

**General information about company**

Scrip code	500440
NSE Symbol	HINDALCO
MSEI Symbol	NOTLISTED
ISIN	INE038A01020
Name of the entity	HINDALCO INDUSTRIES LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

**Annexure I**

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

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Kumar Mangalama Birla	ZZZZZ9999Z	00012813	Non-Executive - Non Independent Director	Chairperson related to Promoter		14-06-1967
2	Mrs	Rajashree Birla	ZZZZZ9999Z	00022995	Non-Executive - Non Independent Director	Not Applicable		15-09-1945
3	Mr	Askaran Agarwala	ZZZZZ9999Z	00023684	Non-Executive - Non Independent Director	Not Applicable		01-07-1933
4	Mr	Sushil Agarwal	ZZZZZ9999Z	00060017	Non-Executive - Non Independent Director	Not Applicable		13-06-1963
5	Ms	Ananyashree Birla	ZZZZZ9999Z	06625036	Non-Executive - Non Independent Director	Not Applicable		17-07-1994
6	Mr	Aryaman Vikram Birla	ZZZZZ9999Z	08456879	Non-Executive - Non Independent Director	Not Applicable		09-07-1997
7	Ms	Alka Marezban Bharucha	ZZZZZ9999Z	00114067	Non-Executive - Independent Director	Not Applicable		06-03-1957
8	Mr	Kailash Nath Bhandari	ZZZZZ9999Z	00026078	Non-Executive - Independent Director	Not Applicable		01-03-1942
9	Mr	Yazdi Piroj Dandiwala	ZZZZZ9999Z	01055000	Non-Executive - Independent Director	Not Applicable		10-11-1950
10	Mr	Vikas Balia	ZZZZZ9999Z	00424524	Non-Executive - Independent Director	Not Applicable		04-08-1975
11	Mr	Sudhir Mital	ZZZZZ9999Z	08314675	Non-Executive - Independent Director	Not Applicable		11-11-1953
12	Mr	Arun Adhikari	ZZZZZ9999Z	00591057	Non-Executive - Independent Director	Not Applicable		20-01-1954
13	Mr	Anjani Kumar Agrawal	ZZZZZ9999Z	08579812	Non-Executive - Independent Director	Not Applicable		18-07-1958
14	Ms	Sukanya Anand Kripalu	ZZZZZ9999Z	06994202	Non-Executive - Independent Director	Not Applicable		30-10-1960
15	Mr	Satish Pai	ZZZZZ9999Z	06646758	Executive Director	Not Applicable	MD	29-12-1961
16	Mr	Praveen Kumar Maheshwari	ZZZZZ9999Z	00174361	Executive Director	Not Applicable		18-02-1961

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

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

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		16-11-1992	22-08-2024			7	0	0	0			
2	Yes	22-08-2023	15-03-1996	22-08-2023			6	0	0	0			
3	Yes	23-08-2021	11-09-1998	23-08-2021	22-08-2024		0	0	0	0	Others		
4	NA		01-05-2024	01-05-2024			4	0	5	0			
5	NA		01-09-2024	01-09-2024			3	0	1	0			
6	NA		01-09-2024	01-09-2024			3	0	0	0			
7	NA		11-07-2018	11-07-2023		74.19	5	5	6	3			
8	Yes	21-09-2018	24-09-2014	30-08-2019	29-08-2024	119.5	2	2	4	2	Tenure Completion		
9	NA		14-08-2015	14-08-2020		109.16	4	4	6	0			
10	NA		19-07-2019	19-07-2019		62.11	2	2	3	2			
11	NA		11-11-2019	11-11-2019		58.19	1	1	1	1			
12	Yes	20-03-2024	01-05-2024	01-05-2024		4.29	6	6	5	0			
13	NA		01-09-2024	01-09-2024		0.29	5	5	6	4			
14	NA		01-09-2024	01-09-2024		0.29	6	6	8	1			
15	NA		13-08-2013	01-08-2021			1	0	1	0			
16	NA		28-05-2016	01-04-2024			1	0	0	0			

**Text Block**

Textual Information(1)

1.Mr. Kumar Mangalam Birla, a NED was liable to retire by rotation at AGM held on 22-08-2024, the Shareholders approved his reappointment at the AGM.2.Mr. Askaran Agarwala, a NED, liable to retire by rotation at 65th AGM held on 22-08-2024, did not offer himself for re-appointment. Accordingly, he retired as a Director.3.Ms. Ananyashree Birla and Mr. Aryaman Vikram Birla (Add. NED), Mr. Anjani Kumar Agarwal and Ms. Sukanya Kripalu (Add. ID) were appointed on the Board w.e.f 01-09-2024

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

1. Mr. Vikas Balia was appointed as Chairman of Audit Committee in place of Mr. Kailash Nath Bhandari ;2. Mr. Arun Adhikari was appointed as Chairman of Nomination and Remuneration Committee in place of Mr. Kailash Nath Bhandari w.e.f ;3. Mr. Sudhir Mital was appointed as Chairman of Stakeholders' Relationship Committee in place of Mr. Kailash Nath Bhandari w.e.f and 4. Mr. Arun Adhikari was appointed as Chairman of Risk Management & ESG Committee in place of Mr. Askaran Agarwala.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Chairperson	14-08-2014	22-08-2024	
2	00424524	Vikas Balia	Non-Executive - Independent Director	Chairperson	23-08-2024		
3	00591057	Arun Adhikari	Non-Executive - Independent Director	Member	01-05-2024		
4	00060017	Sushil Agarwal	Non-Executive - Non Independent Director	Member	01-05-2024		
5	01055000	Yazdi Piroj Dandiwala	Non-Executive - Independent Director	Member	14-08-2015		



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Chairperson	14-08-2015	22-08-2024	
2	00591057	Arun Adhikari	Non-Executive - Independent Director	Chairperson	23-08-2024		
3	00012813	Kumar Mangalama Birla	Non-Executive - Non Independent Director	Member	14-08-2015		
4	01055000	Yazdi Piroj Dandiwala	Non-Executive - Independent Director	Member	30-08-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Chairperson	14-08-2014	22-08-2024	
2	08314675	Sudhir Mital	Non-Executive - Independent Director	Chairperson	23-08-2024		
3	00023684	Askaran Agarwala	Non-Executive - Non Independent Director	Member	14-08-2015	22-08-2024	
4	06646758	Satish Pai	Executive Director	Member	14-08-2015		
5	00060017	Sushil Agarwal	Non-Executive - Non Independent Director	Member	01-05-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00023684	Askaran Agarwala	Non-Executive - Non Independent Director	Chairperson	13-11-2014	22-08-2024	
2	00591057	Arun Adhikari	Non-Executive - Independent Director	Chairperson	23-08-2024		
3	06646758	Satish Pai	Executive Director	Member	13-11-2014		
4	00060017	Sushil Agarwal	Non-Executive - Non Independent Director	Member	01-05-2024		
5	00174361	Praveen Kumar Maheshwari	Executive Director	Member	12-08-2016		
6	00424524	Vikas Balia	Non-Executive - Independent Director	Member	01-05-2024		
7	00026078	Kailash Nath Bhandari	Non-Executive - Independent Director	Member	21-05-2021	22-08-2024	

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00022995	Rajashree Birla	Non-Executive - Non Independent Director	Chairperson	28-05-2013		
2	06646758	Satish Pai	Executive Director	Member	12-08-2016		
3	08314675	Sudhir Mital	Non-Executive - Independent Director	Member	01-05-2024		
4	01055000	Yazdi Piroj Dandiwala	Non-Executive - Independent Director	Member	16-05-2018		
5	00023684	Askaran Agarwala	Non-Executive - Non Independent Director	Member	28-05-2013	22-08-2024	

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

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	05-04-2024				Yes	10	10	5
2	24-05-2024		48		Yes	12	11	5
3	04-06-2024		10		Yes	12	11	5
4		15-07-2024	40		Yes	12	8	5
5		13-08-2024	28		Yes	12	12	6

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-04-2024				Yes	3	3	3	0
2	Audit Committee	24-05-2024	43			Yes	5	4	4	0
3	Audit Committee	15-07-2024	51			Yes	5	3	3	0
4	Audit Committee	13-08-2024	28			Yes	5	5	4	0
5	Nomination and remuneration committee	24-05-2024				Yes	4	4	3	0
6	Nomination and remuneration committee	13-08-2024	80			Yes	4	3	3	0

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	10-04-2024				Yes	4	4	1	0
8	Risk Management Committee	23-07-2024	103			Yes	7	6	3	0
9	Stakeholders Relationship Committee	10-04-2024				Yes	3	3	1	0
10	Corporate Social Responsibility Committee	13-05-2024	32			Yes	5	5	2	0



**Annexure 1**

**V. Related Party Transactions**

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

## Annexure 1

### VI. Affirmations

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

**Annexure 1**

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

**Annexure III**

**III. Affirmations**

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

<b>Annexure III</b>		
1	Name of signatory	Geetika Anand
2	Designation	Company Secretary and Compliance Officer

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

<b>Text Block</b>	
Textual Information(1)	Not Applicable

<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event



<b>Signatory Details</b>	
Name of signatory	Geetika Anand
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	18-10-2024