



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

CO/SEC/4(7)/2019/ BSE & NSE Filing/24

20th September, 2019

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
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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 56th Annual General Meeting (AGM) held on Wednesday, the 18th September, 2019 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 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

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

	HINDUSTAN AERONAUTICS LIMITED
Date of the AGM/EGM	18-09-2019
Total number of shareholders on record date	143198
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	165
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2019, together with the Board's Report and the Auditors' Report thereon and Comments of the Comptroller & Auditor General of India.									
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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,262	0.0975	4,149	113	97.3486	2.6513	0	12
	Poll		5,295	0.1212	5,245	50	99.0557	0.9442	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,557	0.2187	9,394	163	98.2944	1.7056	0	12
	Total	3343,87,500	3035,74,528	90.7853	3035,74,365	163	99.9999	0.0001	0	169

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm payment of Interim dividend of Rs.19.80 per equity share paid in April, 2019 as final dividend for the financial year 2018-19.									
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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,260	0.0975	4,135	125	97.0657	2.9342	0	12
	Poll		5,295	0.1212	5,105	190	96.4117	3.5882	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,555	0.2187	9,240	315	96.7033	3.2967	0	12
Total		3343,87,500	3035,74,526	90.7852	3035,74,211	315	99.9999	0.0001	0	169

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Arup Chatterjee,DIN -08139347 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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,262	0.0975	3,300	962	77.4284	22.5715	0	12
	Poll		5,295	0.1212	5,170	125	97.6392	2.3607	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,557	0.2187	8,470	1,087	88.6261	11.3739	0	12
Total		3343,87,500	3035,74,528	90.7853	3035,73,441	1,087	99.9996	0.0004	0	169

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri C B Ananthakrishnan, DIN -06761339 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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,262	0.0975	3,300	962	77.4284	22.5715	0	12
	Poll		5,295	0.1212	5,221	74	98.6024	1.3975	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,557	0.2187	8,521	1,036	89.1598	10.8402	0	12
	Total	3343,87,500	3035,74,528	90.7853	3035,73,492	1,036	99.9997	0.0003	0	169

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Chandraker Bharti, DIN - 02599261 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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,262	0.0975	3,300	962	77.4284	22.5715	0	12
	Poll		5,295	0.1212	5,221	74	98.6024	1.3975	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,557	0.2187	8,521	1,036	89.1598	10.8402	0	12
Total		3343,87,500	3035,74,528	90.7853	3035,73,492	1,036	99.9997	0.0003	0	169

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - To fix remuneration of Statutory Auditors 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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,238	0.0970	3,963	275	93.5110	6.4889	0	36
	Poll		5,295	0.1212	5,233	62	98.8290	1.1709	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,533	0.2182	9,196	337	96.4649	3.5351	0	36
Total		3343,87,500	3035,74,504	90.7852	3035,74,167	337	99.9999	0.0001	0	193

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri M.S. Velpari, DIN -08516652 as Director Operations, who was appointed as Additional Director and designated as Director Operations 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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,262	0.0975	3,669	593	86.0863	13.9136	0	12
	Poll		5,295	0.1212	5,170	125	97.6392	2.3607	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,557	0.2187	8,839	718	92.4872	7.5128	0	12
	Total	3343,87,500	3035,74,528	90.7853	3035,73,810	718	99.9998	0.0002	0	169

Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration of the Cost auditor for the Financial Year 2018-19.									
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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,250	0.0973	3,927	323	92.4000	7.6000	0	24
	Poll		5,295	0.1212	5,245	50	99.0557	0.9442	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,545	0.2185	9,172	373	96.0922	3.9078	0	24
Total		3343,87,500	3035,74,516	90.7852	3035,74,143	373	99.9999	0.0001	0	181

Resolution No.	9									
Resolution required: (Ordinary/ Special)	SPECIAL - To alter the Article 114 of the Articles of Association 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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,226	0.0967	3,109	1,117	73.5683	26.4316	0	48
	Poll		5,295	0.1212	5,245	50	99.0557	0.9442	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,521	0.2179	8,354	1,167	87.7429	12.2571	0	48
	Total	3343,87,500	3035,74,492	90.7852	3035,73,325	1,167	99.9996	0.0004	0	205

Resolution No.	10									
Resolution required: (Ordinary/ Special)	SPECIAL - To Re-appoint Ms. Dipali Khanna, DIN -03395440 as Part-Time Non-Official Independent Woman Director 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	3008,55,180	3008,55,180	100.0000	3008,55,180	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		3008,55,180	100.0000	3008,55,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	291,62,592	27,09,791	9.2920	27,09,791	0	100.0000	0.0000	0	157
	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		27,09,791	9.292	27,09,791	0	100.0000	0.0000	0	157
Public- Non Institutions	E-Voting	43,69,728	4,226	0.0967	3,193	1,033	75.5560	24.4439	0	48
	Poll		5,295	0.1212	5,158	137	97.4126	2.5873	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,521	0.2179	8,351	1,170	87.7114	12.2886	0	48
Total		3343,87,500	3035,74,492	90.7852	3035,73,322	1,170	99.9996	0.0004	0	205

FORM No. MGT-13

Report of Scrutinizer(s)

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

SCRUTINIZERS' REPORT

To,
The Chairman
56th Annual General Meeting of the Equity Shareholders of
HINDUSTAN AERONAUTICS LIMITED held on September 18, 2019
15/1, CUBBON ROAD, POST BOX NO.5150 BANGALORE
BANGALORE KA 560001 IN

Dear Sir,

Sub: Scrutinizers' Report

We, **M/s Thirupal Gorge & 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 **M/S. HINDUSTAN AERONAUTICS LIMITED** (the "Company") in connection with e- voting held between September 14th to September 17th on below mentioned resolution(s), set out in the notice convening the 56th Annual General Meeting of Equity shareholders held on September 18, 2019 at Dr V M Ghatge Convention Centre, Hindustan Aeronautics Limited, next to HAL Heritage Centre & Aerospace Museum, Old Airport Road, Marathalli Post, Bengaluru 560037, at 4:00 PM for the purpose of scrutinizing the remote e-voting and voting by *insta poll* at the venue of the 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 and the rules relating to remote e-voting and voting by *insta poll* at the venue of the AGM on the resolutions so contained in the notice of the AGM dated 1st August, 2019.

Our responsibility as Scrutinizers for the e-voting process and voting by *insta poll* at the venue of AGM is restricted to make a scrutinizers' report of the votes casted "in favour" or "against" the resolution(s) set out in the Notice convening 56th Annual General Meeting, based on the reports generated from the e-voting system provided by Karvy Fintech Private Limited, the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

I submit this report under:

1. The remote e-voting period remained open from 9:00 AM IST on 14th September, 2019 till 17th September, 2019 upto 5:00 PM IST.
2. The shareholders holding shares as on the "cut off" date, 11th September, 2019 were entitled to vote on the proposed 10 resolutions as mentioned in the Notice dated 1st August, 2019.
3. The company also provided *Insta Poll* at the venue of the AGM to enable the shareholders to cast the votes in case the same has not been casted by them through remote e-voting.



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[Pursuant to rule 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, 18th September, 2019 around 6:00 PM after completion of AGM in the presence of two witnesses, namely Ms. Shweta M resident of : No. 3166A/3167A, Padmavathi Nilaya, 7th Cross 'C' Block, Gayathri Nagar Bengaluru – 560021 and Ms. Rajeswari J Pai, resident of #8, 7th Main, 17th Cross , BTM 2nd Stage, Bengaluru who are not in employment of the Company.
5. On completion of E-poll by the members of the Company, M/s. Karvy Fintech Private Limited, 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 combined result of remote e-voting (EVEN:4835) and voting by Insta Poll 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, 2019, 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	105	303569120	
Voting by insta poll	152	5245	
Total	257	303574365	99.9999

(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	9	113	
Voting by insta poll	3	50	
Total	12	163	0.0001

(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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[Pursuant to rule 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.19.80 per equity share paid in April, 2019 as final dividend for the financial year 2018-19.

(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	107	303569106	
Voting by insta poll	150	5105	
Total	257	303574211	99.9999

(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	7	125	
Voting by insta poll	5	190	
Total	12	315	0.0001

(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 Arup Chatterjee (DIN-08139347) who retires by rotation and being eligible, offers himself for reappointment

(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	97	303568271	
Voting by insta poll	150	5170	
Total	247	303573441	99.9996



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[Pursuant to rule 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	17	962	
Voting by insta poll	5	125	
Total	22	1087	0.0004

(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 Shri C B Ananthakrishnan, (DIN-06761339) 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	97	303568271	
Voting by Insta Poll	151	5221	
Total	248	303573492	99.9997

(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	962	
Voting by Insta Poll	4	74	
Total	21	1036	0.0003

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

5. To appoint a Director in place of Shri Chandraker Bharti, (DIN - 02599261) 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	97	303568271	
Voting by Insta Poll	151	5221	
Total	248	303573492	99.9997

(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	962	
Voting by Insta Poll	4	74	
Total	21	1036	0.0003

(iii) Invalid votes:

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

6. To fix remuneration of Statutory Auditors 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	103	303568934	
Voting by Insta Poll	151	5233	
Total	254	303574167	99.9999

(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



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

Remote e-voting	11	275	
Voting by Insta Poll	4	62	
Total	15	337	0.0001

(iii) Invalid votes:

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

B. SPECIAL BUSINESS

7. To appoint Shri M.S. Velpari (DIN-08516652) as Director Operations, who was appointed as Additional Director and designated as Director Operations 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	102	303568640	
Voting by Insta Poll	150	5170	
Total	252	303573810	99.9998

(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	12	593	
Voting by Insta Poll	5	125	
Total	17	718	0.0002

(iii) Invalid votes:

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



[Signature]

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

8. To ratify the remuneration of the Cost auditor for the Financial Year 2018-19**(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	102	303568898	
Voting by Insta Poll	152	5245	
Total	254	303574143	99.9999

(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	12	323	
Voting by Insta Poll	3	50	
Total	15	373	0.0001

(iii) Invalid votes:

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

9. To alter the Article 114 of the Articles of Association 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	97	303568080	
Voting by Insta Poll	152	5245	
Total	249	303573325	99.9996

(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

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

Remote e-voting	16	1117	
Voting by Insta Poll	3	50	
Total	19	1167	0.0004

(iii) Invalid votes:

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

10. To Re-appoint Ms. Dipali Khanna (DIN-03395440), as Part-Time Non-Official Independent Woman Director 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	94	303568164	
Voting by Insta Poll	149	5158	
Total	243	303573322	99.9996

(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	19	1033	
Voting by Insta Poll	6	137	
Total	25	1170	0.0004

(iii) 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.



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Report of Scrutinizer(s)

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

2. The remote e-voting register and other related papers/registers and 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



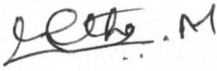
Thirupal Gorige
Designated Partner
FCS No.6680
CP No.6424



Place: Bangalore

Dated: September 19, 2019

Witnesses:



1. Shwetha M



2. Rajeswari J Pai

Received the report of the Scrutinizer

For Hindustan Aeronautics Limited



R MADHAVAN
Chairman and Managing Director