

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 India

(c) *e-mail ID of the company

harsha.kedia@vedanta.co.in

(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

L72400TG2017PLC117649

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, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

31/08/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on July 29, 2024

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

7

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	Zinc India Foundation	U85300RJ2022NPL083038	Subsidiary	100
3	Hindustan Zinc Fertilisers Private Limited	U24100RJ2022PTC083645	Subsidiary	100
4	Hindustan Zinc Alloys Private Limited	U27320RJ2021PTC078200	Subsidiary	100
5	Vedanta Zinc Football & Sports Club	U92412RJ2021NPL078767	Subsidiary	100
6	Hindmetal Exploration Services Private Limited	U09900RJ2024PTC092955	Subsidiary	100
7	Madanpur South Coal Comparison	U10300CT2006PLC020006	Joint Venture	18.05

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)				

(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	2,157,935	4,223,161,042	25319000	8,450,638,0	8,450,638,0	
Increase during the year	0	264,310	264310	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	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	0	264,310	264310			
Dematerialisation of shares						
Decrease during the year	264,310	0	264310	0	0	0
i. Buy-back of shares	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	264,310		264310			
Dematerialisation of shares						
At the end of the year	1,893,625	4,223,425,3	4225319000	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	<input type="text" value="24/08/2023"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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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"/>
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Ledger Folio of Transferor <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferor's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferee's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

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	21,120,000,000	0	21,120,000,000	0
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

289,336,888,754

(ii) Net worth of the Company

152,328,957,696

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	75,720,925	1.79	0	
	(ii) Non-resident Indian (NRI)	3,261,344	0.08	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	0	0	0	
3.	Insurance companies	124,111,556	2.94	0	
4.	Banks	10,900	0	0	
5.	Financial institutions	17,004	0	0	
6.	Foreign institutional investors	99,000	0	0	
7.	Mutual funds	1,589,280	0.04	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,478,545	0.08	0	
10.	Others AIFs, FOREIGN PORTFOLIO INVESTORS	25,918,446	0.61	0	
	Total	1,482,164,690	35.08	0	0

Total number of shareholders (other than promoters)

422,071

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

422,072

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
JOHN GOVETT & CO.LTD	HONGKONG & SHANGHAI BANKING CORP. LTD.			99,000	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)	321,015	422,071
Debenture holders	11	0

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	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	3	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	3	0	3	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	8	1	8	0	0

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

12

(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)
Navin Agarwal	00006303	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Farida Mahmood Naik	07612050	Nominee director	0	
Priya Agarwal	05162177	Director	0	
Arun Misra	01835605	Whole-time director	0	
Akhilesh Joshi	01920024	Director	0	
Pallavi Joshi Bakhru	01526618	Director	0	
Kannan Ramamirtham	00227980	Director	3,500	
Veena Kumari Dermal	08890469	Nominee director	0	
Nirupama Kotru	09204338	Nominee director	0	
Arun Misra	ACIPM8106D	CEO	0	
Sandeep Modi	AJKPM0857A	CFO	0	
Harsha Vishal Kedia	AWZPK2955R	Company Secretary	0	

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

8

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)
Anjani Agrawal	08579812	Director	31/07/2023	Cessation
Akhilesh Joshi	01920024	Director	01/08/2023	Re-appointment
Pallavi Joshi Bakhru	01526618	Director	10/08/2023	Appointment
Kannan Ramamirtham	00227980	Director	01/09/2023	Re-appointment
Arun Misra	01835605	Whole-time director	01/06/2023	Re-appointment
Arun Misra	01835605	CEO	01/06/2023	Re-appointment
Harsha Vishal Kedia	AWZPK2955R	Company Secretary	19/01/2024	Appointment
Rajendra Pandwal	ABOPP8051H	Company Secretary	19/01/2024	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	24/08/2023	372,097	79	94.46

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/04/2023	9	7	77.78
2	23/05/2023	9	8	88.89
3	21/07/2023	9	8	88.89
4	10/08/2023	9	8	88.89
5	29/09/2023	9	6	66.67
6	20/10/2023	9	9	100
7	19/01/2024	9	7	77.78
8	27/03/2024	9	8	88.89

C. COMMITTEE MEETINGS

Number of meetings held

22

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 +	21/04/2023	3	3	100
2	Audit & Risk M +	21/07/2023	3	3	100
3	Audit & Risk M +	20/09/2023	3	3	100
4	Audit & Risk M +	20/10/2023	3	3	100
5	Audit & Risk M +	19/01/2024	3	2	66.67
6	Audit & Risk M +	15/03/2024	3	3	100
7	Stakeholders F +	27/03/2024	4	2	50

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
8	Corporate Soc	17/04/2023	3	3	100
9	Corporate Soc	16/10/2023	3	2	66.67
10	Nomination an	21/04/2023	3	3	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	
								(Y/N/NA)
1	Navin Agarwa	8	8	100	11	11	100	
2	Farida Mahme	8	5	62.5	1	0	0	
3	Priya Agarwal	8	8	100	2	2	100	
4	Arun Misra	8	8	100	8	8	100	
5	Akhilesh Joshi	8	8	100	21	21	100	
6	Pallavi Joshi B	4	4	100	0	0	0	
7	Kannan Rama	8	8	100	8	8	100	
8	Veena Kumari	8	4	50	3	2	66.67	
9	Nirupama Kotr	8	5	62.5	10	7	70	

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-ti	84,216,412	38,730,000		4,204,874	127,151,286
	Total		84,216,412	38,730,000	0	4,204,874	127,151,286

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	CFO	28,734,639	0	0	0	28,734,639
2	Harsha Kedia	Company Secre +	1,105,210.29	0	0	0	1,105,210.29
3	Rajendra Pandwal	Company Secre +	8,889,318.93	0	0	0	8,889,318.93
	Total		38,729,168.22	0	0	0	38,729,168.22

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Priya Agarwal	Director	0	3,100,000	0	450,000	3,550,000
2	Navin Agarwal	Director	0	2,992,500	0	675,000	3,667,500
3	Akhilesh Joshi	Independent Dir +	0	2,992,500	0	925,000	3,917,500
4	Pallavi Joshi Bakhr +	Independent Dir +	0	1,887,344	0	200,000	2,087,344
5	Kannan Ramamirth +	Independent Dir +	0	2,940,000	0	625,000	3,565,000
6	Anjani K Agrawal	Independent Dir +	0	962,500		250,000	1,212,500
	Total		0	14,874,844	0	3,125,000	17,999,844

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 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

5

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
Hindustan Zinc Lin +	BSE & NSE	22/05/2023	Reg 17of SEBI (LO +	BSE-Rs.5,31,000 +	
Hindustan Zinc Lin +	BSE & NSE	21/08/2023	Reg 17of SEBI (LO +	BSE-Rs.5,36,900 +	
Hindustan Zinc Lin +	BSE & NSE	21/11/2023	Reg 17of SEBI (LO +	BSE-Rs.5,42,800 +	

Hindustan Zinc Lin ⁺	BSE & NSE	22/02/2024	Reg 17 of SEBI (LO ⁺	BSE-Rs.5,42,800, ⁺	
Hindustan Zinc Lin ⁺	Office of State tax ⁺	24/02/2024	GST Act	8,82,588	

(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:

- 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.
- 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

DIN of the director

01835605

To be digitally signed by

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

21520

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Modify

Check Form

Prescrutiny

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

Draft 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, 2024**. 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, 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, as the case may be 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 **except that the Company falls short by two Independent Directors**. 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

Place: Jaipur

Date:

UDIN:

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 5447/2024

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

Details of share transfers during FY 2023-24

Sr. No.	Date of Registration of Transfer of shares	No. of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	08-Jun-23	3000	2	R000054	RAM PRASAD BANSAL	R004062	RENU AGARWAL
2	17-Aug-23	10	2	L000553	LOKESH TALESARA	L000662	LOKESH TALESARA
3	17-Aug-23	10	2	G001146	GAGAN TALESARA	G001366	GAGAN TALESARA
4	17-Aug-23	10	2	K002492	KAMLA TALESARA	K002832	KAMLA TALESARA
5	17-Aug-23	10	2	P002704	PAWAN TALESARA	P003068	PAWAN TALESARA
6	17-Aug-23	10	2	C000777	CHANDER SINGH TALESARA	G001367	GAGAN TALESARA
7	17-Aug-23	10	2	C000779	CHANDER SINGH TALESARA	K002833	KAMLA TALESARA
8	06-Sep-23	1000	2	M001187	MAHENDRA KUMAR BHANDARI	M003619	MAHENDRA KUMAR BHANDARI
9	16-Nov-23	2000	2	N000661	NAND KUMAR NARA	C000930	CHANDRAKALA
10	27-Nov-23	3000	2	V001267	V. A. CHAWLA	S007400	SUDHA CHAWLA
11	27-Nov-23	2000	2	V001347	V A CHAWLA	S007401	SUDHA CHAWLA
12	27-Nov-23	2000	2	T000324	TAPAN KUMAR BANERJEE	C000931	CHHAYA BANERJEE
13	29-Nov-23	2000	2	C000228	CHOITHRAM MOOLCHANDANI	B002194	BHAGWAN DAS MOOLCHANDANI
14	05-Dec-23	5000	2	S007030	SADDIQ HUSSAIN	S007402	SIDDIQ HUSSAIN
15	10-Jan-24	15000	2	S005893	SHABBIR Z RAJA	S007403	SHABBIR Z RAJA
16	10-Jan-24	10000	2	S006072	SHABBIR Z RAJA	S007404	SHABBIR Z RAJA
17	11-Jan-24	10	2	S007316	SHANKAR LAL MARMAT	S007405	SHANKAR LAL TAMBOLI
18	18-Jan-24	50	2	B001882	BHAGWATI DEVI	B002195	BHAGWATI DEVI DHUPAR



19	18-Jan-24	500	2	B002186	BHAGWATI DEVI	B002196	BHAGWATI DEVI DHUPAR
20	18-Jan-24	2500	2	B002187	BHAGWATI DEVI	B002197	BHAGWATI DEVI DHUPAR
21	18-Jan-24	2500	2	B002192	BHAGWATI DEVI	B002198	BHAGWATI DEVI DHUPAR

Note: This includes transmission, deletion of name and change of name cases.

LIST OF FOREIGN INSTITUTIONAL INVESTORS AS ON MARCH 31, 2024

Name of FI	Address	Number of shares held	% of shares held
JOHN GOVETT & CO.LTD A/C GOVETT INDIA FUND (MAURIT	HONGKONG & SHANGHAI BANKING CORP LTD C/O SEC DEPT 52/60 MAHATAMA GANDHI ROAD P B N 128 MUMBAI 400001	99,000	0.00

Harsha Kedia
Company Secretary & Compliance Officer
A21520

Details of Committee Meetings from April 01,2023 to March 31, 2024

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	21/04/2023	3	3	100
2	Audit & Risk Management Committee	21/07/2023	3	3	100
3	Audit & Risk Management Committee	20/09/2023	3	3	100
4	Audit & Risk Management Committee	20/10/2023	3	3	100
5	Audit & Risk Management Committee	19/01/2024	3	2	66.67
6	Audit & Risk Management Committee	15/03/2024	3	3	100
7	Stakeholders Relationship Committee	27/03/2024	4	2	50
8	Corporate Social Responsibility Committee	17/04/2023	3	3	100
9	Corporate Social Responsibility Committee	16/10/2023	3	2	66.67
10	Nomination and Remuneration Committee	21/04/2023	3	3	100
11	Nomination and Remuneration Committee	23/05/2023	3	3	100
12	Nomination and Remuneration Committee	20/07/2023	3	2	100
13	Nomination and Remuneration Committee	10/08/2023	3	3	100
14	Nomination and Remuneration Committee	19/01/2024	3	3	100
15	Nomination and Remuneration Committee	30/03/2024	3	3	100
16	Sustainability and ESG Committee	21/09/2023	4	4	100
17	Sustainability and ESG Committee	27/03/2024	4	3	75
18	Committee of Directors	14/04/2023	3	3	100
19	Committee of Directors	04/09/2023	3	3	100
20	Committee of Directors	03/11/2023	3	3	100
21	Committee of Directors	20/12/2023	3	3	100
22	Committee of Directors	16/01/2024	3	3	100

Harsha Kedia
Company Secretary & Compliance Officer
A21520

Annexure to MGT-7**X. Number of CEO, CFO and Company Secretary whose remuneration details to be entered**

This is hereby clarified that Ms. Harsha Kedia was appointed as Company Secretary & Compliance Officer w.e.f. January 19, 2024 in place of Mr. Rajendra Pandwal, who ceased to be the Company Secretary & Compliance Officer of the Company w.e.f. the close of business hours on January 19, 2024.

Hence, remuneration details disclosed in Form MGT-7 in point X is as per the tenure served by Mr. Rajendra Pandwal (i.e. from April 01, 2023, till January 19, 2024) and Ms. Harsha Kedia (i.e. from January 20, 2024 till March 31, 2024) in the Company.