

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the Financial Year ended on 31st March, 2018

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- | | | |
|------|---|---|
| i) | CIN | L35301KA1963GOI001622 |
| ii) | Registration Date | 16 / 08 / 1963 |
| iii) | Name of the Company | Hindustan Aeronautics Limited |
| iv) | Category of the Company
Sub-Category of the Company | Public Limited Company
Government Company |
| v) | Address of the Registered office and contact details | No: 15/1, Cubbon Road
Bengaluru - 560 001
Karnataka, India
Ph No: 080 22320001
Fax No: 080 22320758
Email: cosec@hal-india.com
Website: www.hal-india.co.in |
| vi) | Whether listed company | Yes |
| vii) | Name, Address and Contact details of Registrar and Transfer Agent, if any | M/s Karvy Computershare Private Limited
“Karvy Selenium Tower B”,
Plot No 31 & 32, Financial District, Nanakramguda, Gachibowli,
Telengana – 500032
Ph No: 040-67162222
Fax No: 040-23431551
Email: einward.ris@karvy.com |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

SI. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1	Manufacture of Aircraft and Helicopters	35301	51
2	Repair, Maintenance of Aircraft and Helicopters	35308	40

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

SI. No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	%of shares held	Applicable Section
1	BAeHAL Software Limited Airport Lane, HAL Estate, Bangalore – 560 017	U72200KA1993PLC013983	Associate	HAL:49 % BAe Systems:40 % BAe HAL Employee Trust: 11 %	Section 2(76) (viii)
2	Snecma HAL Aerospace Private Limited No 140/1, Hoody Whitefield Road, Whitefield Industrial Area, Bangalore – 560 066	U35303KA2005PTC037539	Associate	Snecma: 50 % HAL: 50 %	Section 2(76) (viii)
3	SAMTEL HAL Display Systems Limited No 501, 5 th Floor, Copia Corporate Suits, Plot No 9, District Centre, Jasola, Delhi – 110 025	U32204DL2007PLC158372	Associate	Samtel: 60 % HAL:40 %	Section 2(76) (viii)

4	Infotech HAL Limited 5 th Floor, Infotech IT Park, Phase-1, 110A & 110B, Electronics City, Hosur main road, Bangalore – 560 100	U29200KA2007PLC043691	Associate	HAL: 50 % Infotech (renamed as Cyient Limited): 50 %	Section 2(76) (viii)
5	HAL-Edgewood Technologies Private Limited 3 rd Floor, Old ADB Building, HAL Main Factory, HAL Airport Road, Bangalore – 560 017	U73100KA2007PTC042634	Associate	HAL:50 % Edgewood Inc, USA: 26 % Edgewood India: 24 %	Section 2(76) (viii)
6	HALBIT Avionics Private Limited No 15/1, Cubbon Road, Bangalore – 560 001	U35303KA2007PTC042680	Associate	HAL: 50 % Elbit:26 % MerlinhawkAsso. Blore: 24 %	Section 2(76) (viii)
7	Indo-Russian Aviation Limited No 15/1, Cubbon Road, Bangalore – 560 001	U35303KA1994PLC016219	Associate	HAL : 48 % ICICI Bank : 5 % RAC MiG : 31 % Ryazan :10 % Aviazapchast :6 %	Section 2(76) (viii)
8	HATSOFF Helicopter Training Private Limited Survey No 3 & 4, Opp to ARDC Main Gate HAL, Vibhuthipura, Bangalore - 560037	U74999KA2008PTC044972	Associate	HAL: 50 % CAE Canada: 50 %	Section 2(76) (viii)
9	Tata HAL Technologies Limited Venus Building, # ½, Kalyanamantapa Road, Jakkasandra, Koramangala, Bangalore – 560 034	U93000KA2008PLC046588	Associate	HAL: 50 % Tata Technologies: 50 %	Section 2(76) (viii)

10	<p>Multirole Transport Aircraft Limited</p> <p>MTAL House, HAL Senior Officer Enclave, Old Madras Road, Bangalore – 560 093</p>	U29199KA2010PLC056091	Associate	HAL : 50% Russians :50% (UAC-TA & ROE)	Section 2(76) (viii)
11	<p>International Aerospace Manufacturing Private Limited</p> <p>Survey No.3, Kempapura Village, VarthurHobli, Bangalore East Taluk, Bangalore – 560 037</p>	U29253KA2010PTC054509	Associate	HAL: 50 % Rolls Royce : 50 %	Section 2(76) (viii)
12	<p>Aerospace and Aviation Sector Skill Council</p> <p>HAL, Technical Training Institute, Surjandas Road, Vimanapura Road, Bangalore – 560 017</p>	U80301KA2014NPL076367	Associate	HAL: 50% BCIC: 25% SIATI: 25%	Section 2(76) (viii)
13	<p>Helicopter Engines MRO Pvt Ltd</p> <p>2727, 80ft Road, HAL 3rd Stage, Indiranagar, Bengaluru-560075</p>	U74999KA2016PTC095837	Associate	HAL: 50% Safran Helicopters Engines: 50%	Section 2(76) (viii)
14	<p>Naini Aerospace Ltd</p> <p>No.15/1, Cubbon Road, PB No 5150, Bengaluru-560001</p>	U29309KA2016GOI098895	Subsidiary	HAL: 100%	Section 2(76) (viii)
15	<p>Defence Innovation Organization</p> <p>Bharat Electronics Limited Campus, Jalahalli, Bangalore- 560013</p>	U73100KA2017NPL102118	Associate	HAL: 50% BEL: 50%	Section 2(76) (viii)

16	Indo-Russian Helicopters Ltd No.15/1, Cubbon Road, PB No 5150, Bengaluru- 560001	U35999KA2017GOI102728	Subsidiary	HAL-50.5% Russian Helicopter & Rosoboronexport: 49.5%	Section 2(76) (viii)
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IV. SHAREHOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity):

i) Category-wise Share Holding

(Refer Enclosure - I)

ii) Shareholding of Promoters

(Refer Enclosure – II)

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SI No	President of India		No. of shares	% of total shares of the Company
i.	At the beginning of the year		36,15,00,000	100
ii.	Cumulative Shareholding during the year	Buy Back of Share 19.12.2017	(2,71,12,500)	(7.5)
		IPO through an offer for sale by the President of India on 28.03.2018	(3,35,32,320)	(10.03)
iii.	At the end of the year		30,08,55,180	89.97

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SI No	i. Life Insurance Corporation of India	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	234,07,104	7.00
iii.	At the end of the year	234,07,104	7.00

SI No	ii. State Bank of India	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	16,12,896	0.48
iii.	At the end of the year	16,12,896	0.48

SI No	iii. ICICI Prudential Balanced Fund	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	8,06,448	0.24
iii.	At the end of the year	8,06,448	0.24

SI No	iv. General Insurance Corporate of India	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	6,69,336	0.20
iii.	At the end of the year	6,69,336	0.20

SI No	v. The New India Assurance Company Ltd	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	6,04,836	0.18
iii.	At the end of the year	6,04,836	0.18

SI No	vi. Union Bank of India	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	2,82,252	0.08
iii.	At the end of the year	2,82,252	0.08

SI No	vii. Canara Bank	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	2,44,896	0.07
iii.	At the end of the year	2,44,896	0.07

SI No	viii. Max Life Insurance Company Ltd A/c ULIF00125/0604	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	5,49,000	0.16
iii.	At the end of the year	5,49,000	0.16

SI No	ix. Syndicate Bank	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	205,752	0.06
iii.	At the end of the year	205,752	0.06

SI No	x. Axis Bank	No. of shares	% of total shares of the
i.	At the beginning of the year	-	-
ii.	Cumulative Shareholding during the year	1,61,280	0.05
iii.	At the end of the year	1,61,280	0.05

v) Shareholding of Directors and Key Managerial Personnel

(Refer Enclosure – III)

V. INDEBTEDNESS

Indebtedness of the company including interest outstanding/accrued but not due for payment
(Rs. In lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	95,000	Nil	Nil	95,000
ii) Interest due but not paid	288			288
iii) Interest accrued but not due	-			-
Total(i+ii+iii)	95,288			95,288
Change in Indebtedness during the financial year				
• <u>Addition</u>				
Principle	86,406	Nil	Nil	86,406
Interest	50			50
• <u>Reduction</u>				
Principle	(95,000)			(95,000)
Interest	(288)			(288)
Net Change	(8832)			(8832)
Indebtedness at the end of the financial year				
i) Principal Amount	86,406	Nil	Nil	86,406
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	50			50
Total (i+ii+iii)	86,456			86,456

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

B. Remuneration to other directors:

C. Remuneration to key managerial personnel other than MD/Manager/WTD

(Enclosure IV)

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES - NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**For and on behalf of Board of Directors
Hindustan Aeronautics Limited**

**-Sd-
(T. Suvarna Raju)
Chairman & Managing Director**

Date: 30th June, 2018

Place: Bengaluru

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	10,72,548	-	10,72,548	0.32	-
b) Banks / FI	-	-	-	-	27,11,160	-	27,11,160	0.81	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	2,46,81,276	-	2,46,81,276	7.38	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	2,84,64,984	-	2,84,64,984	8.51	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	5,61,126	-	5,61,126	0.17	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.2 lakh	-	-	-	-	42,01,679	-	42,01,679	1.26	-

ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	95,137	-	95,137	0.03	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	2,09,394	0.05	2,09,394	0.05	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	50,67,336	-	50,67,336	1.51	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	3,35,32,320	-	3,35,32,320	10.03	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	36,15,00,000	-	36,15,00,000	100%	33,43,87,500	-	33,43,87,500	100%	-

*Nominee shareholder of the President of India having no beneficial interest

(Enclosure-II)

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	%of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	The President of India	36,15,00,000	100	-	30,08,55,180	89.97	-	10.03
	Total	36,15,00,000	100	-	30,08,55,180	89.97	-	10.03

Shareholding of Directors and Key Managerial Personnel

SI No	Name of Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Changes	Cumulative Shareholding during the year		At the end of the year	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
i.	Shri Chandraker Bharti*	-	-	Transfer	40**	-	40	-
ii.	Shri T. Suvarna Raju*	40	-	-	-	-	40	-
iii.	Shri V M Chamola*	40	-	-	-	-	40	-
iv.	Shri D K Venkatesh*	40	-	-	-	-	40	-
v.	Shri C V Ramana Rao*	40	-	-	-	-	40	-

*Nominee Shareholders of the President of India

**Shri Chandraker Bharti, Joint Secretary (Aerospace) appointed as Part Time Official Director w.e.f 27th April, 2017.

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(In Rs.)

Sl. no	Particulars of Remuneration	Name of MD/WTD/Manager						Total Amount
		T Suvarna Raju	V M Chamola	S. Subrahmanyam*	D K Venkatesh	C V Ramana Rao	Sunil Kumar	
1.	Gross salary							
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961**	55,05,231	48,76,156	21,44,226	42,28,766	42,20,416	21,57,433	2,31,32,228
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	8,95,513	7,80,576	3,79,569	6,05,869	52,400	2,91,442	30,05,369
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-	-	-
2	Stock option	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-
4	Commission as % of profit others (specify)	-	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-	-
	Total (A)	64,00,744	56,56,732	25,23,795[#]	48,34,635	42,72,816	24,48,875	2,61,37,597
	**Include leave encashment	4,62,148	90,671	8,57,693	2,31,496	1,99,290	3,08,589	21,49,887
	Ceiling as per the Act	Exempted as per MCA notification no 463(E) dt 5 th June, 2015						

* Shri S. Subrahmanyam, Ex-Director (Operations) ceased to Director Consequent of Superannuation w.e.f 30th April, 2017

Excluding Gratuity amount of Rs.10,00,000/-

B. Remuneration to other Directors:

(Rs. In lakhs)

Sl. no.	Particulars of Remuneration	Name of Directors											Total Amount
		P S Krishnan	Prof. Pradipta Banerji	G. Pattanaik	AVM (Retd) D K Pande	Dipali Khanna	Dr. J K Bajaj	V Somasundaran	Arun Kumar Sinha	Anil Kumar	Siddharth	Neelakanta Iyer R	
1.	Independent Directors												
	a. Fee for attending board & committee meetings	0.60	1.00	0.80	0.80	3.40	2.80	1.00	1.00	1.00	1.00	1.00	14.40
	b. Commission	-	-	-	-	-	-	-	-	-	-	-	
	c. Others, please specify												
	Total(1)	0.60	1.00	0.80	0.80	3.40	2.80	1.00	1.00	1.00	1.00	1.00	14.40
2.	Other Non-Executive Directors	Rajib Kumar Sen#	Chandraker Bharti#	-	-	-	-	-	-	-	-	-	-
	a. Fee for attending board committee meetings	-	-	-	-	-	-	-	-	-	-	-	-
	b. Commission	-	-	-	-	-	-	-	-	-	-	-	-
	c. Others, please specify	-	-	-	-	-	-	-	-	-	-	-	-
	Total(2)	-	-	-	-	-	-	-	-	-	-	-	-
	Total(B)=(1+2)	0.60	1.00	0.80	0.80	3.40	2.80	1.00	1.00	1.00	1.00	1.00	14.40
	Total Managerial Remuneration Over all Ceiling as per the Act	Exempted as per MCA notification no 463(E) dt 5 th June, 2015											

#No fees / commission being paid to the Part-time Official (Govt. Nominee) Director

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amt in Rs.)

Sl. No.	Particulars of Remuneration		CEO	Key Managerial Personnel		Total						
				Company Secretary (G V Sessa Reddy)	CFO (C V Ramana Rao)							
1	Gross Salary		Already included in Part A	20,83,059	3,15,241	20,83,059						
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.						Already included in Part A	-	-			
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961									-	-	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961											-
2 Stock Option		-										
3	Sweat Equity						-	-	-			
4	Commission as % of profit others, specify		-	-	-							
5	Others, please specify		-	-	-							
	Total			23,98,300		23,98,300						