General information about company	
Scrip code	541154
NSE Symbol	HAL
MSEI Symbol	NOTLISTED
ISIN	INE066F01012
Name of the entity	HINDUSTAN AERONAUTICS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	Textual Information(1)
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Chinakavanam Bhoopathi Ananthakrishnan	AACPA6794K	06761339	Executive Director	Chairperson	MD	29-08-1964	No				Active	NA		01-08-2018				1	0	2	0		
2	Mr	Ejipura Puthrappa Jayadeva	AAYPJ7790E	06761333	Executive Director	Not Applicable		20-08-1964	No				Active	NA		10-06-2022				1	0	1	0		
3	Mr	Sunil Krishna Murthy Devanahalli	ACWPD4132G	09639264	Executive Director	Not Applicable		08-04-1966	No				Active	NA		29-09-2022				1	0	0	0		
4	Mrs	Tessy Thomas	AAWPT6654K	08189164	Non-Executive - Nominee Director	Not Applicable		27-04-1963	No				Active	NA		02-07-2018				1	0	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	T Natarajan	ADJPT5206F	00396367	Non-Executive - Nominee Director	Not Applicable		05-05-1971	No				Active	NA		23-12-2022				2	0	0	0		
6	Mrs	Divya Gupta	AARPG3873C	00236773	Non-Executive - Independent Director	Not Applicable		28-05-1965	No				Active	NA		28-12-2021	28-12-2021		15.04	1	1	2	1		
7	Mr	Deepak Abasaheb Shinde	ACGPS2776P	00288460	Non-Executive - Independent Director	Not Applicable		05-10-1957	No				Active	NA		28-04-2022	28-04-2022		11.03	1	1	1	1		

Text Block	
Textual Information(1)	As on 31.03.2023, HAL has only 2 IDs including 1 Woman ID, hence falls short of 5 IDs. Since the apt. of IDs in all PSUs is being made by the Govt, multiple requests were made to MoD and DPE for filling the vacant posts of 5 IDs, however, they are yet to be appointed. Shri C B Ananthakrishnan, Director (Finance) & CFO was entrusted with add. charge of CMD w.e.f. 1.8.2022, which is being extended from time to time.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00288460	Deepak Abasaheb Shinde	Non-Executive - Independent Director	Chairperson	04-05-2022		
2	00236773	Divya Gupta	Non-Executive - Independent Director	Member	04-05-2022		
3	06761339	Chinakavanam Bhoopathi Ananthakrishnan	Executive Director	Member	10-05-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00288460	Deepak Abasaheb Shinde	Non-Executive - Independent Director	Chairperson	04-05-2022		
2	00236773	Divya Gupta	Non-Executive - Independent Director	Member	04-05-2022		
3	08189164	Tessy Thomas	Non-Executive - Nominee Director	Member	10-05-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00236773	Divya Gupta	Non-Executive - Independent Director	Chairperson	10-02-2022		
2	06761339	Chinakavanam Bhoopathi Ananthakrishnan	Executive Director	Member	01-08-2018		
3	06761333	Ejipura Puthrappa Jayadeva	Executive Director	Member	29-11-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00236773	Divya Gupta	Non-Executive - Independent Director	Chairperson	10-02-2022		
2	06761339	Chinakavanam Bhoopathi Ananthakrishnan	Executive Director	Member	01-08-2018		
3	06761333	Ejipura Puthrappa Jayadeva	Executive Director	Member	10-06-2022		
4	09639264	Sunil Krishna Murthy Devanahalli	Executive Director	Member	29-09-2022		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00236773	Divya Gupta	Non-Executive - Independent Director	Chairperson	10-02-2022		
2	06761339	Chinakavanam Bhoopathi Ananthakrishnan	Executive Director	Member	01-08-2018		
3	06761333	Ejipura Puthrappa Jayadeva	Executive Director	Member	10-06-2022		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-10-2022				Yes	8	6	2
2	11-11-2022		29		Yes	8	7	2
3	09-12-2022		27		Yes	7	6	2
4		12-01-2023	33		Yes	7	7	2
5		09-02-2023	27		Yes	7	7	2
6		10-03-2023	28		Yes	7	6	2

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-11-2022				Yes	3	3	2	0
2	Audit Committee	12-01-2023	61			Yes	3	3	2	0
3	Audit Committee	09-02-2023	27			Yes	3	3	2	0
4	Audit Committee	10-03-2023	28			Yes	3	3	2	0
5	Corporate Social Responsibility Committee	12-10-2022				Yes	4	3	1	0
6	Corporate Social Responsibility Committee	09-03-2023	147			Yes	3	2	1	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	09-03-2023				Yes	4	4	1	0
8	Nomination and remuneration committee	10-03-2023	0			Yes	3	2	2	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Shailesh Bansal
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	As on 31st March, 2023, the Company has Two (2) Independent Director on its Board, hence falls short of Five (5) Independent Directors. Since the appointment of Independent Directors in the case of all the Government Companies is being made by the Government, multiple requests were made to the administrative Ministry, i.e. Ministry of Defence (MoD) and Department of Public Enterprises (DPE) for filling the vacant posts of 5 Independent Directors, however, they are yet to be appointed.

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.hal-india.co.in
2	Terms and conditions of appointment of independent directors	Yes		www.hal-india.co.in
3	Composition of various committees of board of directors	Yes		www.hal-india.co.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.hal-india.co.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.hal-india.co.in
6	Criteria of making payments to non-executive directors	Yes		www.hal-india.co.in
7	Policy on dealing with related party transactions	Yes		www.hal-india.co.in
8	Policy for determining 'material' subsidiaries	Yes		www.hal-india.co.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.hal-india.co.in

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.hal-india.co.in
11	email address for grievance redressal and other relevant details	Yes		www.hal-india.co.in
12	Financial results	Yes		www.hal-india.co.in
13	Shareholding pattern	Yes		www.hal-india.co.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.hal-india.co.in
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.hal-india.co.in
18	Credit rating or revision in credit rating obtained	Yes		www.hal-india.co.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.hal-india.co.in
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.hal-india.co.in
21	Materiality Policy as per Regulation 30	Yes		www.hal-india.co.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.hal-india.co.in
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.hal-india.co.in

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	No	As on 31st March, 2023, the Company has Two (2) Independent Director on its Board, hence falls short of Five (5) Independent Directors. Since the appointment of Independent Directors in the case of all the Government Companies is being made by the Government, multiple requests were made to the administrative Ministry, i.e. Ministry of Defence (MoD) and Department of Public Enterprises (DPE) for filling the vacant posts of 5 Independent Directors, however, they are yet to be appointed.
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	NA	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Shailesh Bansal
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	**Particulars**	**Compliance status (Yes/No/NA)**
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Shailesh Bansal
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	Company has not given any loan / guarantees / comfort letters / securities, etc. to any Promotor or Promotor Group, Directors or their relatives, KMPs or their relatives or entities controlled by them.

Signatory Details	
Name of signatory	Shailesh Bansal
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	18-04-2023