



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

CO/SEC/4(7)/2020-21/ BSE & NSE Filing/47

1st October, 2021

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 58<sup>th</sup> Annual General Meeting of the Company  
held on 30<sup>th</sup> September, 2021**

**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 proceedings of the 58<sup>th</sup> Annual General Meeting (AGM) held on 30<sup>th</sup> September, 2021.

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, ಕರ್ನಾಟಕ, ಭಾರತ, 15/1, ಕಬ್ಬನ್ ರೋಡ್, ಬೆಂಗಳೂರು - 560 001, ಕರ್ನಾಟಕ, ಭಾರತ  
15/1, Cubbon Road, Bangalore - 560 001, Karnataka, India

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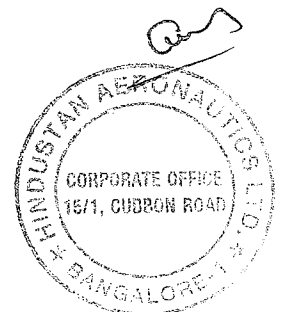
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**PROCEEDINGS OF 58<sup>TH</sup> ANNUAL GENERAL MEETING OF HINDUSTAN  
AERONAUTICS LIMITED**

The 58<sup>th</sup> Annual General Meeting (AGM) of the Members of Hindustan Aeronautics Limited was held on Thursday, September 30, 2021 at 3.00 P.M (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and as per the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, issued by the Ministry of Corporate Affairs (MCA) (collectively "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by Securities Exchange Board of India (SEBI) (collectively "SEBI Circulars").

The following Directors were present:

Sl.No.	Name of the Director	Designation	Attended through VC from
1.	Shri R Madhavan	Chairman and Managing Director	Registered & Corporate Office, Bengaluru
2.	Shri Arup Chatterjee	Director (Engg.& R&D)	Leh
3.	Shri C B Ananthakrishnan	Director (Finance) & CFO	Registered & Corporate Office, Bengaluru
4.	Shri M S Velpari	Director (Operations)	Registered & Corporate Office, Bengaluru
5.	Shri Alok Verma	Director (HR)	Registered & Corporate Office, Bengaluru
6.	Shri Chandraker Bharti Joint Secretary (Aero)	Government Nominee Director	New Delhi



In Attendance:

Sl. No.	Name of the Officials	Designation	Attended through VC from
1	Shri G V Sessa Reddy	Company Secretary	Registered & Corporate Office, Bengaluru
2	Shri Thirupal Gorige	Designated Partner, M/s Thirupal Gorige & Associates LLP (Scrutinizer) Practicing Company Secretary	Bengaluru
3	Shri NR Suresh	Partner, Maharaj N R Suresh & Co, LLP Chartered Accountants	Chennai
4	Ms. P. Dakshayani	Partner, DPSP and Associates, Secretarial Auditor	Bengaluru

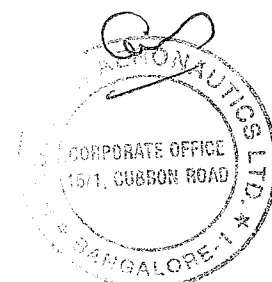
Members Present: 51 Members attended through video conferencing.

The meeting commenced at 3.00 PM and concluded at 4.21 PM.

Shri R Madhavan, Chairman and Managing Director, chaired the Meeting. The Chairman informed the Members that this Annual General Meeting is being held through Video Conferencing (VC) in accordance with the circular issued by the Ministry of Corporate Affairs and SEBI. He called upon other Directors to introduce themselves. He also informed that Dr. Tessy Thomas, DG (Aeronautical Systems), Government Nominee Director expressed her inability to attend the meeting due to some unavoidable reasons.

The Chairman called the meeting to order as requisite quorum was present. The Chairman welcomed all Members, Directors, CEOs of the Complex and Auditors joined through VC.

The Chairman thereafter requested the Company Secretary to brief the members regarding general instructions for participation in the 58<sup>th</sup> Annual General Meeting. The Company Secretary informed that the Company has enabled the Members to participate at the 58<sup>th</sup> AGM through the video conferencing facility provided by KFin Technologies Private Limited, Registrars and Transfer Agent of the Company. It was further informed that in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, Members have been provided the facility to



exercise their right to vote by electronic means, both through remote e-voting and e-voting during the AGM. It was also informed that the members who have not already cast their vote through remote e-voting can cast their vote during the meeting through insta-poll 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 during the AGM.

Thereafter, the Chairman addressed the members and briefed about the operations and highlights of business performance of the Company.

Notice convening the AGM, the Report of Board of Directors, Auditor's Report, comments of Comptroller & Auditor General of India and Secretarial Auditor's Report were taken as read, as the same were circulated to the members by e-mail.

It was also informed that the Register of Directors and Key Managerial Personnel and their Shareholding and the Register of Contracts were available electronically for inspection.

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

Ordinary Business:

1. Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditors thereon and Comments of the Comptroller & Auditor General of India. (Ordinary Resolution)
2. Confirmation of payment of Interim Dividend of Rs. 30/- per equity share paid as final dividend for the Financial Year 2020-21.(Ordinary Resolution)
3. Appointment of a Director in place of Shri Arup Chatterjee, (DIN - 08139347) who retires by rotation and being eligible, offers himself for re-appointment.(Ordinary Resolution)
4. Appointment of a Director in place of Shri C B Ananthakrishnan (DIN-06761339) who retires by rotation and being eligible, offers himself for re-appointment.(Ordinary Resolution)



5. Fixation of remuneration of Statutory Auditors for the financial year 2021-22.(Ordinary Resolution)

Special Business:

6. Ratification of the remuneration payable to the Cost Auditor of the Company for the financial year 2021-22.(Ordinary Resolution)

Thereafter, queries raised by the members were answered.

The Chairman informed that the Company is yet to appoint the adequate number of Independent Directors including one Woman Independent Director as per the requirement of the Companies Act and SEBI (LODR) Regulations, 2015. He further informed that the appointment of Independent Directors in the Government Companies is being made by concerned Administrative Ministry of the Government of India. Hence, the matter has been referred to the Ministry for filling up the post and the same is pending with the Ministry.

The Chairman further informed the members that results of e-voting will be declared within 2 working days from the conclusion of the meeting and uploaded on the website of the Company and KFin Technologies Private Limited, the agency providing e-voting facility. The result will also be informed to the Stock Exchanges viz. the BSE Ltd and National Stock Exchange of India Ltd. where the shares of the Company are listed.

Thereafter, the meeting ended with a vote of thanks to chair at 4.21 PM after being open for 15 minutes for e-voting to be completed.

By Order of the Board of Directors  
For Hindustan Aeronautics Limited



(G V Sessa Reddy)  
Executive Director  
Company Secretary

Place: Bengaluru  
Date: 1<sup>st</sup> October, 2021

