

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR  
HINDALCO INDUSTRIES LIMITED**

To,

The Chairman  
HINDALCO Industries Limited  
Registered Office: Century Bhavan 3rd Floor  
Dr. Annie Besant Road  
Worli Mumbai 400030

**Sub: Passing of Resolution through electronic voting, AND poll conducted at the Extraordinary General Meeting (EOGM) of Hindalco Industries Limited held on Thursday 14<sup>th</sup> August 2014 at 3.30 P.M At Ravindra Natya Mandir, P.L Deshpande Maharashtra Kala Academy, Prabhadevi Mumbai 400025.**

The Company had appointed me as a Scrutinizer to scrutinize the e-voting process and also for the Poll held at the EOGM of the Company held on the August 14, 2014.

The e-voting was held between August 6, 2014, and August,8, 2014.

The Company had appointed National Securities Depositories Limited., (NSDL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from August 6, to August 8, 2014. The Company has its own In-house share department for acting as Registrar and Share Transfer Agent (RTA) for the Company's shareholders. The e-voting results were unblocked by me on August 9, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizers report dated August 9, 2014 enclosed marked Annexure 1.

At the EOGM of the Company held on August 14, 2014, the Chairman of the Company had suo-motu i.e. on his own motion ordered for a Poll under Section 109 of the Companies Act, 2013, to facilitate the members present in the EOGM who could not participate in the e-voting to record their votes through the poll process. The Chairman of the Company had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers report in form MGT 13 dated August 14, 2014 enclosed marked annexure 2



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E-mail :narasimhan.b8@gmail.com // bn@karvy.com

Resi : 601/602, B-wing, Cosmic Heights, Bhakti Park, Imax Theater Compound, Wadala (E), Mumbai - 400 037.  
(T) : 91 22 2403 6596

The results of the E-voting, together with the votes cast at the Poll conducted at the meeting are as under:

| Number of members who cast their votes through e-voting and Poll | Total number of votes cast by them. | Total number of Valid votes |
|------------------------------------------------------------------|-------------------------------------|-----------------------------|
| 647                                                              | 1308771560                          | Various As Specified Below  |

|                                                       |                                                                                                                                |        |                                 |       |                                |
|-------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|--------|---------------------------------|-------|--------------------------------|
| Item No. 1 of the Notice<br>(As a Special Resolution) | Increase in the Authorized share Capital and alteration of the Capital Clause of the Memorandum of Association of the Company. |        |                                 |       |                                |
| Manner of Voting                                      | Votes<br>in favor of the resolution                                                                                            |        | Votes<br>against the resolution |       | Invalid<br>/Abstained<br>votes |
|                                                       | Nos.                                                                                                                           | %age   | Nos.                            | %age  | Nos.                           |
| E-voting                                              | 872005347                                                                                                                      | 99.999 | 7390                            | 0.001 | 1718796                        |
| Poll                                                  | 384271114                                                                                                                      | 99.999 | 125                             | 0.001 | 50768788                       |
| <b>TOTAL</b>                                          | 1256276461                                                                                                                     | 99.999 | 7515                            | 0.001 | 52487584                       |
| Item No. 2 of the Notice<br>(As a Special Resolution) | Alteration of Capital Clause in the Memorandum of Association of the Company.                                                  |        |                                 |       |                                |
| Manner of Voting                                      | Votes<br>in favor of the resolution                                                                                            |        | Votes<br>against the resolution |       | Invalid<br>/Abstained<br>votes |
|                                                       | Nos.                                                                                                                           | %age   | Nos.                            | %age  | Nos.                           |
| E-voting                                              | 872004446                                                                                                                      | 99.999 | 7391                            | 0.001 | 1719696                        |
| Poll                                                  | 384270271                                                                                                                      | 99.999 | 968                             | 0.001 | 50768788                       |
| <b>TOTAL</b>                                          | 1256274717                                                                                                                     | 99.999 | 8359                            | 0.001 | 52488484                       |
| Item No. 3 of the Notice<br>(As a Special Resolution) | Increase in the Authorized Share Capital and Alteration of the Articles of Association of the Company                          |        |                                 |       |                                |
| Manner of Voting                                      | Votes<br>in favor of the resolution                                                                                            |        | Votes<br>against the resolution |       | Invalid<br>/Abstained<br>votes |
|                                                       | Nos.                                                                                                                           | %age   | Nos.                            | %age  | Nos.                           |
| E-voting                                              | 872005081                                                                                                                      | 99.999 | 7626                            | 0.001 | 1718826                        |
| Poll                                                  | 384270271                                                                                                                      | 99.999 | 968                             | 0.001 | 50768788                       |
| <b>TOTAL</b>                                          | 1256275352                                                                                                                     | 99.999 | 8594                            | 0.001 | 52487614                       |



| Item No. 4 of the Notice<br>(As a Special Resolution) | Further Issue of Securities         |       |                                 |      |                                |
|-------------------------------------------------------|-------------------------------------|-------|---------------------------------|------|--------------------------------|
|                                                       | Votes<br>in favor of the resolution |       | Votes<br>against the resolution |      | Invalid<br>/Abstained<br>votes |
|                                                       | Nos.                                | %age  | Nos.                            | %age | Nos.                           |
| E-voting                                              | 841386380                           | 96.49 | 30626657                        | 3.51 | 1718496                        |
| Poll                                                  | 354873351                           | 92.56 | 28507688                        | 7.44 | 51658988                       |
| <b>TOTAL</b>                                          | 1196259731                          | 95.29 | 59134345                        | 4.71 | 53377484                       |

All the Resolutions stands passed under e-voting combined with Poll at the EOGM in view of the fact that the votes cast in favour was three times the votes cast against. The Company is hereby instructed to put up the results on its website and also that of the service provider and inform the Stock Exchanges accordingly within 2 days of the EOGM.

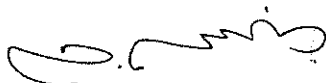
I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,

Yours Faithfully

For BN & Associates

Company Secretaries




CS B Narasimhan Place: MUMBAI  
(Proprietor) COP no 10440

Date: August 14, 2014