



ಹಿಂದೂಸ್ತಾನ್ ಏರೋನಾಟಿಕ್ಸ್ ಲಿಮಿಟೆಡ್  
ಪ್ರಧಾನ ಕಛೇರಿ  
ಹಿಂದುಸ್ತಾನ್ ಏರೋನಾಟಿಕ್ಸ್ ಲಿಮಿಟೆಡ್  
ಮುಖ್ಯಾಲಯ  
HINDUSTAN AERONAUTICS LIMITED  
CORPORATE OFFICE

CO/SEC/4(7)/2018/ BSE & NSE Filing/32

28<sup>th</sup> September, 2018

BSE Limited Listing Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	National Stock Exchange of India Ltd Listing Department Exchange Plaza, 5 <sup>th</sup> Floor, Plot No C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai – 400051
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Dear Sir/ Madam,

**Sub: Proceedings of 55<sup>th</sup> Annual General Meeting of the Company  
held on 28<sup>th</sup> September, 2018**

**Ref: BSE Scrip Code: 541154, NSE Symbol: HAL**

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In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings of the 55<sup>th</sup> Annual General Meeting (AGM) held on 28<sup>th</sup> September, 2018.

2. This is for your information and record, please.

Thanking you,

Yours Faithfully  
For Hindustan Aeronautics Ltd

(G V Sessa Reddy)

Company Secretary & Compliance Officer

15/1, ಕಬ್ಬನ್ ರೋಡ್, ಬೆಂಗಳೂರು - 560 001, ಭಾರತ, 15/1, ಕಬ್ಬನ್ ರೋಡ್, ಬೆಂಗಳೂರು - 560 001, ಭಾರತ  
15/1, Cubbon Road, Bangalore - 560 001, India  
ದೂರವಾಣಿ (ದೂರವಾಣಿ) Ph. : +91-80-2232 0001, 2232 0475, ಫ್ಯಾಕ್ಸ್ (ಫ್ಯಾಕ್ಸ್) Fax : +91-80-2232 0758

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CIN : L35301KA1963GOI001622

www.hal-india.co.in



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ಮುಖ್ಯಾಲಯ  
HINDUSTAN AERONAUTICS LIMITED  
CORPORATE OFFICE

SUMMARY OF PROCEEDINGS OF 55<sup>TH</sup> ANNUAL GENERAL MEETING

The 55<sup>th</sup> Annual General Meeting (AGM) of the Members of Hindustan Aeronautics Limited was held on Friday, 28<sup>th</sup> September, 2018 at HAL Management Academy (New Campus), Doddanekundi Main Road, Marathahalli, Bengaluru-560037.

The meeting commenced at 1500 Hrs and concluded at 1645 Hrs.

The following Directors were present:

1.	Shri R Madhavan	Chairman and Managing Director
2.	Shri V. M. Chamola	Director (HR)
3.	Shri Sunil Kumar	Director (Operations)
4.	Shri Arup Chatterjee	Director (Engg. & R&D)
5.	Shri C B Ananthakrishnan	Director (Finance) & CFO
6.	Dr. J K Bajaj,	Independent Director, Chairman of Audit Committee, Stakeholders Relationship Committee and Authorised Representative of Chairman of Nomination & Remuneration Committee
7.	Shri Anil Kumar	Independent Director
8.	Shri Siddharth	Independent Director
9.	Shri Neelakanta Iyer R	Independent Director
10.	Rear Admiral K C Sekhar AVSM, VSM (R)	Independent Director
11.	Dr. S Malla Reddy	Independent Director

In attendance:

1	Shri G V Sessa Reddy	Company Secretary
2	Shri Thirupal Gorige, M/s Thirupal Gorige & Associates LLP, Practicing Company Secretary	Scrutinizer

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Shri R Madhavan, Chairman and Managing Director, chaired the proceedings of the Meeting. He informed to the members that Shri Chandraker Bharti, Govt. Nominee Director, Dr. Tessa Thomas, Govt. Nominee Director and Ms. Dipali Khanna, Independent Director, expressed their inability to attend the meeting due to some unavoidable reasons.

Shri S.R. Agrawal, Director (Aero), DDP, Ministry of Defence representative of the President of India, Shri S. Sundarraman, Partner of M/s S.Venkatram & Co., LLP, Statutory Auditors, Shri S. Viswanathan, Secretarial Auditor were present. Other Senior Executives of the Company were also present by invitation.

The details of number of shareholders present in the meeting are as follows:

In Person	256
Through Proxy	2
By Representative	1

The Chairman called the meeting to order as requisite quorum was present. The Chairman addressed the members and briefed about the operations and performance of the Company.

With the permission of the members present at the meeting, the Notice convening the AGM, the Report of Board of Directors, Auditor's Report and comments of Comptroller & Auditor General of India were taken as read.

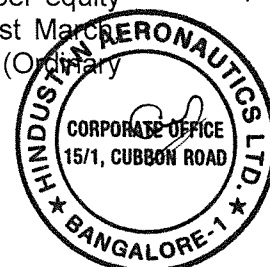
The Chairman, thereafter informed the shareholders that e-voting facility has been provided to all members to vote electronically. The remote e-voting period commenced on Tuesday, the 25<sup>th</sup> September, 2018(9.00 A.M.) and ends on Thursday, the 27<sup>th</sup> September, 2018(5.00 P.M.). He further informed that facility for voting through electronic voting system was made available at the meeting (Insta-poll facility) for members who have not casted their vote through remote e-voting facility.

The Company had appointed M/s Thirupal Gorige & Associates LLP, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and Insta poll at the AGM.

Clarifications were provided to the queries raised by the members.

Thereafter, the following items of business, as per the Notice of AGM were transacted:

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2018, together with the Board's Report and the Auditors' Report thereon and Comments of the Comptroller & Auditor General of India.(Ordinary Resolution)
2. To confirm payment of first Interim dividend of Rs.23.92 per equity share (face value of Rs.10/-) and second Interim dividend of Rs.8.25 per equity share (face value of Rs.10/-) paid on 9th March, 2018, and 31st March 2018 respectively for the financial year 2017-18 as final dividend.(Ordinary Resolution)



3. To appoint a Director in place of Shri V M Chamola, (DIN - 03595483), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
4. To appoint a Director in place of Shri Sunil Kumar, (DIN - 07081723) who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)
5. To fix remuneration of Statutory Auditors for the financial year 2018-19. (Ordinary Resolution)
6. Appointment of Dr. J K Bajaj (DIN:07942314), as Independent Director. (Ordinary Resolution)
7. Appointment of Shri Anil Kumar (DIN:02948372), as Independent Director. (Ordinary Resolution)
8. Appointment of Shri Neelakanta Iyer R (DIN:07019560), as Independent Director. (Ordinary Resolution)
9. Appointment of Shri Siddharth (DIN:06401463), as Independent Director. (Ordinary Resolution)
10. Appointment of Shri Arup Chatterjee (DIN:08139347) as Director who was appointed as Additional Director and designated as Director (Engg. and R&D) of the Company by the Board of Directors with effect from 1st June, 2018. (Ordinary Resolution)
11. Appointment of Rear Admiral K.C. Sekhar, AVSM, VSM (Retd), (DIN:02263868), as Independent Director. (Ordinary Resolution)
12. Appointment of Dr. S. Malla Reddy (DIN: 08196657) as Independent Director. (Ordinary Resolution)
13. Appointment of Shri C.B. Ananthakrishnan (DIN:06761339) as Director who was appointed as an Additional Director and designated as Director (Finance) of the Company by the Board of Directors with effect from 1st August, 2018. (Ordinary Resolution)
14. To ratify the remuneration payable to the Cost auditor for the financial year 2017-18. (Ordinary Resolution)
15. Appointment of Shri R Madhavan, (DIN:08209860) as Director who was appointed as an Additional Director and designated as Chairman and Managing Director of the Company by the Board of Directors with effect from 1st September, 2018. (Ordinary Resolution)

The Chairman informed the members that results of e-voting will be declared within 48 Hrs from the conclusion of the meeting and uploaded on the website of the Company and Karvy Computershare Private Limited, the agency providing e-voting facility. The result will also be informed to the Stock Exchanges viz



BSE Ltd and National Stock Exchange of India Ltd. where the shares of the Company are listed.

After conclusion of the voting process, the meeting ended with a vote of thanks to chair.

By Order of the Board of Directors  
For Hindustan Aeronautics Limited



A handwritten signature in black ink, appearing to read "G V Seshu Reddy".

(G V Seshu Reddy)  
Company Secretary

Place: Bengaluru  
Date: 28.09.2018