



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

CO/SEC/4(7)/2020/ BSE & NSE Filing/42

1st October, 2020

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

Dear Sir/ Madam,

Sub: Details of Voting Results and Report of the Scrutinizer

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

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, we are enclosing herewith the details regarding the voting results of the business transaction at the 57th Annual General Meeting (AGM) held on Wednesday, the 30th September, 2020 and Report of the Scrutinizer on e-voting.

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

Thanking you,

Yours Faithfully
For Hindustan Aeronautics Ltd

(G V Seshā Reddy)

Company Secretary & Compliance Officer

1/13

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

ದೂರವಾಣಿ (ದೂರವಾಣಿ) Ph. : +91-80-2232 0001, 2232 0475, ಫ್ಯಾಕ್ಸ್ (ಫ್ಯಾಕ್ಸ್) Fax : +91-80-2232 0758

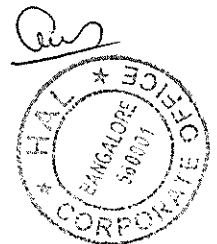
ಇ ಮೇಲ್ (ಇ) Email : cosec@hal-india.co.in

CIN:L35301KA1963GOI001622

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|---|-------------------------------|
| | HINDUSTAN AERONAUTICS LIMITED |
| Date of the AGM/EGM | 30-09-2020 |
| Total number of shareholders on record date | 240301 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | 1 |
| Public: | 74 |

| | | | | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-----------------|--|
| Resolution No. | 1 | | | | | | | | | | |
| | ORDINARY - To receive, consider and adopt | | | | | | | | | | |
| | a. Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2020, together with the Board's Report and the Auditors' Report thereon and Comments of the Comptroller Auditor General of India. | | | | | | | | | | |
| | b. Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2020, together with the Auditors' Report thereon and Comments of the Comptroller Auditor General of India. | | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 | % of Votes against on votes polled (7)=[(5)/(2)]* 100 | Votes Invalid | Votes Abstained | |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 | |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 | |
| Public- Institutions | E-Voting | 65,977,485 | 59,280,197 | 89.8491 | 59,280,197 | 0 | 100.0000 | 0.0000 | 0 | 45,969 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 | |
| | Total | | 59,280,197 | 89.8491 | 59,280,197 | 0 | 100.0000 | 0.0000 | 0 | 45,969 | |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,452 | 0.0727 | 12,193 | 259 | 97.9200 | 2.0799 | 0 | 222 | |
| | Poll | | 7,971 | 0.0466 | 791 | 7,180 | 9.9234 | 90.0765 | 0 | 0 | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 | |
| | Total | | 20,423 | 0.1193 | 12,984 | 7,439 | 63.5754 | 36.4246 | 0 | 222 | |
| Total | | 334,387,500 | 310,593,027 | 92.8842 | 310,585,588 | 7,439 | 99.9976 | 0.0024 | 0 | 46191 | |

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| Resolution No. | 2 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To confirm payment of Interim Dividend of Rs.33.25 per equity share paid in March, 2020 as final dividend for the Financial Year 2019-20. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 65,977,485 | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,600 | 0.0736 | 11,901 | 699 | 94.4523 | 5.5476 | 0 | 75 |
| | Poll | | 7,971 | 0.0466 | 766 | 7,205 | 9.6098 | 90.3901 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 20,571 | 0.1102 | 12,667 | 7,904 | 61.5770 | 38.4230 | 0 | 75 |
| Total | 354,387,500 | 310,633,175 | 92.8962 | 310,625,271 | 7,904 | 99.9975 | 0.0025 | 0 | 6044 | |

| Resolution No. | 3 | | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To appoint a Director in place of Shri M S Velpari, DIN -08516652 who retires by rotation and being eligible, offers himself for re-appointment. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 65,977,485 | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,079 | 0.0706 | 10,705 | 1,374 | 88.6248 | 11.3751 | 0 | 590 |
| | Poll | | 7,916 | 0.0462 | 767 | 7,149 | 9.6892 | 90.3107 | 0 | 55 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 19,995 | 0.1168 | 11,472 | 8,523 | 57.3743 | 42.6257 | 0 | 645 |
| Total | 354,387,500 | 310,632,599 | 92.8960 | 310,624,076 | 8,523 | 99.9973 | 0.0027 | 0 | 6044 | |

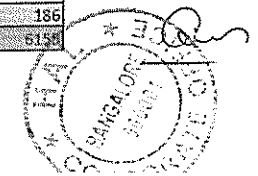
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| Resolution No. | 4 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To appoint a Director in place of Dr. Tessa Thomas, DIN - 08189164 who retires by rotation and being eligible, offers herself for re-appointment. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 65,977,485 | 59,320,197 | 89.9098 | 59,270,786 | 49,411 | 99.9167 | 0.0832 | 0 | 5,969 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 59,320,197 | 89.9098 | 59,270,786 | 49,411 | 99.9167 | 0.0833 | 0 | 5,969 |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,067 | 0.0705 | 10,662 | 1,405 | 88.3566 | 11.6433 | 0 | 602 |
| | Poll | | 7,971 | 0.0466 | 767 | 7,204 | 9.6223 | 90.3776 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 20,038 | 0.1171 | 11,429 | 8,609 | 57.0366 | 42.9634 | 0 | 602 |
| Total | | 334,387,500 | 310,632,642 | 92.8960 | 310,574,622 | 58,020 | 99.9813 | 0.0187 | 0 | 6571 |

| Resolution No. | 5 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To fix remuneration of Statutory Auditors for the financial year 2020-21. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 65,977,485 | 59,320,197 | 89.9098 | 59,315,955 | 4,242 | 99.9928 | 0.0071 | 0 | 5,969 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 59,320,197 | 89.9098 | 59,315,955 | 4,242 | 99.9928 | 0.0072 | 0 | 5,969 |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,480 | 0.0729 | 11,175 | 1,305 | 89.5432 | 10.4567 | 0 | 186 |
| | Poll | | 7,971 | 0.0466 | 791 | 7,180 | 9.9234 | 90.0765 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 20,451 | 0.1195 | 11,966 | 8,485 | 58.5106 | 41.4894 | 0 | 186 |
| Total | | 334,387,500 | 310,633,055 | 92.8961 | 310,620,328 | 12,727 | 99.9959 | 0.0041 | 0 | 6155 |

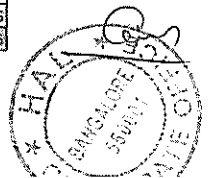
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| Resolution No. | 6 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To appoint Shri Alok Verma, DIN08652280 as Director Human Resources of the Company. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 65,977,485 | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,110 | 0.0707 | 10,883 | 1,227 | 89.8678 | 10.1321 | 0 | 558 |
| | Poll | | 7,971 | 0.0466 | 791 | 7,180 | 9.9234 | 90.0765 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 20,081 | 0.1173 | 11,674 | 8,407 | 58.1346 | 41.8654 | 0 | 558 |
| Total | | 334,387,500 | 310,632,685 | 92.8960 | 310,624,278 | 8,407 | 99.9973 | 0.0027 | 0 | 6,527 |

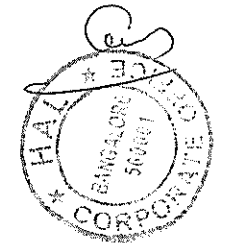
| Resolution No. | 7 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To ratify the remuneration payable to the Cost Auditor of the Company for the financial year 2019-20. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 65,977,485 | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,452 | 0.0727 | 11,808 | 644 | 94.8281 | 5.1718 | 0 | 216 |
| | Poll | | 7,971 | 0.0466 | 791 | 7,180 | 9.9234 | 90.0765 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 20,423 | 0.1193 | 12,599 | 7,824 | 61.6903 | 38.3097 | 0 | 216 |
| Total | | 334,387,500 | 310,633,027 | 92.8961 | 310,625,203 | 7,824 | 99.9975 | 0.0025 | 0 | 6,183 |

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| Resolution No. | 8 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To ratify the remuneration payable to the Cost Auditor of the Company for the financial year 2020-21. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 | % of Votes against on votes polled (7)=[(5)/(2)]* 100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 251,292,407 | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 251,292,407 | 100.0000 | 251,292,407 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 65,977,485 | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 59,320,197 | 89.9098 | 59,320,197 | 0 | 100.0000 | 0.0000 | 0 | 5,969 |
| Public- Non Institutions | E-Voting | 17,117,608 | 12,455 | 0.0728 | 11,786 | 669 | 94.6286 | 5.3713 | 0 | 216 |
| | Poll | | 7,971 | 0.0466 | 791 | 7,180 | 9.9234 | 90.0765 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 20,426 | 0.1194 | 12,577 | 7,849 | 61.5735 | 38.4265 | 0 | 216 |
| Total | 334,387,500 | 310,633,030 | 92.8961 | 310,625,181 | 7,849 | 99.9975 | 0.0025 | 0 | 6,185 | |

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FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

SCRUTINIZERS' REPORT

To,
The Chairman
57th Annual General Meeting of the Equity Shareholders of
HINDUSTAN AERONAUTICS LIMITED (through VC / OAVM) held on September 30,2020 at 3.00 P.M.
15/1, CUBBON ROAD, POST BOX NO.5150
BENGALURU KA 560001 IN

Dear Sir,

Sub: Scrutinizers' Report

We, **M/s Thirupal Gorige & Associates LLP**, a Practising Company Secretaries firm, having its office at No.87, 2nd Floor, 21st Cross, 7th Main, N S Palya, BTM 2nd Stage, Bangalore - 560 076, India, have been appointed as Scrutinizers by the Board of Directors of **HINDUSTAN AERONAUTICS LIMITED** (the "Company") in connection with e- voting held between September 26th to September 29th on the resolution(s), as set out in the notice convening the 57th Annual General Meeting of Equity shareholders held on September 30, 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility provided by M/s KFin Technologies Private Limited ("KFintech"), at 3:00 PM for the purpose of scrutinizing the remote e-voting and e-voting at AGM in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

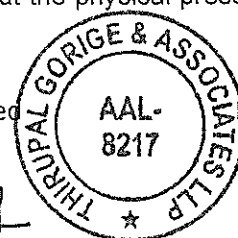
Responsibility as Scrutinizers

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions so contained in the notice of the AGM dated 27th August,2020.

Our responsibility as Scrutinizers for the e-voting process is restricted to make a scrutinizers' report of the votes casted "in favour" or "against" the resolution(s) set out in the Notice convening 57th Annual General Meeting, based on the reports generated from the e-voting system provided by KFintech, the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

I submit this report as under:

1. The remote e-voting period remained open from 9:00 AM IST on 26th September, 2020 till 29th September,2020 upto 5:00 PM IST.
2. The shareholders holding shares as on the "cut off" date, 23rd September,2020 were entitled to vote on the proposed eight resolutions as mentioned in the Notice dated 27th August, 2020.
3. In view of the COVID-19 pandemic, the 57th AGM of the Company was held through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at the AGM venue.



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FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

4. The votes were unblocked on Wednesday, 30th September, 2020 around 5:00 PM after completion of AGM in the presence of two witnesses, who are not in employment of the Company.
5. On completion of e-voting by the members of the Company, KFintech provided us with the voting results.
6. The votes were reconciled with the records maintained by the Company / Registrar and Share Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
7. The votes which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separate.
8. The consolidated result of e-voting (Event ID:5612) and is as under:

A. ORDINARY BUSINESS:

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, 2020, together with the Board's Report and the Auditors' Report thereon and Comments of the Comptroller & Auditor General of India.

(i) Voted in favour of the resolution:

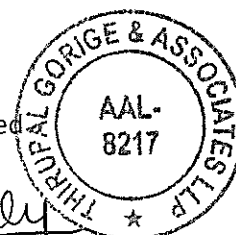
| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 305 | 310584797 | |
| e-Voting at AGM | 21 | 791 | |
| Total | 326 | 310585588 | 99.9976 |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 8 | 259 | |
| e-Voting at AGM | 3 | 7180 | |
| Total | 11 | 7439 | 0.0024 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



[Handwritten Signature]

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FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

2. To confirm payment of Interim Dividend of Rs.33.25 per equity share paid in March, 2020 as final dividend for the Financial Year 2019-20.

(i) Voted in favour of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 297 | 310624505 | |
| e-Voting at AGM | 20 | 766 | |
| Total | 317 | 310625271 | 99.9975 |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 17 | 699 | |
| e-Voting at AGM | 4 | 7205 | |
| Total | 21 | 7904 | 0.0025 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

3. To appoint a Director in place of Shri M S Velpari, (DIN -08516652) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 280 | 310623309 | |
| e-Voting at AGM | 20 | 767 | |
| Total | 300 | 310624076 | 99.9973 |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 29 | 1374 | |
| e-Voting at AGM | 3 | 7149 | |



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FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

| | | | |
|--------------|-----------|-------------|---------------|
| Total | 32 | 8523 | 0.0027 |
|--------------|-----------|-------------|---------------|

(iii) Invalid votes:

| | |
|---|------------------------------------|
| Total number of members whose votes were declared invalid | Total number of votes cast by them |
| 0 | 0 |

4. To appoint a Director in place of Dr. Tessy Thomas, (DIN- 08189164) who retires by rotation and being eligible, offers herself for re-appointment

(i)Voted in favour of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 271 | 310573855 | |
| e-Voting at AGM | 20 | 767 | |
| Total | 291 | 310574622 | 99.9813 |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 36 | 50816 | |
| e-Voting at AGM | 4 | 7204 | |
| Total | 40 | 58020 | 0.0187 |

(iii) Invalid votes:

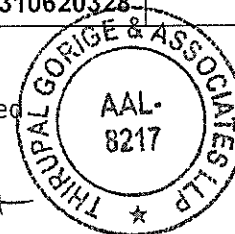
| | |
|---|------------------------------------|
| Total number of members whose votes were declared invalid | Total number of votes cast by them |
| 0 | 0 |

5. To fix remuneration of Statutory Auditors for the financial year 2020-21.

(i) Voted in favour of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 292 | 310619537 | |
| e-Voting at AGM | 21 | 791 | |
| Total | 313 | 310620328 | 99.9959 |

[Handwritten Signature]



10/13

FORM No. MGT-13**Report of Scrutinizer(s)**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 23 | 5547 | |
| e-Voting at AGM | 3 | 7180 | |
| Total | 26 | 12727 | 0.0041 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

B. SPECIAL BUSINESS**6. To appoint Shri Alok Verma, (DIN:08652280) as Director (Human Resources) of the Company.****(i) Voted in favour of the resolution:**

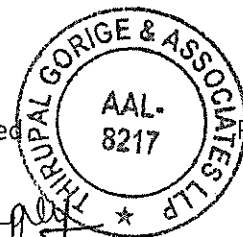
| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 287 | 310623487 | |
| E-Voting at AGM | 21 | 791 | |
| Total | 308 | 310624278 | 99.9973 |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22 | 1227 | |
| E-Voting at AGM | 3 | 7180 | |
| Total | 25 | 8407 | 0.0027 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



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FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

7. To ratify the remuneration of the Cost auditor for the Financial Year 2019-20

(i) Voted in favour of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 290 | 310624412 | |
| E-Voting at AGM | 21 | 791 | |
| Total | 311 | 310625203 | 99.9975 |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 23 | 644 | |
| E-Voting at AGM | 3 | 7180 | |
| Total | 26 | 7824 | 0.0025 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

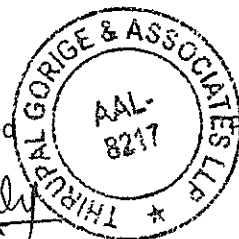
8. To ratify the remuneration of the Cost auditor for the Financial Year 2020-21

(i) Voted in favour of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 289 | 310624390 | |
| E-Voting at AGM | 21 | 791 | |
| Total | 310 | 310625181 | 99.9975 |

(ii) Voted against the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 25 | 669 | |
| E-Voting at AGM | 3 | 7180 | |
| Total | 28 | 7849 | 0.0025 |



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

(ii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

1. All the resolutions proposed hereinabove have been passed with requisite majority.
2. The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

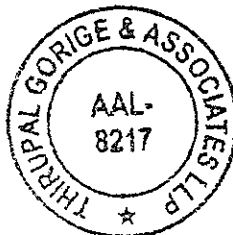
Thanking you,

Yours faithfully,

For M/s Thirupal Gorige & Associates LLP
Practising Company Secretaries



Thirupal Gorige
Designated Partner
FCS No.6680 CP No.6424



Place: Bangalore

Dated: October 1, 2020

Witnesses:

1. G.C. [Signature]

2. G. Chaudaloh

Received the report of the Scrutinizer

For Hindustan Aeronautics Limited



R MADHAVAN
Chairman and Managing Director