

NOTICE OF THE 57TH ANNUAL GENERAL MEETING AND E-VOTING INFORMATION

NOTICE is hereby given that the 57th Annual General Meeting (AGM) of the Company will be held on Wednesday, September 30, 2020 at 3.00 P.M (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM). In compliance with General Circular No.14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020 and General Circular No.20/2020 dated 5th May, 2020 issued by Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as 'Circulars'), Companies are allowed to hold AGMs through VC, without the physical presence of members at a common venue. Hence, the AGM of the Company is being held through VC to transact the business as set forth in the Notice of the 57th AGM dated 27th August, 2020.

In compliances with the Circulars, electronic copies of the Notice of the 57th AGM and Annual Report 2019-20 have been sent to all the members whose email IDs are registered with the Company/Depository Participant(s). These documents are also available on the website of the Company at www.hal-india.co.in/Investors, Registrar and Share Transfer Agent, M/s KFin Technologies Pvt Ltd ("the RTA") at <https://evoting.kfintech.com> and stock exchange websites i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The dispatch of Notice of the AGM through emails has been completed on 4th September, 2020.

Pursuant to Section 108 of the Companies Act, 2013 read with applicable Rules and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide its members the facility to exercise their vote by electronic means on all the resolutions set forth in the Notice. Members holding shares either in physical form or dematerialized form, as on the cut-off date of 23rd September, 2020, may cast their votes electronically on the business as set forth in the Notice of the AGM through the electronic voting system (e-voting). Members are hereby informed that:

- i) Company has engaged M/s KFin Technologies Pvt Ltd. ("KFinTech") as the Agency to provide e-voting facility.
- ii) M/s. Thirupal Gorige & Associates LLP, Practicing Company Secretary (FCS: F6680, CP: 6424) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- iii) Date and time of commencement of remote e-voting: Saturday, the 26th September, 2020 at 9.00 A.M.
- iv) The remote e-voting will end on Tuesday, the 29th September, 2020 at 5.00 P.M.
- v) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, i.e. 23rd September, 2020, will only be entitled to avail the facility of remote e-voting as well as voting in General Meeting.
- vi) Any person who acquires shares of the Company and becomes member of the Company after the dispatch of Notice of the 57th AGM and is holding shares as on the cut-off date i.e. 23rd September, 2020 may obtain the login ID and Password by following the procedure as mentioned in the Notice for the AGM or send a request to evoting@kfintech.com or einward.ris@kfintech.com.
- vii) Voting through remote e-voting will not be allowed beyond 5.00 P.M. on Tuesday, the 29th September, 2020. The remote e-voting module will be disabled by KFinTech for voting thereafter.
- viii) The facility for voting will also be made available during the AGM, and those members present in the AGM through VC facility, who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system at the AGM.
- ix) The members who cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their votes again.
- x) For e-voting instructions, members may go through the instructions in the Notice for 57th AGM. In case of any queries / grievances in connection with e-voting, members may refer the Frequently Asked Questions (FAQs) for shareholders available at <http://evoting.kfintech.com> or may contact to Shri Srinivas B, Manager, KFin Technologies Pvt Ltd, Unit: HINDUSTAN AERONAUTICS LIMITED, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500 032 Contact No. 040- 6716 2222 or Toll Free No. 1800-3454-001.

Notice is also hereby given pursuant to Section 91 of the Companies Act, 2013 and Rules made there under, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 24th September, 2020 to Wednesday, the 30th September, 2020 (both days inclusive) for the purpose of the 57th AGM.

Members who have not registered their e-mail addresses so far or who want to update their e-mail address, are requested to approach their respective DP for electronic holding or in respect of shares held in physical form by writing to Company's Registrar and Share Transfer Agent, M/s KFin Technologies Pvt Ltd, at einward.ris@kfintech.com, for receiving all communications electronically.

**By order of the Board
For Hindustan Aeronautics Ltd.**

Sd/-

(G. V. Sessa Reddy)
Company Secretary

Place: Bengaluru
Date: 4th September, 2020

