



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

CO/SEC/4(7)/2022-23/ BSE & NSE Filing/49

30th August, 2022

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 59th Annual General Meeting (AGM) held on Monday, the 29th August, 2022 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 (ತುರ್ತು) Ph. : +91-80-2232 0001, 2232 0475, ಫ್ಯಾಕ್ಸ್ (ಫೆಕ್ಸ್) Fax : +91-80-2232 0758

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CIN: L35301KA1963GOI001622

	HINDUSTAN AERONAUTICS LIMITED
Date of the AGM/EGM	29-08-2022
Total number of shareholders on record date	257646
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	53

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors 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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	47,397,964	41,677,837	87.9317	41,366,285	311,552	99.2524	0.7475	0	829,689
	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		41,677,837	87.9317	41,366,285	311,552	99.2525	0.7475	0	829,689
Public- Non Institutions	E-Voting	35,697,129	22,524,196	63.0981	22,523,477	719	99.9968	0.0031	0	33,773
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		22,524,703	63.0995	22,523,984	719	99.9968	0.0032	0	33,773
Total		334,387,500	315,494,947	94.3501	315,182,676	312,271	99.9010	0.0990	0	863462



Resolution No.		2									
Resolution required: (Ordinary/ Special)		ORDINARY - To confirm payment of Interim Dividend of Rs. 40/- per equity share and to declare a Final Dividend of Rs. 10/- per Equity Share for the financial year 2021-22.									
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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	47,397,964	42,507,526	89.6822	42,507,526	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		42,507,526	89.6822	42,507,526	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	35,697,129	22,557,924	63.1925	22,557,064	860	99.9961	0.0038	0	45	
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,558,431	63.1939	22,557,571	860	99.9962	0.0038	0	45	
Total		334,387,500	316,358,364	94.6083	316,357,504	860	99.9997	0.0003	0	45	

Resolution No.		3									
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint a Director in place of Shri Alok Verma, (DIN 08652280) 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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	47,397,964	42,368,430	89.3887	31,759,901	10,608,529	74.9612	25.0387	0	139,096	
	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		42,368,430	89.3887	31,759,901	10,608,529	74.9612	25.0388	0	139,096	
Public- Non Institutions	E-Voting	35,697,129	22,524,002	63.0975	22,522,166	1,836	99.9918	0.0081	0	33,967	
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,524,509	63.0989	22,522,673	1,836	99.9918	0.0082	0	33,967	
Total		334,387,500	316,185,346	94.5566	305,574,981	10,610,365	96.6443	3.3557	0	173,063	



Resolution No.		4									
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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	47,397,964	42,507,526	89.6822	21,445,281	21,062,245	50.4505	49.5494	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		42,507,526	89.6822	21,445,281	21,062,245	50.4506	49.5494	0	0	
Public- Non Institutions	E-Voting	35,697,129	22,523,998	63.0975	22,464,743	59,255	99.7369	0.2630	0	33,971	
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,524,505	63.0989	22,465,250	59,255	99.7369	0.2631	0	33971	
Total		334,387,500	316,324,438	94.5982	295,202,938	21,121,500	93.3228	6.6772	0	33971	

Resolution No.		5									
Resolution required: (Ordinary/ Special)		ORDINARY - To fix remuneration of Statutory Auditors for the financial year 2022-23.									
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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	47,397,964	42,507,526	89.6822	38,857,331	3,650,195	91.4128	8.5871	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		42,507,526	89.6822	38,857,331	3,650,195	91.4128	8.5872	0	0	
Public- Non Institutions	E-Voting	35,697,129	22,524,184	63.0980	22,523,259	925	99.9958	0.0041	0	33,784	
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,524,691	63.0994	22,523,766	925	99.9959	0.0041	0	33784	
Total		334,387,500	316,324,624	94.5982	312,673,504	3,651,120	98.8458	1.1542	0	33784	



Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2022-23									
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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	47,397,964	42,507,526	89.6822	42,167,876	339,650	99.2009	0.7990	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		42,507,526	89.6822	42,167,876	339,650	99.2010	0.7990	0.0000	0
Public- Non Institutions	E-Voting	35,697,129	22,524,204	63.0981	22,523,267	937	99.9958	0.0041	0	33,765
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		22,524,711	63.0995	22,523,774	937	99.9958	0.0042	0.0000	0
Total	334,387,500	316,324,644	94.5982	315,984,057	340,587	99.8923	0.1077	0	33765	

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Dr. Divya Gupta, 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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	47,397,964	42,507,526	89.6822	25,895,262	16,612,264	60.9192	39.0807	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		42,507,526	89.6822	25,895,262	16,612,264	60.9192	39.0808	0.0000	0
Public- Non Institutions	E-Voting	35,697,129	22,524,151	63.0979	22,465,458	58,693	99.7394	0.2605	0	33,815
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		22,524,658	63.0993	22,465,965	58,693	99.7394	0.2606	0.0000	0
Total	334,387,500	316,324,591	94.5982	299,653,634	16,670,957	94.7298	5.2702	0	33815	



Resolution No.	8										
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Shri Deepak Abasaheb Shinde, as Part-Time Non-Official (Independent) 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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	47,397,964	42,507,526	89.6822	24,642,540	17,864,986	57.9721	42.0278	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		42,507,526	89.6822	24,642,540	17,864,986	57.9722	42.0278	0	0	
Public- Non Institutions	E-Voting	35,697,129	22,524,010	63.0975	22,464,821	59,189	99.7372	0.2627	0	33,959	
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,524,517	63.0989	22,465,328	59,189	99.7372	0.2628	0	33959	
Total		334,387,500	316,324,450	94.5982	298,400,275	17,924,175	94.3336	5.6664	0	33959	

Resolution No.	9										
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri Jayadeva E P as Director (Operations), who was appointed as an 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	251,292,407	251,292,407	100.0000	251,292,407	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		251,292,407	100.0000	251,292,407	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	47,397,964	42,507,526	89.6822	28,757,695	13,749,831	67.6531	32.3468	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		42,507,526	89.6822	28,757,695	13,749,831	67.6532	32.3468	0	0	
Public- Non Institutions	E-Voting	35,697,129	22,523,992	63.0975	22,522,855	1,137	99.9949	0.0050	0	33,974	
	Poll		507	0.0014	507	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,524,499	63.0989	22,523,362	1,137	99.9950	0.0050	0	33974	
Total		334,387,500	316,324,432	94.5982	302,573,464	13,750,968	95.6529	4.3471	0	33974	





FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 20 & 21 {2} of the Companies
(Management and Administration)
Rules, 2014]

COMBINED SCRUTINIZER'S REPORT

To,
The Chairman
59th Annual General Meeting of the Equity Shareholders of
HINDUSTAN AERONAUTICS LIMITED (through VC / OAVM)
held on 29th August 2022 at 03.00 P.M. (IST)
CIN: L35301KA1963GOI001622
15/1, CUBBON ROAD, POST BOX NO.5150
BENGALURU KA 560001 INDIA

Dear Sir,

Sub: Scrutinizer's Report

We, **M/s DPSP & Associates**, a Practising Company Secretaries firm, having its office at No.323 1st Floor 3rd Stage 3rd Block 2nd 'G' Cross Basaveshwara Nagar Bangalore -560079 Karnataka India, have been appointed as Scrutinizer by the Board of Directors of **HINDUSTAN AERONAUTICS LIMITED** (the "Company") in connection with e- voting to be held between Thursday, August 25th, 2022 (9.00 A.M.) to Sunday, August 28th, 2022(5.00 P.M. IST) on the Resolution(s), as set out in the notice convening the 59th Annual General Meeting of Equity shareholders held on 29th August 2022 at 03.00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility provided by KFin Technologies Limited ("KFinTech") (formerly known as "KFin Technologies Private Limited"), at 03.00 PM for the purpose of scrutinizing the remote e-voting and e-voting at AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting 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 Scrutinizer

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by MCA and SEBI relating to conducting of AGM through VC/OA VM and voting by electronic means for the resolutions so contained in the notice of the AGM dated July 15th 2022.



Our responsibility as Scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes casted "in favour" or "against" the resolution(s) set out in the Notice convening 59th Annual General Meeting, based on the report generated from the e-voting system provided by KFintech, the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

I submit this report as under:

1. The remote e-voting period remained open from Thursday, August 25th, 2022 (9.00 A.M. IST) till Sunday, August 28th, 2022 up to 5.00 P.M. IST.
2. The shareholders holding shares as on the "cut off" date, Monday, August 22nd, 2022 were entitled to vote on the proposed Nine resolutions as mentioned in the Notice dated July 15th, 2022.
3. In view of the COVID-19 pandemic. The 59th AGM of the Company was held through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at the AGM venue.
4. The votes were unblocked on 29th August, 2022 at 4.55 p.m. after completion of AGM in the presence of two witnesses, who are not in employment of the Company.
5. On completion of e-voting by the members of the Company, KFintech 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 consolidated result of e-voting (Event ID:6770) and is as under:

A. ORDINARY BUSINESS:

1. **To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors 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	1013	315182169	0
e-Voting at AGM	9	507	
Total	1022	315182676	99.9010

(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	13	312271	0
e-Voting at AGM	0	0	
Total	13	312271	0.0990

(iii) Invalid votes:

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

2. To confirm payment of Interim Dividend of Rs. 40/- per Equity Share and to declare a Final Dividend of Rs. 10/- per Equity Share for the financial year 2021-22.

(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	1023	316356997	0
e-Voting at AGM	9	507	
Total	1032	316357504	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	14	860	0
e-Voting at AGM	0	0	
Total	14	860	0.0003



(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 Alok Verma, (DIN 08652280) 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	844	305574474	0
e-Voting at AGM	9	507	
Total	853	305574981	96.6443

(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	180	10610365	0
e-Voting at AGM	0	0	
Total	180	10610365	3.3557

(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 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	757	295202431	0
e-Voting at AGM	9	507	
Total	766	295202938	93.3228

(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	267	21121500	0
e-Voting at AGM	0	0	
Total	267	21121500	6.6772

(iii) Invalid votes:

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

5. To fix remuneration of Statutory Auditors for the financial year 2022-23.

(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	982	312672997	0
e-Voting at AGM	9	507	
Total	991	312673504	98.8458



(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	45	3651120	0
e-Voting at AGM	0	0	
Total	45	3651120	1.1542

(iii) Invalid votes:

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

B. SPECIAL BUSINESS

6. To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2022-23 pursuant to section 148 and all other applicable provisions of Companies Act, 2013, by passing with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs. 250000/- (Rupees Two Lakhs and Fifty Thousand only) excluding applicable Tax payable to M/s. GNV & Associates, Cost Accountants, Bengaluru, for conducting cost audit of the Company for the financial year 2022-23, as approved by the Board of Directors of the Company, be and is hereby ratified.”

(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	1003	315983550	0
e-Voting at AGM	9	507	
Total	1012	315984057	99.8923



(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	25	340587	0
e-Voting at AGM	0	0	
Total	25	340587	0.1077

(iii) Invalid votes:

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

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution for appointment of Dr. Divya Gupta, as Part-Time Non-Official (Independent) Woman Director of the Company:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder and Regulation 17 (1C) & Regulation 25(2A) of the SEBI (LODR) Regulations, 2015 as amended, Dr. Divya Gupta, (DIN 00236773), who was appointed as a Part-Time Non-Official (Independent) Woman Director of the Company with effect from 28th December 2021 by the Board of Directors pursuant to the Letter F. No. 49016/02/2021-D(HAL-III) dated 28th December, 2021 of the DDP, MoD, be and is hereby appointed as Part-Time Non-Official (Independent) Woman Director of the Company, not liable to retire by rotation, on the same terms & conditions as determined by the Govt. 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	818	299653127	0
e-Voting at AGM	9	507	
Total	827	299653634	94.7298



(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	210	16670957	0
e-Voting at AGM	0	0	
Total	210	16670957	5.2702

(iii) Invalid votes:

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

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution for appointment of Shri Deepak Abasaheb Shinde, as Part-Time Non-Official (Independent) Director of the Company:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder and Regulation 17 (1C) & Regulation 25(2A) of the SEBI (LODR) Regulations, 2015 as amended, Shri Deepak Abasaheb Shinde, (DIN 00288460), who was appointed as a Part-Time Non-Official (Independent) Director of the Company with effect from 28th April 2022 by the Board of Directors pursuant to the Letter F. No. 8(23)/2021-D(Coord/DDP) dated 28th April, 2022 of the DDP, MoD, be and is hereby appointed as Part-Time Non-Official (Independent) Director of the Company, not liable to retire by rotation, on the same terms & conditions as determined by the Govt. 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	810	298399768	0
e-Voting at AGM	9	507	
Total	819	298400275	94.3336



(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	217	17924175	0
e-Voting at AGM	0	0	
Total	217	17924175	5.6664

(iii) Invalid votes:

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

9. To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary resolution for appointment of Shri Jayadeva E.P, as Director (Operations) of the Company:

“RESOLVED THAT pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder and Regulation 17(1C) of SEBI (LODR) Regulations, 2015 as amended, Shri Jayadeva E.P. (DIN 06761333) who was appointed as an Additional Director and designated as Director (Operations) of the Company by the Board of Directors with effect from 10th June, 2022 as per the Govt. of India, MoD Letter F. No. 49013/01/2021-D (HAL – III) dated 10th June, 2022 and who holds office until the date of ensuing Annual general Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from him under Section 160 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from him under Section 160 of the Companies, Act, 2013 signifying his intention to appoint him as Director, be and is hereby appointed as Director (Operations) of the Company on terms and conditions as stipulated by the Government 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	818	302572957	0
e-Voting at AGM	9	507	
Total	827	302573464	95.6529



(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	208	13750968	0
e-Voting at AGM	0	0	
Total	208	13750968	4.3471

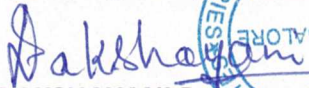
(iii) Invalid votes:

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.
2. The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and hereafter 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 DPSP AND ASSOCIATES
Practising Company Secretaries


DAKSHAYANI P
PARTNER
FCS NO.8993
CP NO.8411
UDIN: F008993D000871888

Place: Bangalore

Dated:


Witnesses:

1. vinutha

2. Akshay

Received the report of the Scrutinizer

For Hindustan Aeronautics Limited


C B Ananthkrishnan
Chairman and Managing Director (Addl. Charge)