



ಹಿಂದೂಸ್ತಾನ್ ಏರೋನಾಟಿಕ್ಸ್ ಲಿಮಿಟೆಡ್

ಪ್ರಧಾನ ಕಛೇರಿ

ಹಿಂದುಸ್ತಾನ ಏರೋನಾಟಿಕ್ಸ್ ಲಿಮಿಟೆಡ್

ಮುಖ್ಯಾಲಯ

HINDUSTAN AERONAUTICS LIMITED

CORPORATE OFFICE

CO/SEC/4(7)/2018/ BSE & NSE Filing/33

28th September, 2018

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 55th Annual General Meeting (AGM) held on Friday, the 28th September, 2018 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, ಭಾರತ, 15/1, ಕಬ್ಬನ್ ರೋಡ್, ಬೆಂಗಳೂರು - 560 001, ಭಾರತ

15/1, Cubbon Road, Bangalore - 560 001, 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	28-09-2018
Total number of shareholders on record date	155963
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	257
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, 2018, 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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,461	0.1278	5,352	109	98.0040	1.9959
	Poll		6,284	0.1471	6,271	13	99.7931	0.2068
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,745	0.2749	11,623	122	98.9613	1.0387
Total		334,387,500	327,033,271	97.8007	327,033,149	122	100.0000	0.0000

Am



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm payment of first Interim dividend of Rs.23.92 per equity share (face value of Rs.10/-) and second Interim dividend of Rs.8.25 per equity share (face value of Rs.10/-) paid on 9th March, 2018, and 31st March, 2018 respectively for the financial year 2017-18 as final dividend.							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,497	0.1287	5,094	403	92.6687	7.3312
	Poll		6,284	0.1471	6,222	62	99.0133	0.9866
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,781	0.2758	11,316	465	96.0530	3.9470
Total		334,387,500	327,033,307	97.8007	327,032,842	465	99.9999	0.0001

Signature



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri V M Chamola, (DIN - 03595483), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,240	0.1226	4,203	1,037	80.2099	19.7900
	Poll		6,281	0.1470	5,719	562	91.0523	8.9476
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,521	0.2696	9,922	1,599	86.1210	13.8790
Total		334,887,500	327,033,047	97.8006	327,031,448	1,599	99.9995	0.0005

Handwritten signature



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri Sunil Kumar, (DIN - 07081723) 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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,263	0.1232	4,477	786	85.0655	14.9344
	Poll		6,284	0.1471	6,176	108	98.2813	1.7186
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,547	0.2703	10,653	894	92.2577	7.7423
Total	Total	334,387,500	327,033,073	97.8006	327,032,179	894	99.9997	0.0003



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To fix remuneration of Statutory Auditors 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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,315	0.1244	4,951	364	93.1514	6.8485
	Poll		6,284	0.1471	6,211	73	98.8383	1.1616
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,599	0.2715	11,162	437	96.2324	3.7676
Total		334,387,500	327,033,125	97.8006	327,032,688	437	99.9999	0.0001

(Signature)



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Dr. J K Bajaj (DIN:07942314), as Independent Director							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,231	0.1224	4,763	468	91.0533	8.9466
	Poll		6,284	0.1471	6,271	13	99.7931	0.2068
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,515	0.2695	11,034	481	95.8228	4.1772
Total		334,387,500	327,033,041	97.8006	327,032,560	481	99.9999	0.0001

Signature



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Anil Kumar (DIN:02948372), as Independent Director							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,207	0.1219	4,451	756	85.4810	14.5189
	Poll		6,284	0.1471	6,283	1	99.9840	0.0159
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,491	0.269	10,734	757	93.4122	6.5878
Total	Total	334,387,500	327,033,017	97.8006	327,032,260	757	99.9998	0.0002

Signature



Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Neelakanta Iyer R (DIN:07019560), as Independent Director							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,255	0.1230	4,471	784	85.0808	14.9191
	Poll		6,284	0.1471	6,215	69	98.9019	1.0980
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,539	0.2701	10,686	853	92.6077	7.3923
	Total	334,387,500	327,033,065	97.8006	327,032,212	853	99.9997	0.0003



Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Siddharth (DIN:06401463), as Independent Director							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,233	0.1225	4,783	450	91.4007	8.5992
	Poll		6,284	0.1471	6,260	24	99.6180	0.3819
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,517	0.2696	11,043	474	95.8843	4.1157
Total		334,387,500	327,033,043	97.8006	327,032,569	474	99.9999	0.0001

ony



Resolution No.	10							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Arup Chatterjee (DIN:08139347) as Director who was appointed as Additional Director and designated as Director (Engg. and R&D) of the Company by the Board of Directors with effect from 1st June, 2018.							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,273	0.1234	5,041	232	95.6002	4.3997
	Poll		6,284	0.1471	6,284	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,557	0.2705	11,325	232	97.9926	2.0074
Total	Total	334,387,500	327,033,083	97.8006	327,032,851	232	99.9999	0.0001

Signature



Resolution No.	11							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Rear Admiral K.C. Sekhar, AVSM, VSM (Retd), (DIN:02263868), as Independent Director.							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,236	0.1225	4,824	412	92.1313	7.8686
	Poll		6,284	0.1471	6,284	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,520	0.2696	11,108	412	96.4236	3.5764
	Total	334,387,500	327,033,046	97.8006	327,032,634	412	99.9999	0.0001



Resolution No.	12							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Dr. S. Malla Reddy (DIN: 08196657) as Independent Director.							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,243	0.1227	4,436	807	84.6080	15.3919
	Poll		6,284	0.1471	6,248	36	99.4271	0.5728
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,527	0.2698	10,684	843	92.6867	7.3133
Total	Total	334,387,500	327,033,053	97.8006	327,032,210	843	99.9997	0.0003

Cur



Resolution No.	13							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri C.B. Ananthakrishnan (DIN:06761339) as Director who was appointed as an Additional Director and designated as Director (Finance) of the Company by the Board of Directors with effect from 1st August, 2018.							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,272	0.1234	4,872	400	92.4127	7.5872
	Poll		6,284	0.1471	6,233	51	99.1884	0.8115
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,556	0.2705	11,105	451	96.0973	3.9027
Total		334,387,500	327,033,082	97.8006	327,032,631	451	99.9999	0.0001

[Signature]



Resolution No.	14							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration payable to the Cost auditor for the financial year 2017-18.							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,327	0.1247	5,175	152	97.1466	2.8533
	Poll		6,164	0.1443	6,116	48	99.2212	0.7787
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,491	0.269	11,291	200	98.2595	1.7405
Total		334,387,500	327,033,017	97.8006	327,032,817	200	99.9999	0.0001

Qus



Resolution No.	15							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri R Madhavan, (DIN:08209860) as Director who was appointed as an Additional Director and designated as Chairman and Managing Director of the Company by the Board of Directors with effect from 1st September, 2018							
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
Promoter and Promoter Group	E-Voting	300,855,180	300,854,820	99.9999	300,854,820	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		300,854,820	99.9999	300,854,820	0	100.0000	0.0000
Public- Institutions	E-Voting	29,259,580	26,166,706	89.4295	26,166,706	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26,166,706	89.4295	26,166,706	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,272,740	5,276	0.1235	4,916	360	93.1766	6.8233
	Poll		6,284	0.1471	6,232	52	99.1725	0.8274
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,560	0.2706	11,148	412	96.4360	3.5640
Total	Total	334,387,500	327,033,086	97.8006	327,032,674	412	99.9999	0.0001

(Signature)



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

COMBINED SCRUTINIZER'S REPORT

To,

The Chairman

55th Annual General Meeting of the Equity Shareholders of
HINDUSTAN AERONAUTICS LIMITED held on September 28, 2018
15/1, CUBBON ROAD, POST BOX NO.5150 BANGALORE
BANGALORE KA 560001 IN

Dear Sir,

Sub.: Combined Scrutinizer's report

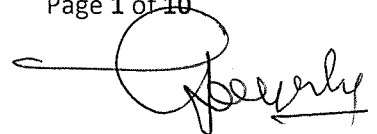
I, **CS Thirupal Gorge**, designated partner of M/s Thirupal Gorge & Associates LLP, a Practising Company Secretaries firm, having its office at No. 87, 2nd Floor, 21st Cross, 7th Main, N S. Palya, BTM 2nd Stage, Bangalore - 560 076, India, have been appointed as a Scrutinizer by the Board of Directors of M/s. HINDUSTAN AERONAUTICS LIMITED (the "Company") in connection with e-voting held between September 25th, 2018 to September 27th, 2018 on the below mentioned resolution(s), set out in the notice (including addendum thereto) convening the 55th Annual General Meeting of the Equity Shareholders held on September 28, 2018 at "HAL Management Academy (New Campus), Doddanekundi Main Road, Marathahalli, Bengaluru- 560037", at 3.00 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 a Scrutinizer

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and voting by *Insta poll* at the venue of the AGM on the resolution so contained in the notice of the AGM dated 13th August, 2018 and addendum to the AGM notice dated 3rd September 2018. My responsibility as a Scrutinizer for the e-voting process and voting by *Insta poll* at venue of the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the Annual General Meeting, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (KARVY), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

I submit my report under:

1. The remote e-voting period remained open from 9.00 AM IST on 25th September, 2018 till 27th September, 2018 upto 5.00 PM IST.
2. The Shareholders holding shares as on the "cut off" date, 21st September, 2018 were entitled to vote on the proposed 15 (Fifteen) resolutions as mentioned in the Notice dated 13th August, 2018 and addendum thereto dated 3rd September 2018 at the AGM of the Company.
3. The Company has 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.
4. The votes were unblocked on Friday, the 28th September, 2018 around 5 PM after the completion of the AGM in the presence of two witnesses, namely, Mr. Krishna Ulhas Prabhu, resident of BBM Residency 2, Opposite Madhu Rama Temple, Taverkere, Btm Layout 1st



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

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

stage, Bengaluru and Ms. Rajeswari J Pai, resident of #8, 7th Main 17TH Cross, BTM 2nd Stage, Bengaluru who are not in the employment of the Company.

5. On completion of E-Poll by the members of the Company, M/s. Karvy Computershare Private Limited, provided us with the voting results.
6. The votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents 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 separately.
8. The combined result of remote e-voting (EVEN:4139) and voting by insta poll is as under:

A. Ordinary Business**1. Resolution**

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the company for the Financial Year ended 31st March 2018 and the reports of the Board of Directors' and Auditors' thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	164	327026878	
Voting by insta poll	185	6271	
Total	349	327033149	99.9999

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	8	109	
Voting by Insta Poll	2	13	
Total	10	122	0.0001

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

2. Resolution

To Confirm payment of interim dividends as final Dividend for the Financial Year 2017-18

(i)Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	161	327026620	
Voting by Insta Poll	182	6222	
Total	343	327032842	99.9999



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

[Pursuant to rule section 108 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 present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	403	
Voting by Insta Poll	5	62	
Total	20	465	0.0001

(iii)Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

3. Resolution

To appoint Shri V M Chamola, (DIN:03595483), who retires by rotation as a Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	145	327025729	
Voting by Insta Poll	170	5719	
Total	315	327031448	99.9998

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	22	1037	
Voting by Insta Poll	15	562	
Total	37	1599	0.0002

(iii) Invalid votes:

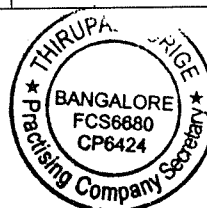
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

4. Resolution

To appoint Shri Sunil Kumar, (DIN: 07081723), who retires by rotation as a Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	148	327026003	
Voting by Insta Poll	181	6176	
Total	329	327032179	99.9994



[Handwritten signature]

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

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

(i) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	786	
Voting by Insta Poll	4	108	
Total	23	894	0.0006

(ii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. Resolution

To authorise the Board of Directors to fix remuneration of Statutory Auditors of the Company for the financial year 2018- 19

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	159	327026477	
Voting by Insta Poll	183	6211	
Total	342	327032688	99.9996

(ii) Voted against the resolution:

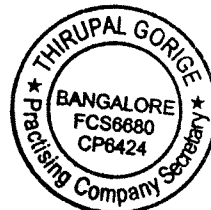
Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	364	
Voting by Insta Poll	3	73	
Total	15	437	0.0004

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

B. Special Business**6. Resolution: Appointment of Dr. J K Bajaj as Independent Director****(i) Voted in favour of the resolution:**

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	151	327026289	
Voting by Insta Poll	185	6271	
Total	336	327032560	99.9998



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 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 present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	468	
Voting by Insta Poll	2	13	
Total	17	481	0.0002

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

7. Resolution**Appointment of Shri Anil Kumar as Independent Director****(i) Voted in favour of the resolution:**

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	149	327025977	
Voting by Insta Poll	185	6283	
Total	334	327032260	99.9997

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	16	756	
Voting by Insta Poll	1	1	
Total	17	757	0.0003

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

8. Resolution**Appointment of Shri Neelakanta Iyer R as Independent Director****(i) Voted in favour of the resolution:**

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	150	327025997	
Voting by Insta Poll	184	6215	
Total	334	327032212	99.9996



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

[Pursuant to rule section 108 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 present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	784	
Voting by Insta Poll	2	69	
Total	19	853	0.0004

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

9. Resolution**Appointment of Mr.Shri Siddharth as Independent Director****(i) Voted in favour of the resolution:**

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	152	327026309	
Voting by Insta Poll	184	6260	
Total	336	327032569	99.9996

(ii) Voted against the resolution:

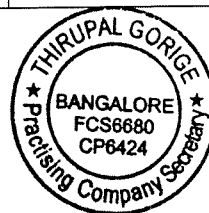
Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	450	
Voting by Insta Poll	1	24	
Total	14	474	0.0004

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

10. Resolution**Appointment of Shri Arup Chatterjee as Director****(i) Voted in favour of the resolution:**

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	155	327026567	
Voting by Insta Poll	185	6284	
Total	340	327032851	99.9997



[Handwritten signature]

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 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 present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	232	
Voting by Insta Poll	0	0	
Total	13	232	0.0003

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

11. Resolution**Appointment of RAdm K.C. Sekhar (Retd), as Independent Director.****(i) Voted in favour of the resolution:**

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	153	327026350	
Voting by Insta Poll	185	6284	
Total	338	327032634	99.9998

(ii) Voted against the resolution:

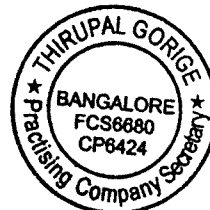
Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	412	
Voting by Insta Poll	0	0	
Total	13	412	0.0002

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

12. Resolution**Appointment of S. Malla Reddy, as Independent Director.****(i) Voted in favour of the resolution:**

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	149	327025962	
Voting by Insta Poll	184	6248	
Total	333	327032210	99.9996



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 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 present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	18	807	0.0004
Voting by Insta Poll	2	36	
Total	20	843	

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

13. Resolution

Appointment of Shri C.B. Ananthakrishnan as Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	155	327026398	99.9998
Voting by Insta Poll	184	6233	
Total	339	327032631	

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	400	0.0002
Voting by Insta Poll	1	51	
Total	13	451	

(iii) Invalid votes:

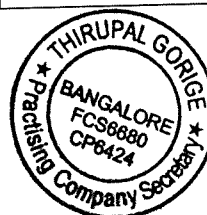
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

14. Resolution

To ratify the remuneration payable to the Cost Auditor for the financial year 2017-18

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	161	327026701	99.9998
Voting by Insta Poll	183	6116	
Total	344	327032817	



[Signature]

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 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 present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	152	
Voting by Insta Poll	1	48	
Total	11	200	0.0002

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

15. Resolution

Appointment of Mr.Shri R Madhavan as Director, Chairman and Managing Director of the company.

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	154	327026442	
Voting by Insta Poll	184	6232	
Total	338	327032674	99.9998

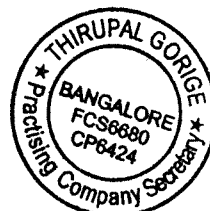
(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	360	
Voting by Insta Poll	2	52	
Total	15	412	0.0002

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

9. All the resolutions proposed hereinabove have been passed with the requisite majority.



FORM No. MGT-13

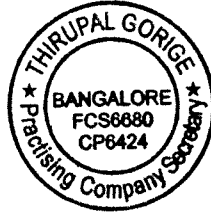
Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

10. 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,

Thirupal Gorige
FCS: 6680
CP No. 6424



Place: Bangalore
Dated: September 28, 2018

Witnesses:

1. Krishna Ulhas Prabhu

A handwritten signature in black ink, appearing to be "KSP", with a horizontal line underneath.

2 Rajeswari J Pai

A handwritten signature in black ink, appearing to be "RJP", with a horizontal line underneath.

Received the report of the Scrutiniser
For **HINDUSTAN AERONAUTICS LIMITED**

A handwritten signature in black ink, appearing to be "R Madhavan", with a horizontal line underneath.

(R MADHAVAN)
(Chairman of the meeting)