocate their capital and engage more effectively with the Company.

In line with this commitment, your Company’s sustainability-related disclosures have been prepared in accordance with Global Reporting Initiative (GRI) 2021 standards while also abiding by the guiding principles and content elements of the Integrated Reporting Framework.

The requirements of the following are mapped across the report:

































































