

General information about company	
Scrip code	541154
NSE Symbol	HAL
MSEI Symbol	NOTLISTED
ISIN	INE066F01012
Name of the entity	Hindustan Aeronautics Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	R Madhavan	ABGPM6767R	08209860	Executive Director	Chairperson	MD	28-07-1962	NA		01-09-2018			1	0	0	0			
2	Mr	Arup Chatterjee	ABDPC7347Q	08139347	Executive Director	Not Applicable		09-06-1962	NA		01-06-2018			1	0	0	0			
3	Mr	C B Ananthakrishnan	AACPA6794K	06761339	Executive Director	Not Applicable		29-08-1964	NA		01-08-2018			1	0	1	0			
4	Mr	M S Velpari	AARPV6266A	08516652	Executive Director	Not Applicable		02-02-1962	NA		01-08-2019			1	0	0	0			

I. Composition of Board of Directors**Disclosure of notes on composition of board of directors explanatory****Whether the listed entity has a Regular Chairperson**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chair in A Stakeholder Com hel list enti inclu this l entity Regu 26(1 List Regul
5	Mr	Alok Verma	AAMPV5168L	08652280	Executive Director	Not Applicable		01-12-1962	NA		01-01-2020				1	0	1	0
6	Mr	Dr. J K Bajaj	AACPB4559K	07942314	Non-Executive - Independent Director	Not Applicable		21-03-1952	NA		11-09-2017		10-09-2020	36	1	1	1	1
7	Mr	Anil Kumar	ABOPK7183P	02948372	Non-Executive - Independent Director	Not Applicable		31-12-1953	NA		05-03-2018			30	1	1	1	1
8	Mr	Siddharth	AOBPS9127D	06401463	Non-Executive - Independent Director	Not Applicable		20-11-1955	NA		05-03-2018			30	1	1	2	1

I. Composition of Board of Directors**Disclosure of notes on composition of board of directors explanatory****Wether the listed entity has a Regular Chairperson**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairp in Au Stakeh Comm held list entit inclu this li enty (Regul 26(1) List Regula
9	Mr	Neelakanta Iyer R	ACJPR4746F	07019560	Non-Executive - Independent Director	Not Applicable		28-11-1953	NA		05-03-2018			30	1	1	1	0
10	Mr	R Adm K C Sekhar Reid	AGLPS7295Q	02263868	Non-Executive - Independent Director	Not Applicable		31-10-1951	NA		24-07-2018			26	1	1	1	0
11	Mr	Dr S Malla Reddy	BDWPS4477D	08196657	Non-Executive - Independent Director	Not Applicable		18-02-1962	NA		24-07-2018			26	1	1	2	0
12	Ms	Tessy Thomas	AAWPT6654K	08189164	Non-Executive - Nominee Director	Not Applicable		27-04-1963	NA		02-07-2018				1	0	0	0

I. Composition of Board of Directors**Disclosure of notes on composition of board of directors explanatory****Wether the listed entity has a Regular Chairperson**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairp in Au Stakeh Comm held liste entit includ this li enty (Regul 26(1) Listi Regula
13	Mr	Chandraker Bharti	ADCPB8337L	02599261	Non-Executive - Nominee Director	Not Applicable		30-10-1967	NA		15-05-2018				1	0	0	0

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07942314	Dr. J K Bajaj	Non-Executive - Independent Director	Chairperson	22-09-2017	10-09-2020	Textual Information(1)
2	02948372	Anil Kumar	Non-Executive - Independent Director	Chairperson	05-03-2018		Textual Information(2)
3	06401463	Siddharth	Non-Executive - Independent Director	Member	05-03-2018		
4	07019560	Neelakanta Iyer R	Non-Executive - Independent Director	Member	05-03-2018		
5	02263868	R Adm K C Sekhar Retd	Non-Executive - Independent Director	Member	17-04-2019		
6	08196657	Dr S Malla Reddy	Non-Executive - Independent Director	Member	17-04-2019		

Sr Text Block	
Textual Information(1)	Ceased to be Chairman of the Audit Committee on completion of tenure as Independent Director of the Company on 10.09.2020
Textual Information(2)	Appointed as Chairman of the Audit Committee on ad-hoc basis w.e.f. 11.09.2020

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07942314	Dr. J K Bajaj	Non-Executive - Independent Director	Chairperson	22-09-2017	10-09-2020	Textual Information(1)
2	02948372	Anil Kumar	Non-Executive - Independent Director	Member	05-03-2018		
3	02263868	R Adm K C Sekhar Retd	Non-Executive - Independent Director	Member	17-04-2019		

Sr Text Block	
Textual Information(1)	Ceased to be Chairman of the Nomination and Remuneration Committee on completion of tenure as Independent Director of the Company on 10.09.2020

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06401463	Siddharth	Non-Executive - Independent Director	Chairperson	17-04-2019		
2	08652280	Alok Verma	Executive Director	Member	01-01-2020		
3	06761339	C B Ananthakrishnan	Executive Director	Member	01-08-2018		
4	08196657	Dr S Malla Reddy	Non-Executive - Independent Director	Member	17-04-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07019560	Neelakanta Iyer R	Non-Executive - Independent Director	Chairperson	17-04-2019		
2	08652280	Alok Verma	Executive Director	Member	01-01-2020		
3	08139347	Arup Chatterjee	Executive Director	Member	01-06-2018		
4	06761339	C B Ananthakrishnan	Executive Director	Member	01-08-2018		
5	08516652	M S Velpari	Executive Director	Member	01-08-2019		
6	02263868	R Adm K C Sekhar Retd	Non-Executive - Independent Director	Member	16-03-2020		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02263868	R Adm K C Sekhar Retd	Non-Executive - Independent Director	Chairperson	17-04-2019		
2	08652280	Alok Verma	Executive Director	Member	01-01-2020		
3	06761339	C B Ananthakrishnan	Executive Director	Member	01-08-2018		
4	08516652	M S Velpari	Executive Director	Member	01-08-2019		
5	02948372	Anil Kumar	Non-Executive - Independent Director	Member	16-03-2020		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	25-06-2020				Yes	13	6
2		18-08-2020	53		Yes	13	6
3		10-09-2020	22		Yes	13	6

Annexure 1								
IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Textual Information(1)	No. of Independent Directors attending the meeting*
							Number of Directors present*	
1	Audit Committee	25-06-2020				Yes	6	6
2	Audit Committee	18-08-2020	53			Yes	6	6
3	Audit Committee	10-09-2020	22			Yes	6	6
4	Nomination and remuneration committee	24-06-2020				Yes	3	3
5	Nomination and remuneration committee	18-08-2020				Yes	3	3
6	Nomination and remuneration committee	10-09-2020				Yes	3	3

Annexure 1								
IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Corporate Social Responsibility Committee	11-09-2020				Yes	5	2

Text Block	
Textual Information(1)	No meeting took place of Stakeholders Relationship Committee and Risk Management Committee during the current quarter

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	G V Sesha Reddy
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<p>Composition of the Board: As on 30th September, 2020, Composition of the Board of Directors of the Company fall short of two (2) Independent Directors including one (1) Woman Independent Director.</p> <p>Since the appointment of Independent Directors in the case of all the Government Companies is being made by Government, multiple requests were made to their administrative Ministry, i.e. Ministry of Defence (MoD) and Department of Public Enterprises (DPE) for filling the vacant posts of Independent Directors, however, no communication regarding such appointments have been received so far.</p> <p>Composition of the Nomination and Remuneration Committee (NRC): On cessation of Dr. J K Bajaj, Independent Director of the Company on 10th September, 2020, composition of the NRC falls short of one Member. Though the proposal has been raised for reconstitution of the Committee, but since no meeting of the Board has been convened, post his cessation as a member of the Committee, the proposal is lying pending for approval of the Board.</p>

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	On completion of tenure as Independent Director of the Company, Dr. J K Bajaj ceased to be the Chairman of the Committee. Hence, Shri Anil Kumar, one of members of the Committee, was authorised to answer shareholders query during AGM.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	G V Sesha Reddy
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	G V Sesha Reddy
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	07-10-2020