

### Annexure 1

#### Disclosures to be provided along with the application for listing

#### 1. Issuer details:

##### 1.1. Details of issuer

(i) Name, Address, CIN and PAN

**Name – HINDUSTAN ZINC LIMITED**

**Address – YASHAD BHAWAN, UDAIPUR 313004, India**

**CIN – L27204RJ1966PLC001208**

**PAN – AAACH7354K**

(ii) Line of business

**Mining and Metals**

(iii) Chief Executive (Managing Director/President/ CEO / CFO)

**Chief Executive Officer – Mr. Arun Misra**

**Interim Chief Financial Officer – Mr. Sandeep Modi**

(iv) Group affiliation (if any). VEDANTA GROUP

##### 1.2. Details of the directors: (As on December 31, 2022):

S. No.	Name, designation, and DIN	Age	Address	Director since
1	Mrs. Kiran Agarwal Chairperson, Non-Executive Director 02227122	65 years 10 months	113/114, Samudra Mahal, Dr. Annie Besant Road, Near Lotus, Worli, MUMBAI – 400018.	02/03/2019
2	Mr. Arun Misra CEO & Whole-time Director 01835605	57 years 7 month	Hindustan Zinc Limited Yashad Bhawan UDAIPUR - 313 004.	01/08/2020
3	Ms. Nirupama Kotru Non-Executive Director 09204338	53 year 11 months	Government of India Ministry of Mines Shastri Bhawan DELHI – 110 001.	26/07/2021
4	Ms. Farida M. Naik Non-Executive Director 07612050	52 years 5 months	Government of India Ministry of Mines Shastri Bhawan NEW DELHI - 110001.	14/03/2017
5	Mr. Navin Agarwal Non-Executive Director 00006303	61 years 11 months	Vedanta House 75, Nehru Road, Vile Parle (East) MUMBAI - 400099.	11/04/2002
6	Mr. Anjani K. Agrawal Independent Director 08579812	64 years 5 months	2201, Tower 2A, Sumer Trinity Towers, New Prabha Devi Road, Prabha Devi MUMBAI – 400 025	01/08/2020
7	Mr. Akhilesh Joshi Independent Director 01920024	68 years 11 months	Mr. Akhilesh Joshi 54, Polo Ground UDAIPUR – 313 004	01/08/2020
8	Dr. Veena Kumari D. Non-Executive Director 08890469	55 years 4 months	Government of India Ministry of Mines Shastri Bhawan DELHI – 110 001.	29/07/2021

#### Hindustan Zinc Limited

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Tel.: (91-294)6604000-02, Fax: (91-294) 2427739

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9	Mr. Kannan Ramamirtham Independent Director 00227980	73 years 6 months	Karachi Citizens CHS 205-B, New Link Road D.N. Nagar Andheri (West) Mumbai 400053	01/09/2022
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### 1.3. Details of other Directorships:

S. No.	Name of Director	Name of the Company/ Body Corporate/Firms	Nature of Interest
1	Mrs. Kiran Agarwal	Nil	Nil
2	Ms. Farida M. Naik	Nil	Nil
3	Mr. Arun Misra	Ferro Alloys Corporation Limited	Director
		Federation of India Mineral Industries	Director
		Hindustan Zinc Alloys Private Limited	Director
		Vedanta Zinc football & Sports foundation	Director
		International Zinc Association	Acting Chairman
		Hindustan Zinc Fertilisers Private Limited	
		Zinc India foundation	
4	Mr. Akhilesh Joshi	Rajasthan State Mines & Minerals Limited	Director
		Ferro Alloys Corporation Limited	Director
		Facor Power Limited	Director
		Vedanta Limited	Director
		Wolkem Industries Limited	Director
		Wolkem India Limited	Director
5	Mr. Navin Agarwal	Vedanta Limited	Executive Vice- Chairman
		Vedanta Resources Plc., UK	Executive Vice- Chairman
		Hare Krishna Packaging Pvt. Ltd.	Director
6	Mr. Anjani Kumar Agrawal	Aditya Birla Sun Life Trustee Private Limited	Director
		Evonith Value Steels Limited	Director
		Uttam Value Steels Limited	Director
		Firstsource Solutions Ltd	Director
7	Ms. Nirupama Kotru	Coal India Limited	Director
		Bharat Aluminium Co Ltd	Director
8	Dr. Veena Kumari Dermal	Bharat Gold Mines Limited	Director
		Khanij Bidesh India Limited	Director
		National Aluminium Co Ltd	Director
9	Mr. Ramamirtham Kannan	Talwandi Sabo Power Limited	Director
		Orient Press Limited	Director
		Ram Ratna Wires Limited	Director
		PTC Cables Pvt. Limited	Director
		Lakecity Ventures Pvt. Limited	Director
		Orionsayi Consultant Private Limited	Director
		Bharat Re-insurance Brokers Pvt. Limited	Director
		Athena Infonomics India Pvt. Limited	Director
		Avi Alimchandani Foundation	Director
		Jyoti Structures Limited	Director

### 1.4. Details of change in directors in last three financial years including any change in the current year: (As on December 31, 2022)

Name, Designation and DIN	Date of Appointment	Date of Cessation (in case of resignation)	Remarks (viz. reasons for change etc)
Mr. Agnivesh Agarwal, Non-Executive Chairman (DIN	15.11.2005	22.02.2019	Resignation due to preoccupation

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00038950)			
Mr. Sudhir Kumar, Non-Executive Independent Director (DIN 00267742)	30.11.2015	29.11.2018	Completion of Tenure
Mrs. Kiran Agarwal, Non-Executive Chairman (DIN 02227122)	02.03.2019	-	-
Mr. Sunil Duggal as CEO & WTD, (DIN 07291685)	-	31.07.2020	Completion of Tenure
Mr. A R Narayanaswamy, Non-Executive Independent Director (DIN 00818169)	-	31.07.2020	Completion of Tenure
Mr. Arun L Todarwal, Non-Executive Independent Director (DIN 00020916)	-	31.07.2020	Completion of Tenure
Mr. Arun Misra, CEO & Whole-time Director (DIN 01835605)	01.08.2020	-	
Mr. Anjani K. Agrawal, Non-Executive Independent Director (DIN 08579812)	01.08.2020	-	
Mr. Akhilesh Joshi, Non-Executive Independent Director (DIN 01920024)	01.08.2020	-	
Mrs. Reena Sinha Puri, Non-Executive Director (DIN 07753040)	-	07.08.2020	Changed by MOM order
Ms. Yatinder Prasad, Non-Executive Director (DIN 08564506)	07.08.2020	-	
Ms. Yatinder Prasad, Non-Executive Director (DIN 08564506)	-	26.07.2021	Changed by MOM order
Ms. Nirupama Kotru Non-Executive Director (DIN 09204338)	26.07.2021	-	
Dr. Veena Kumari D., Non-Executive Director (DIN 08890469)	29.07.2021	-	
Mr. Ramamirtham Kannan, Non-Executive Independent Director (DIN 00227980)	01.09.2022	-	

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**1.5. List of top 10 holders of equity shares of the company as on date or the latest quarter end: (As on December 31, 2022)**

S. No.	Name and category of shareholder	Total no. of equity shares	No. of shares in demat form	Total shareholding as % of total no. of equity shares
1.	VEDANTA LIMITED	2,743,154,310	2,743,154,310	64.92
2.	PRESIDENT OF INDIA - A/C HINDUSTAN ZINC LTD.	1,247,950,590	1,247,950,590	29.54
3.	LIFE INSURANCE CORPORATION OF INDIA	10,04,28,145	10,04,28,145	2.38
4.	LIFE INSURANCE CORPORATION OF INDIA - P & GS FUND	1,34,52,946	1,34,52,946	0.32
5.	JANUS HENDERSON OVERSEAS FUND	81,49,485	81,49,485	0.19
6.	GENERAL INSURANCE CORPORATION OF INDIA	60,03,300	60,03,300	0.14
7.	JANUS HENDERSON OVERSEAS PORTFOLIO	36,92,019	36,92,019	0.09
8.	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	32,53,777	32,53,777	0.08
9.	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	30,89,114	30,89,114	0.07
10.	INDIA CAPITAL FUND LIMITED	19,58,000	19,58,000	0.05

**1.6. Details of the statutory auditor:**

Name and address	Date of appointment	Remarks
<b>S.R. Batliboi &amp; Co. LLP</b> <b>Chartered Accountants</b> 2nd and 3rd Floor, Golf View Corporate Tower – B, Sector 42, Sector Road, Gurugram – 122002, Haryana, India	<b>June 29, 2016</b> <b>Re-appointed – June 24, 2021</b>	Appointed for a term of five consecutive years Reappointed for a term of five consecutive years

**1.7. Details of the change in statutory auditors in last three financial years including any change in the current year:**

Name and address	Date of appointment/ Resignation	Date of cessation (in case of resignation)	Remarks (viz. reasons for change etc)
<b>Not Applicable</b>			

**1.8. List of top 10 debt securities holders (as on 31<sup>st</sup> Dec 2022):**

S. No.	Name of NCD Holder	Category of NCD Holder	Face Value of NCD Holding	NCD Holding as a % of Total NCD Outstanding of the issuer
1	HDFC BANK LIMITED	Bank	1,000,000	85.23%
2	KOTAK MAHINDRA TRUSTEE COMPANY LTD. A/C. KOTAK MAHINDRA BOND SHORT TERM PLAN	Mutual Fund		4.26%
3	NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA BALANCED ADVANTAGE FUND	Mutual Fund		0.71%
4	NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA SHORT TERM FUND	Mutual Fund		1.70%
5	NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA HYBRID BOND FUND	Mutual Fund		0.28%

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6	NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA EQUITY HYBRID FUND	Mutual Fund		0.43%
7	KOTAK MAHINDRA TRUSTEE CO. LTD. A/C KOTAK LOW DURATION FUND	Mutual Fund		2.84%
8	ZEAL GLOBAL OPPORTUNITIES FUND	Others		0.43%
9	DHANLAXMI BANK LIMITED	Bank		0.57%
10	KOTAK MAHINDRA BANK LIMITED	Bank		3.55%

**1.9. List of top 10 CP holders (as on 31<sup>st</sup> Dec 2022):**

Sr. No.	Name of CP holder	Category of CP holder	Face value of CP holding	CP holding as a % of total CP o/s of issuer
1	Nippon India Mutual Fund	Mutual Fund	5,00,000	80%
2	Yes Bank Limited	Bank	5,00,000	20%

**2. Material Information:**

- 2.1. Details of all default/s and/or delay in payments of interest and principal of CPs, (including technical delay), debt securities, term loans, external commercial borrowings and other financial indebtedness including corporate guarantee issued in the past 5 financial years including in the current financial year.
  - Nil
- 2.2. Ongoing and/or outstanding material litigation and regulatory strictures, if any.
  - **All the pending material litigations by and against the company are in the ordinary course of business and relevant information is available in the public domain (refer link below)**
- 2.3. Any material event/ development having implications on the financials/credit quality including any material regulatory proceedings against the Issuer/promoters, tax litigations resulting in material liabilities, corporate restructuring event which may affect the issue or the investor's decision to invest / continue to invest in the CP.
  - **All material events, if any are disclosed in the public domain (refer link below)**

[HZL | Digital Integrated Report 2021-22 \(hzlinia.com\)](https://www.hzlinia.com)

**3. Details of borrowings of the company, as on the latest quarter end:**

- 3.1. Details of debt securities and CPs:

**Refer Exhibit A attached**

- 3.2. Details of secured/ unsecured loan facilities/ bank fund based facilities/ rest of the borrowing, if any, including hybrid debt like foreign currency convertible bonds (FCCB), optionally convertible debentures / preference shares from banks or financial institutions or financial creditors, as on last quarter end:

**Refer Exhibit B attached**

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- 3.3. The amount of corporate guarantee or letter of comfort issued by the issuer along with name of the counterparty (like name of the subsidiary, JV entity, group company, etc) on behalf of whom it has been issued, contingent liability including debt service reserve account (DSRA) guarantees/ any put option etc.

Name of Subsidiary	Amount of Letter of Comfort (INR Crs.)
Hindustan Zinc Alloys Private Limited	66

#### 4. Issue Information:

- 4.1. Details of current tranche including ISIN, amount, date of issue, maturity, all credit ratings including unaccepted ratings, date of rating, name of credit rating agency, its validity period (details of credit rating letter issued not older than one month on the date of opening of the issue), details of issuing and paying agent and other conditions, if any.  
**Refer Letter of offer attached- Annexure A**
- 4.2. CP borrowing limit, supporting board resolution for CP borrowing, details of CP issued during the last 15 months.  
**Board approved CP borrowing limit is INR 7,500 Crs. Board Resolution attached in Annexure B.**  
**Details of CP issued during last 15 months:**

ISIN	Date of issuance	Amount (In crores)	Maturity date	Outstanding amount (In crores)	Credit rating	Credit rating agency	Rated Amount (In crores)	IPA
INE267A14499	21-11-2022	1200	25-01-2023	1200	CRISIL A1+ IND A1+	CRISIL India Rating	7500 7500	Yes Bank Limited
INE267A14481	21-11-2022	300	03-02-2023	300	CRISIL A1+ IND A1+	CRISIL India Rating	7500 7500	Yes Bank Limited

- 4.3. End-use of funds.  
**Refer Letter of offer attached – Annexure A**
- 4.4. Credit Support / Enhancement (if any): None
- Details of instrument, amount, guarantor company
  - Copy of the executed guarantee
  - Net worth of the guarantor company
  - Names of companies to which guarantor has issued similar guarantee
  - Extent of the guarantee offered by the guarantor company
  - Conditions under which the guarantee will be invoked
- 4.5. Where an issue is made by an issuer who has been in existence for less than three years, a disclosure that the issue is open for subscription only to Qualified Institutional Buyers: **Not Applicable**

#### 5. Financial Information:

- 5.1. a. Audited / Limited review half yearly consolidated (wherever available) and standalone financial information (Profit & Loss statement, Balance Sheet and Cash Flow statement) along with auditor qualifications, if any, for last three years along with latest available financial results, if the issuer has been in existence for a period of three years and above; or,

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b. Audited/ limited review half yearly consolidated (wherever available) and standalone financial information (Profit & Loss statement, Balance Sheet and Cash Flow statement) along with auditor qualifications, if any, pertaining to the years of existence, if the issuer has been in existence for less than three years: **Not Applicable**

In case an issuer is required to prepare financial results for the purpose of consolidated financial results in terms of Regulation 33 of SEBI LODR Regulations, latest available quarterly financial results shall be filed.

**The financial results and annual report for the above period is available at the following website link of the company:**

[HZL | Digital Integrated Report 2021-22 \(hzindia.com\)](https://www.hzindia.com)  
<https://www.hzindia.com/E-Annual-Report/2020-21/>  
[HZL - Annual Report 2019-20 \(hzindia.com\)](https://www.hzindia.com)

5.2. Latest audited financials should not be older than six month from the date of application for listing.

5.3. Provided that listed issuers (who have already listed their specified securities and/or 'Non-convertible Debt Securities' (NCDs) and/or 'Non-Convertible Redeemable Preference Shares' (NCRPS)) who are in Compliance with SEBI (Listing obligations and disclosure requirements) Regulations 2015 (hereinafter "SEBI LODR Regulations"), may file unaudited financials with limited review for the stub period in the current financial year, subject to making necessary disclosures in this regard including risk factors.

**Refer link below:**

<https://www.hzindia.com/home/>

5.4 Latest available limited review quarterly financial results in case an issuer is not having any listed specified securities and is required to prepare such results on quarterly basis for consolidation of financial results of its holding company, under the requirement of any applicable law(s): **Not Applicable**

#### **6. Asset Liability Management (ALM) Disclosures:**

6.1. NBFCs/HFCs seeking to list their CPs shall also make disclosures as specified in Chapter III of SEBI Operational Circular SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 as amended from time to time: **Not applicable**

6.2. On approval of the listing application by the concerned stock exchange(s), the disclosures so provided along with the application for listing, shall be made available on the website of the concerned stock exchange(s): **Not Applicable**

#### **DECLARATION**

The Disclosure Document contains all the disclosures as prescribed under Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI Operational Circular for Issue and Listing of Non-Convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper dated August 10, 2021, as amended from time to time.

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**Exhibit A: Details of debt securities and CPs as on 31<sup>st</sup> Dec 2022:**
**Non-Convertible Debentures:**

ISIN	Tenor/Period of Maturity (Years)	Coupon	Amount Issued (Rs. Crs.)	Date of Allotment	Redemption date/ Schedule	Credit Rating	Secured / Unsecured	Security	Other Details viz. Details of IPA, Details of CRA
INE267A08012	3	5.35%	3,520	29-Sept-2020	29-Sept-21 (20% of Face Value) 29-Sept-22 (20% of Face Value) 29-Sept-23 (60% of Face Value)	CRISIL AAA Stable	Unsecured	NA	CRA - CRISIL

**Commercial Paper:**

ISIN	Tenor/Period of Maturity (Days)	Coupon	Amount Issued (Rs. Crs.)	Date of Allotment	Redemption date/ Schedule	Credit Rating	Secured / Unsecured	Security	Other Details viz. Details of IPA, Details of CRA
INE267A14499	65	7.05%	11,85,12,12,000 (Face Value – 1200 crores)	21-Nov-2022	25-Jan-2023	CRISIL A1+ IND A1+	Unsecured	NA	CRA – CRISIL and India Ratings IPA – Yes Bank
INE267A14481	74	6.99%	2,95,80,81,000 (Face Value – 300 crores)	21-Nov-2022	03-Feb-2023	CRISIL A1+ IND A1+	Unsecured	NA	CRA – CRISIL and India Ratings IPA – Yes Bank


**Exhibit B: Details of loan facilities, bank fund-based facilities, other borrowings, etc. as on 31<sup>st</sup> Dec 2022:**

Lender's Name/ Name of the Bank	Nature of facility/ Instrument	Amount sanctioned (INR Crs.)	Principal amount outstanding (INR Crs.)	Repayment date/ schedule	Security, if applicable	Credit rating, if applicable	Asset classification
HDFC Bank	Term Loan	1500	1500	22-Nov-2023	Unsecured	CRISIL AAA / Stable	Standard

Other than above, there was NIL O/S for any other fund based / loan facilities etc. O/S as on 31<sup>st</sup> Dec 2022.

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**ISSUE OF COMMERCIAL PAPER (CP): LETTER OF OFFER**
**PART I**

PROPOSED DATE OF ISSUE	25-Jan-23	
ISSUE REFERENCE	CP /2022-23/007	
CREDIT RATING FOR CP	CRISIL A1+	IND A1+
DATE OF RATING	17-Jan-23	17-Jan-23
ISSUANCE	30 Days	30 Days
RATING	Throughout the life of CP	Throughout the life of CP
FOR AMOUNT	Rs 7,500 crores	Rs 7,500 crores
CONDITIONS (if any)	None	
EXACT PURPOSE OF ISSUE OF CP	Other (Mismatch of Cash Flow)	
CREDIT SUPPORT (if any):	NA	
INSTRUMENT	:Commercial Paper	
AMOUNT	Rs 2,00,00,00,000 /-	
ISSUED BY	Hindustan Zinc Limited	
IN FAVOUR OF	Holder of CP	

Details of Current Tranche:

ISIN	AMOUNT	MATURITY DATE	CURRENT CREDIT RATING	VALIDITY PERIOD OF RATING	CRA
INE267A14523	Rs 2,00,00,00,000 /-	20-Apr-23	CRISIL A1+ IND A1+	Throughout the life of CP	CRISIL INDIA RATINGS

NAME AND ADDRESS OF THE TRUSTEE :NA

**LISTING:**

PROPOSED TO BE LISTED/UNLISTED :PROPOSED TO BE LISTED ON NSE

ISSUING AND PAYING AGENT :YES Bank Limited, YES BANK HOUSE, 3rd Floor, North Wing, Off Western Express Highway, Santacruz East, Mumbai-400 055

MARKET CONVENTIONS :FIMMDA CONVENTIONS

CP BORROWING LIMIT :Rs 7,500 Crores

SUPPORTING BOARD RESOLUTION :Committee of Directors Meeting dtd 27th July 2020 along with CEO &amp; CFO Meeting dtd 2nd Jan 2023

TOTAL CP OUTSTANDING (as on date) :1500 crores

Details of CPs issued during last 15 months

ISIN	Issue Date	Amount (Rs. Crs.) (Face value)	Maturity Date	Amount O/s (Rs. Crs.)
INE267A14499	21-Nov-22	1,200	25-Jan-23	1,200
INE267A14481	21-Nov-22	300	03-Feb-23	300

Details of Other Debt Instruments Outstanding :

ISIN	Issue Date	Amount (Rs. Crs.)	Maturity Date*	Amount O/s (Rs. Crs.)
INE267A08012	29-Sep-20	3,520	29-Sep-23	2,112


\*final maturity date

Bank Fund Based facilities from banks/financial institutions, if any: As on 31st Dec 2022

Lender's Name/ Name of the Bank	Nature of facility/ Instrument	Amount sanctioned (INR Crs.)	Principal amount outstanding	Repayment date/ schedule	Security, if applicable	Credit rating, if applicable	Asset classification
HDFC Bank	Term Loan	1500	1500	22-Nov-23	Unsecured	CRISIL AAA / Stable	Standard

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NAME AND ADDRESS OF ISSUER Hindustan Zinc Limited, Yashad Bhawan, Swaroop Sagar Road, Udaipur -313001  
 LINE OF BUSINESS Metals & Mining  
 CHIEF EXECUTIVE Mr. Arun Misra (CEO)  
 GROUP AFFILIATION (if any) : Vedanta Group (Vedanta Resources)  
 FINANCIAL PERFORMANCE:

Rs in Crs.

Particulars	Year ended 31.03.2022	Year ended 31.03.2021	Year ended 31.03.2020
EQUITY	845	845	845
NET WORTH	34,282	32,313	40,310
INVESTMENT IN SUBSIDIARIES/AFFILIATES	0	-	-
<b>TOTAL DEBT OUTSTANDING</b>			
-SHORT TERM (< 1 YEAR)	712	2,865	611
-OTHER DEBT	2,111	4,312	-
GROSS INCOME	29,440	22,629	18,561
OPERATING PROFIT (PBITD) *	17,576	13,491	10,781
GROSS PROFIT (PBTID) *	17,286	13,105	10,669
NET PROFIT (POST TAX)*	9,630	7,980	6,805

AUDIT QUALIFICATION (If Any): NA  
 MATERIAL LITIGATION (If Any): As per Annual report  
 REGULATORY STRICTURES (If Any): NA  
 DETAILS OF DEFAULT OF CPs, INCLUDING TECHNICAL DELAY IN REDEMPTION DURING PAST 3 YEARS: NIL  
 DETAILS OF DEFAULT AND DELAY IN REDEMPTION OF ANY OTHER BORROWINGS DURING LAST 3 YEARS: NIL

Note: Detailed Financials & updates available on website <https://www.hzindia.com>

\*Year ended March'22 includes negative impact due to exceptional items worth INR 134 Crs.

For Hindustan Zinc Limited

*Amalan*

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Authorized Signatories

DATE

19-Jan-23

ORIGINAL / AUTHENTICATED COPY OF ANY DOCUMENT RELATED TO ABOVE INFORMATION WILL BE MADE AVAILABLE TO THE INVESTORS ON REQUEST



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transforming elements



**HINDUSTAN ZINC**  
Zinc & Silver of India

**CERTIFIED TRUE COPY OF RESOLUTIONS PASSED IN THE 1st MEETING OF THE COMMITTEE OF DIRECTORS OF HINDUSTAN ZINC LIMITED HELD ON MONDAY THE 27TH DAY OF JULY, 2020 AT YASHAD BHAWAN, UDAIPUR - 313004 AT 2.00 PM.**

**Item No. 4: Issuance of Commercial Paper**

**"RESOLVED THAT** in terms of approval granted by the Board of Directors, pursuant to section 179 of the Companies Act 2013, the approval of the Committee be and is hereby accorded for issuance of Commercial Papers upto an aggregate of Rs. 7,500 crores (Rupees Seven Thousand Five Hundred Crores only) to borrow moneys either in India or abroad denominated either In India Rupees or in foreign currency in the form of Commercial Papers from any Bank / Mutual Funds / Merchant Bankers or Financial Institution as may be required from time to time to meet the requirements of the Company for such periods and on such terms and conditions as may be mutually agreed upon between the Company and the Lender(s)."

**"RESOLVED FURTHER THAT** the following authorised signatories be and are hereby authorized in the manner set out herein below to sign such forms, agreements, deeds, documents including underwriting agreements or other related papers and to do all acts, deeds, matters and things as may be required including seeking all approvals required from any other authority etc. and to open and operate all the required accounts for any instrument / transactions and the Commercial Paper Issue viz. designated cash account, including a Current Account with Yes Bank or any other regulated bank as may be decided from time to time, with statutory authorities, Registrar & Transfer Agents, Depositories, Issuing and Paying Agents seeking rollover / Buyback of the Commercial Paper from time to time upto permissible periods and to do all such acts, deeds, matters and things as may be necessary in matters related to borrow moneys, either in India or aboard, up to an aggregate of Rs. 7,500 crores to give effect to this resolution

All Transactions/documents require two signatures, one from each Group	
Group A	Group B
Mr. Chetan Trivedi	Mr. Mayank Totla
Ms. Kajal Sarda	Mr. Parag Jain
Mr. Rajendra Pandwal	Mr. Kamal Pal
Mr. Harsha Shetty	Mr. Shallesh Mittal
Mr. Gaurav Sharma	Mr. Raghav Tare

**"RESOLVED FURTHER THAT** the above executives are authorised, in the manner indicated above to avail on behalf of the Company, any / all the services offered by NSDL through the issuer services portal and do all such acts and deeds necessary, so as to bind the company in relation to such facilities and to accept, sign, execute, deliver and complete all documentation or agreements or forms as are necessary for availing such services."

**"RESOLVED FURTHER THAT** aforesaid authorised officials may designate/ authorise/ appoint person(s) as authorised users to access the Issuer Services Portal of NSDL and to provide any details, information, document, and submit any request / instructions on Issuer Services Portal on behalf of the company in capacity as an Issuer."

**Hindustan Zinc Limited**

Registered Office: Yashad Bhawan, Udaipur (Rajasthan) - 313 004  
T +91-294 660 4000-02 F +91294-242 7739 www.hzindia.com  
CIN : L27204RJ1966PLC001208

CERTIFIED TO BE TRUE COPY

*Handwritten signatures and stamps:*  
Nalid and  
Subrata as on date  
Hindustan Zinc Limited  
UDAIPUR  
17/11/22

(R. PANDWAL)  
COMPANY SECRETARY  
HINDUSTAN ZINC LTD.  
YASHAD BHAWAN, UDAIPUR





**vedanta**  
transforming elements



**HINDUSTAN ZINC**

Zinc & Silver of India

**"RESOLVED FURTHER THAT** the Company acknowledges and agrees that the users as designated/ authorized/ appointed by authorized signatories has been authorized to access the Issuer Services Portal of NSDL and provide any details, information, document, and submit any request / instructions on Issuer Services Portal on behalf of the company in capacity as an Investor, keeping in view the risks involved and consequences of usage of such rights and that the Company shall keep the NSDL absolved, indemnified, harmless and protected from any liabilities whatsoever and howsoever that may arise out of any misuse or compromise of these rights/passwords by the authorized user."

**"RESOLVED FURTHER THAT** the Company undertakes to be bound in capacity as an Issuer by the Terms & Conditions of Issuer Services Portal, Bye Laws and Business Rules of NSDL as amended from time to time."

**"RESOLVED FURTHER THAT** the above mentioned authorised signatories be and are hereby authorised to select and appoint Merchant Bankers/ Dealers/ any regulated bank, including Yes Bank, as may be decided from time to time, Issuing and Paying Agents, Registrar & Transfer Agents etc. for the issue of Commercial Paper and any other instrument(s)/ transaction."

**"RESOLVED FURTHER THAT** any one of the above-mentioned authorized signatories or the Company Secretary be and is hereby authorised to execute the Corporate Action forms and such other documents on Issuance/ Roll-Over/ redemption of the Commercial Papers, any other instrument/ transaction and such other documents as may be required for to be submitted to give effect to the above said purpose."

**"RESOLVED FURTHER THAT** the CEO & WTD, CFO and CS (any two jointly) be and are hereby authorised to remove the name(s) of any of the officials of the Company from the List of Authorised Signatories either due to internal transfer or cessation of employment due to resignation, termination and superannuation and the Bank / Institutions shall immediately act and take steps for removal of the names from their list and updating in their respective records."

CERTIFIED TO BE TRUE COPY



*Valid and  
submitted as on  
Date*

*[Signature]*

*17/11/2022*

*[Signature]*

(R. PANDWAL)

COMPANY SECRETARY  
HINDUSTAN ZINC LTD.  
YASHAD BHAWAN, UDAIPUR

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**EXTRACTS OF THE MEETING UNDER THE POWERS DELEGATED BY COMMITTEE OF DIRECTORS TO CEO AND SR V P & HEAD FINANCE/OR CFO OF HINDUSTAN ZINC LIMITED IN ITS MEETING HELD ON JANUARY 2, 2023.**

**Changes in authorized signatories - Issuance of Commercial Paper**

**"RESOLVED THAT** in supersession of earlier resolution in terms of approval granted by the Board of Directors, pursuant to section 179 of the Companies Act 2013, the approval of the Committee be and is hereby accorded for Issuance of Commercial Papers upto an aggregate of Rs. 7,500 crores (Rupees Seven Thousand Five Hundred Crores only) to borrow moneys either in India or abroad denominated either in India Rupees or in foreign currency in the form of Commercial Papers from any Bank / Mutual Funds / Merchant Bankers or Financial Institution as may be required from time to time to meet the requirements of the Company for such periods and on such terms and conditions as may be mutually agreed upon between the Company and the Lender(s).

**RESOLVED FURTHER THAT** the following authorised signatories be and are hereby authorized in the manner set out herein below to sign such forms, agreements, deeds, documents including underwriting agreements or other related papers and to do all acts, deeds, matters and things as may be required including seeking all approvals required from any other authority etc. and to open and operate all the required accounts for any Instrument / transactions and the Commercial Paper Issue viz. designated cash account, including a Current Account with Yes Bank or any other regulated bank as may be decided from time to time, with statutory authorities, Registrar & Transfer Agents, Depositories, Issuing and Paying Agents seeking rollover / Buyback of the Commercial Paper from time to time upto permissible periods and to do all such acts, deeds, matters and things as may be necessary in matters related to borrow moneys, either in India or aboard, up to an aggregate of Rs. 7,500 crores to give effect to this resolution

Group A	
1.	Mr. Manoj Soni
2.	Ms. Kajal Sarda
3.	Mr. Rajendra Pandwal
4.	Mr. Amit Malani
Group B	
1.	Ms. Anushree Bafna
2.	Mr. Parag Jain
3.	Mr. Dinesh Daga
4.	Mr. Rajkumar Basak

**RESOLVED FURTHER THAT** the above executives are authorised, in the manner indicated above to avail on behalf of the Company, any / all the services offered by NSDL through the issuer services portal and do all such acts and deeds necessary, so as to bind the company in relation to such facilities and to accept, sign, execute, deliver and complete all documentation or agreements or forms as are necessary for availing such services.

**RESOLVED FURTHER THAT** aforesaid authorised officials may designate/ authorise/ appoint person(s) as authorised users to access the Issuer Services Portal of NSDL and to provide any

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Sensitivity: Internal (C3)

*Manoj P*





details, information, document, and submit any request / instructions on Issuer Services Portal on behalf of the company in capacity as an Issuer.

**RESOLVED FURTHER THAT** the Company acknowledges and agrees that the users as designated/ authorized/ appointed by authorized signatories has been authorized to access the Issuer Services Portal of NSDL and provide any details, information, document, and submit any request / instructions on Issuer Services Portal on behalf of the company in capacity as an Investor, keeping in view the risks involved and consequences of usage of such rights and that the Company shall keep the NSDL absolved, indemnified, harmless and protected from any liabilities whatsoever and howsoever that may arise out of any misuse or compromise of these rights/passwords by the authorized user.

**RESOLVED FURTHER THAT** the Company undertakes to be bound in capacity as an Issuer by the Terms & Conditions of Issuer Services Portal, Bye Laws and Business Rules of NSDL as amended from time to time.

**RESOLVED FURTHER THAT** the above mentioned authorised signatories be and are hereby authorised to select and appoint Merchant Bankers/ Dealers/ any regulated bank, including Yes Bank, as may be decided from time to time, Issuing and Paying Agents, Registrar & Transfer Agents etc. for the issue of Commercial Paper and any other instrument(s)/ transaction.

**RESOLVED FURTHER THAT** any one of the above-mentioned authorized signatories or the Company Secretary be and is hereby authorised to execute the Corporate Action forms and such other documents on Issuance/ Roll-Over/ redemption of the Commercial Papers, any other instrument/ transaction and such other documents as may be required for to be submitted to give effect to the above said purpose.

**RESOLVED FURTHER THAT** the CEO & WTD, Interim CFO, CFO and CS (any two jointly) be and are hereby authorised to remove the name(s) of any of the officials of the Company from the List of Authorised Signatories either due to internal transfer or cessation of employment due to resignation, termination and superannuation and the Bank / Institutions shall immediately act and take steps for removal of the names from their list and updating in their respective records."

For Hindustan Zinc Limited

R Pandwal  
Company Secretary



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Sensitivity: Internal (C3)