



ಪ್ರಧಾನ ಕಛೇರಿ

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CORPORATE OFFICE

ಹಿಂದೂಸ್ತಾನ್ ಏರೋನಾಟಿಕ್ಸ್ ಲಿಮಿಟೆಡ್

ಹಿಂದುಸ್ತಾನ್ ಏರೋನಾಟಿಕ್ಸ್ ಲಿಮಿಟೆಡ್

HINDUSTAN AERONAUTICS LIMITED

CO/SEC/4(7)/2024-25/ BSE & NSE Filing/45

28<sup>th</sup> August, 2024

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

**Sub: Proceedings / outcome of the 61<sup>st</sup> Annual General Meeting (“AGM”) of the Company**

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

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In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceedings of the 61<sup>st</sup> AGM held on 28<sup>th</sup> August, 2024 at 1500 hours.

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

Thanking You,

Yours Faithfully

**For Hindustan Aeronautics Ltd**

**(Shailesh Bansal)**

**Company Secretary & Compliance Officer**

15/1, ಕಬ್ಬನ್ ರೋಡ್, ಬೆಂಗಳೂರು - 560 001, ಕರ್ನಾಟಕ, ಭಾರತ, 15/1, ಕಬ್ಬನ್ ರೋಡ್, ಬೆಂಗಳೂರು - 560 001, ಕರ್ನಾಟಕ, ಭಾರತ

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**PROCEEDINGS OF 61<sup>st</sup> ANNUAL GENERAL MEETING OF HINDUSTAN  
AERONAUTICS LIMITED**

The 61<sup>st</sup> Annual General Meeting (AGM) of the Members of Hindustan Aeronautics Limited was held on Wednesday, August 28, 2024 at 3.00 P.M (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with relevant Circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Shri C B Ananthkrishnan, Director (Finance) & CFO with Addl. Charge of Chairman & Managing Director, chaired the Meeting. He welcomed all the Members, Directors, CEOs of the Complexes, Auditors and Scrutinizer. He requested CEOs who joined through VC, to introduce themselves to the members. The Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholder's Relationship Committee were also present during the meeting.

The Chairman informed the Members that the 61<sup>st</sup> Annual General Meeting was conducted through Video Conferencing (VC) in accordance with the circular issued by the Ministry of Corporate Affairs and SEBI.

94 members attended the AGM through VC. The requisite quorum, as required under the Companies Act, 2013 being present, the Chairperson called the meeting to order.

The Chairman thereafter requested the Company Secretary to brief the members regarding general instructions for participation in the 61<sup>st</sup> Annual General Meeting. The Company Secretary informed that the Company has enabled the participation of the Members at the 61<sup>st</sup> AGM through Video Conferencing facility provided by KFin Technologies Limited, Registrars and Transfer Agent of the Company. It was further informed that in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, Members have been provided the facility to exercise their right to vote by electronic means, both through remote e-voting and e-voting during the AGM. It was also informed that the members who have not already cast their vote through remote e-voting can cast their vote during the meeting through e-voting facility. The Company had appointed M/s DPSP & Associates, Company Secretaries, as the Scrutinizer for scrutinizing the process of remote e-voting and e-voting during the AGM.

Thereafter, the Chairman addressed to the members on various aspects covering Financial and Performance Highlights, Significant Achievements, New Initiatives and Future Outlook of the Company.

Notice convening the AGM, the Report of Board of Directors, Auditor's Report, comments of Comptroller & Auditor General of India along with other documents were taken as read, as the same were circulated to the members by e-mail. Company Secretary read the comments of Secretarial Auditors along with Management's response thereon. Thereafter, Secretarial Audit Report was also taken as read.

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

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

**Ordinary Business:**

1. Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31<sup>st</sup> March, 2024 and the Reports of the Board of Directors and Auditors thereon and Comments of the Comptroller & Auditor General of India. (Ordinary Resolution)
2. Confirmation of payment of interim dividend of Rs.22/- per equity share and to declare a final dividend of Rs.13/- per equity share for the financial year 2023-24. (Ordinary Resolution)
3. Appointment of Director in place of Shri C B Ananthkrishnan, (DIN 06761339) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
4. Appointment of Director in place of Dr. D K Sunil, (DIN 09639264) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
5. Fixation of remuneration of Statutory Auditors for the financial year 2024-25.(Ordinary Resolution)

**Special Business:**

6. Ratification of the remuneration payable to the Cost Auditor of the Company for the financial year 2024-25.(Ordinary Resolution)
7. Increase of Authorized Share Capital and Alteration of Capital Clause of the Memorandum of Association of the Company. (Ordinary Resolution)

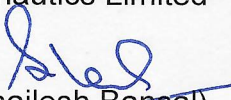
Thereafter, queries raised/ clarification sought by the members were answered.

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

Thereafter, the meeting concluded with a vote of thanks at 04.46 PM (after providing additional 15 minutes for e-voting by the members).

**Note:** The above should not be construed to be minutes of the proceedings of the 61<sup>st</sup> AGM of the Company.

For Hindustan Aeronautics Limited

  
(Shailesh Bansal)  
Company Secretary

Place: Bengaluru  
Date: 28<sup>th</sup> August, 2024