

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L27204RJ1966PLC001208

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH7354K

(ii) (a) Name of the company

HINDUSTAN ZINC LIMITED

(b) Registered office address

YASHAD BHAVAN,
YASHADGARH,
UDAIPUR
Rajasthan
313004

(c) *e-mail ID of the company

rajendra.pandwal@vedanta.co

(d) *Telephone number with STD code

02946604000

(e) Website

www.hzlindia.com

(iii) Date of Incorporation

10/01/1966

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Ltd.	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 08/08/2022

(b) Due date of AGM 31/08/2022

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C7	Metal and metal products	95

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	VEDANTA LIMITED	L13209MH1965PLC291394	Holding	64.92
2	HINDUSTAN ZINC ALLOYS PRIV	U27320RJ2021PTC078200	Subsidiary	100

3	VEDANTA ZINC FOOTBALL & S	U92412RJ2021NPL078767	Subsidiary	100
4	MADANPUR SOUTH COAL COM	U10300CT2006PLC020006	Joint Venture	17.62

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	5,000,000,000	4,225,319,000	4,225,319,000	4,225,319,000
Total amount of equity shares (in Rupees)	10,000,000,000	8,450,638,000	8,450,638,000	8,450,638,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	5,000,000,000	4,225,319,000	4,225,319,000	4,225,319,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	10,000,000,000	8,450,638,000	8,450,638,000	8,450,638,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2,553,150	4,222,765,842	25319000	8,450,638,0	8,450,638,0	
Increase during the year	0	245,815	245815	0	0	0
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify dematerialisation of shares	0	245,815	245815	0	0	
Decrease during the year	245,815	0	245815	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify dematerialisation of shares	245,815	0	245815	0	0	
At the end of the year	2,307,335	4,223,011,642	25319000	8,450,638,0	8,450,638,0	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE267A01025

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	35,200	8,00,000	28,160,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			28,160,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	35,200,000,000	0	7,040,000,000	28,160,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

294,394,323,428

(ii) Net worth of the Company

342,819,723,565

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,743,154,310	64.92	0	
10.	Others	0	0	0	
	Total	2,743,154,310	64.92	0	0

Total number of shareholders (promoters)

1

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	63,280,740	1.5	0	
	(ii) Non-resident Indian (NRI)	2,813,509	0.07	0	
	(iii) Foreign national (other than NRI)	7,100	0	0	
2.	Government				
	(i) Central Government	1,247,950,590	29.54	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	1,747,695	0.04	0	
3.	Insurance companies	5,788,814	0.14	0	

4.	Banks	113,400	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	111,000	0	0	
7.	Mutual funds	4,525,420	0.11	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,238,437	0.17	0	
10.	Others CLEARING MEMBER, TRUST,	148,587,985	3.52	0	
	Total	1,482,164,690	35.09	0	0

Total number of shareholders (other than promoters)

265,577

**Total number of shareholders (Promoters+Public/
Other than promoters)**

265,578

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE CREDIS EQUITY TR	DEUTSCHE BANK AG., GROUND FL			5,000	0
JOHN GOVETT & CO.L	THE HONGKONG & SHANGHAI BAI			99,000	0
DB FUND (MAURITIUS	DEUTSCHE BANK AG., GROUND FL			7,000	0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	171,764	265,577
Debenture holders	9	9

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	2	0	2	0	0
B. Non-Promoter	1	2	1	2	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	2	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	2	0	3	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	6	1	7	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Kiran Agarwal	02227122	Director	0	
Navin Agarwal	00006303	Director	0	
Farida Mahmood Naik	07612050	Nominee director	0	
Anjani Agrawal	08579812	Director	0	
Akhilesh Joshi	01920024	Director	0	
Nirupama Kotru	09204338	Nominee director	0	
Veena Kumari Dermal	08890469	Nominee director	0	
Arun Misra	01835605	Whole-time director	0	
Arun Misra	ACIPM8106D	CEO	0	
Sandeep Modi	AJKPM0857A	CFO	0	
Rajendra Pandwal	ABOPP8051H	Company Secretary	25,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Nirupama Kotru	09204338	Nominee director	26/07/2021	Appointment
Yatinder Prasad	08564506	Nominee director	26/07/2021	Cessation
Veena Kumari Dermal	08890469	Nominee director	29/07/2021	Appointment
Sandeep Modi	AJKPM0857A	CFO	01/10/2021	Appointment
Swayam Tribhuwan Sa	BOEPS1257N	CFO	05/04/2021	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	09/08/2021	219,721	74	79.64

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2021	7	6	85.71
2	22/07/2021	7	6	85.71
3	30/09/2021	8	5	62.5
4	22/10/2021	8	8	100
5	07/12/2021	8	7	87.5
6	21/01/2022	8	8	100
7	30/03/2022	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

23

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit & Risk M	27/04/2021	3	3	100
2	Audit & Risk M	22/07/2021	3	3	100
3	Audit & Risk M	17/08/2021	3	3	100
4	Audit & Risk M	30/09/2021	3	2	66.67
5	Audit & Risk M	22/10/2021	3	3	100
6	Audit & Risk M	07/12/2021	3	3	100
7	Audit & Risk M	21/01/2022	3	3	100
8	Audit & Risk M	23/03/2022	3	3	100
9	Audit & Risk M	30/03/2022	3	3	100
10	Stakeholder R	21/01/2022	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	08/08/2022
								(Y/N/NA)
1	Kiran Agarwal	7	6	85.71	6	5	83.33	Yes
2	Navin Agarwa	7	7	100	4	4	100	Yes
3	Farida Mahme	7	4	57.14	8	6	75	No
4	Anjani Agrawa	7	7	100	15	15	100	Yes
5	Akhilesh Joshi	7	7	100	18	18	100	Yes
6	Nirupama Kotr	5	5	100	7	6	85.71	No
7	Veena Kumari	5	4	80	2	2	100	No
8	Arun Misra	7	7	100	2	2	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arun Misra	CEO & Whole-time	64,801,665	0	0	0	64,801,665
	Total		64,801,665	0	0	0	64,801,665

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sandeep Modi	Interim CFO	6,969,775	0	0	0	6,969,775
2	Rajendra Pandwal	Company Secretary	8,954,956	0	0	0	8,954,956
3	Swayam Tribhuwan	CFO	249,175	0	0	0	249,175
	Total		16,173,906	0	0	0	16,173,906

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Kiran Agarwal	Director	0	3,100,000	0	425,000	3,525,000
2	Navin Agarwal	Director	0	2,887,500	0	475,000	3,362,500
3	Anjani K Agrawal	Director	0	2,887,500	0	800,000	3,687,500
4	Akhilesh Joshi	Director	0	2,992,500	0	900,000	3,892,500
	Total		0	11,867,500	0	2,600,000	14,467,500

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☐ Yes ☒ No

B. If No, give reasons/observations

Company is short of two independent directors (including atleast one woman Independent director) for which matter is pending with Ministry of Mines, New Delhi.

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Manoj Maheshwari

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

1971

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

8.3

dated

21/07/2020

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Arun
Misra
Digitally signed
by Arun Misra
Date: 2022.10.04
17:40:02 +05'30'

DIN of the director

01835605

To be digitally signed by

RAJENDRA
PANDWAL
Digitally signed by
RAJENDRA
PANDWAL
Date: 2022.10.04
17:40:54 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

9377

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of FII's 31_03_2022.pdf
List of Debenture holders 31_03_2022.pdf
List of committee meetings 31_03_2022.pdf
Remuneration of Interim CFO.pdf
MGT-8 2022_ HZL_Final.pdf

Remove attachment

Modify

Check Form

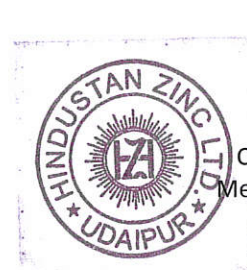
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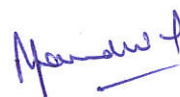
Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Details of Committee Meetings as on March 31, 2022

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit & Risk Management Committee	27/04/2021	3	3	100
2	Audit & Risk Management Committee	22/07/2021	3	3	100
3	Audit & Risk Management Committee	17/08/2021	3	3	100
4	Audit & Risk Management Committee	30/09/2021	3	2	66.67
5	Audit & Risk Management Committee	22/10/2021	3	3	100
6	Audit & Risk Management Committee	07/12/2021	3	3	100
7	Audit & Risk Management Committee	21/01/2022	3	3	100
8	Audit & Risk Management Committee	23/03/2022	3	3	100
9	Audit & Risk Management Committee	30/03/2022	3	3	100
10	Stakeholder Relationship Committee	21/01/2022	4	4	100
11	Corporate Social Responsibility Committee	13/04/2021	3	3	100
12	Corporate Social Responsibility Committee	27/09/2021	3	2	66.67
13	Corporate Social Responsibility Committee	16/03/2022	3	3	100
14	Nomination and Remuneration Committee	22/07/2021	4	4	100
15	Nomination and Remuneration Committee	30/09/2021	4	3	75
16	Nomination and Remuneration Committee	21/10/2021	4	4	100
17	Nomination and Remuneration Committee	31/03/2022	3	3	100
18	Risk Management Committee	17/01/2022	3	2	66.67
19	Sustainability and ESG committee	27/12/2021	4	4	100
20	Committee of Directors	31/07/2021	3	3	100
21	Independent Directors	14/04/2021	2	2	100
22	Independent Directors	06/01/2022	2	2	100
23	Independent Directors	26/03/2022	2	2	100




(R. Pandwal)
Company Secretary
Membership No. A9377

Hindustan Zinc Limited

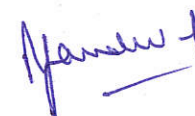
Registered Office: Yashad Bhawan, Udaipur (Rajasthan) - 313 004

Tel.: (91-294)6604000-02, Fax: (91-294) 2427739

CIN: L27204RJ1966PLC001208, www.hzindia.com

LIST OF DEBENTURE HOLDERS AS ON 31/03/2022

First Name	Middle Name	Last Name	ISIN	Number of debentures	Principal amount of debentures	Outstanding amount of debentures as on 31/03/2022
HDFC	BANK	LIMITED	INE267A08012	30000	30000000000	24000000000
KOTAK MAHINDRA TRUSTEE COMPANY LTD	ACCOUNT KOTAK MAHINDRA	BOND SHORT TERM PLAN	INE267A08012	1500	1500000000	1200000000
KOTAK MAHINDRA	BANK	LIMITED	INE267A08012	1250	1250000000	1000000000
KOTAK MAHINDRA TRUSTEE COMPANY LTD	ACCOUNT KOTAK	LOW DURATION FUND	INE267A08012	1000	1000000000	800000000
NIPPON LIFE INDIA TRUSTEE LTD	ACCOUNT NIPPON INDIA	SHORT TERM FUND	INE267A08012	750	750000000	600000000
NIPPON LIFE INDIA TRUSTEE LTD	ACCOUNT NIPPON INDIA	BALANCED ADVANTAGE FUND	INE267A08012	250	250000000	200000000
DHANLAXMI	BANK	LIMITED	INE267A08012	200	200000000	160000000
NIPPON LIFE INDIA TRUSTEE LTD	ACCOUNT NIPPON INDIA	EQUITY HYBRID FUND	INE267A08012	150	150000000	120000000
NIPPON LIFE INDIA TRUSTEE LTD	ACCOUNT NIPPON INDIA	HYBRID BOND FUND	INE267A08012	100	100000000	80000000
TOTAL				35200	35200000000	28160000000

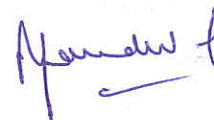
(R. Pandwal)
Company Secretary
Membership No. A9377

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LIST OF FOREIGN INSTITUTIONAL INVESTORS AS ON MARCH 31, 2022

Name of FII	Address	Number of shares held	% of shares held
JOHN GOVETT & CO.LTD A/C GOVETT INDIA FUND (MAURIT) LTD	THE HONGKONG & SHANGHAI BANKING CORP.LTD., C/o SEC DEPT 56/ 60, Mahatama Gandhi Road. P. B. No. 128 Mumbai-400001	99000	0.00
THE CREDIS EQUITY TRUST INDIA (MAURITIUS) LTD	DEUTSCHE BANK AG., GROUND FLOOR, Mhatre Pen Building, Tulsi Pipe Road, Dadar (W) Mumbai-400028	5000	0.00
DB FUND (MAURITIUS) LIMITED	DEUTSCHE BANK AG., GROUND FLOOR, Mhatre Pen Building, Tulsi Pipe Road, Dadar (W) Mumbai-400028	7000	0.00



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REMUNERATION OF INTERIM CFO

Sl. No	Particulars of Remuneration	
		Interim Chief Financial Officer Mr. Sandeep Modi*
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	69,69,775
2	Stock Option	--
3	Sweat Equity	--
4	Commission - as % of profit - Others, specify...	-- --
5	Others, please specify (ESOP of ultimate Holding Co)	
	Total	69,69,775

* Mr. Sandeep Modi appointed as Interim Chief Financial Officer w.e.f. October 01, 2021.



(R. Pandwal)
Company Secretary
Membership No. A9377


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Form No. MGT-8

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]**

CERTIFICATE BY COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Hindustan Zinc Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on **March 31, 2022**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
 4. calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members/ Security holders, as the case may be;
 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act **(Not Applicable during the year under review)**;
 7. contracts/arrangements with related parties as specified in Section 188 of the Act;
 8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;
 9. keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act **(Not Applicable during the year under review)**;





10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. constitution/appointment/re-appointments/retirement/filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them and Company except that the Company falls short by two Independent Directors (including one woman Independent Director), during the year NSE had imposed penalty of Rs. 13.65 Lakh (excluding GST) on the Company and the same had been paid. BSE has not imposed any penalty for the same. The changes in the composition of the Board of Directors that took place during the Period under Review were carried out in compliance with the provisions of the Act.
13. appointment/reappointment/filing up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. acceptance/renewal/repayment of deposits (Not Applicable during the year under review);
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; and
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company (Not Applicable during the year under review).

Place: Jaipur
Date: October 03, 2022
UDIN: F003355D001124101



For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019

CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971