



HINDALCO-ALMEX AEROSPACE LIMITED

CIN NO: U27203MH2007PLC166651

Registered Office: 21st Floor, One Unity Centre, Senapati Bapat Marg, Prabhadevi, Mumbai – 400013

Website: www.hindalcoalmex.com Tel: (022)66626666 Fax: (022)24227586/24362516

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Eighteenth Annual General Meeting of the members of Hindalco-Almex Aerospace Limited will be held on August 20, 2024 (IST) at 10:30 am *via video conferencing or other audio visual means [OAVM]* to transact the business as mentioned below.

Ordinary Business:

1. To receive, consider and adopt the Audited financial statements for the year ended 31st March, 2024 together with the Reports of the Directors and the Auditors thereon.
2. To re-appoint a Director in place of Mr. Sandip Roy [DIN 09707676], who retires from office by rotation and being eligible, offers himself for reappointment.
3. To appoint Ms. Geetika Anand [DIN: 08055635] as the Non-Executive Director of the Company.

**By order of the Board
for Hindalco-Almex Aerospace Limited**

**Place: Mumbai
Date: April 19, 2024**

**Sd/-
Preyansh Vyas
Company Secretary
Membership No.: A68566**



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARDS -2

2. **Appoint a Director in place of Mr. Sandip Roy [DIN: 09707676], Non-Executive Director who retires by rotation and being eligible, offers himself for reappointment:**

Sr. No. Brief on Mr. Roy's Reappointment		
Brief Profile:		
1.	Date of Birth/ Age	April 27, 1968 / 55 years
2.	Experience	<p>Mr. Roy has joined the Hindalco Industries Limited [<i>"holding Company"</i>] in 1991 at Belur Plant in maintenance department.</p> <p>He worked in the maintenance department for 8 years then as a Head of Production department for 4 years.</p> <p>At Taloja Unit worked as Head of Production Planning & logistics until year 2008 he led the operation department at Taloja Unit.</p> <p>At Hirakud FRP worked as head of Hirakud Green field project, under his guidance holding Company successfully commissioned Hirakud FRP plant.</p> <p>Head of strategic projects of Downstream which includes a green field extrusion project at silvassa</p> <p>Head of Manufacturing of FRP foils which includes plants of Belur, Mouda, Renukoot, Taloja and Hirakud FRP of holding Company.</p>
4.	Date of First Appointment on the Board	<p>i. Director of the Company with effect from July 26, 2022 and</p> <p>ii. Chairman of the Company July 26, 2022</p>
5.	Expertise in specific functional areas	<ul style="list-style-type: none"> • Legal and Compliance, • Finance Literacy, • General Management, • Human Resource, • Industry Knowledge and • Strategic Expertise
6.	Current and Proposed Term	<ul style="list-style-type: none"> • Was appointed as a Non-Executive Director, liable to retire by rotation, at the AGM concluded on September 28, 2022. • Proposed to be reappointed as a Non-Executive Director, liable to retire by rotation.
7.	Confirmations	<p>Mr. Roy:</p> <ul style="list-style-type: none"> • has consented and is eligible to be reappointed as a Non-Executive Director, • is not disqualified to be appointed as a Director in terms of provisions of Section 164 of the Act and



		<p>The Company:</p> <ul style="list-style-type: none"> has received a notice proposing the candidature for reappointment of Mr. Roy for the office of Director under Section 160 of the Act.
8.	Disclosure of Interest	Except Mr. Roy <i>[to whom the resolution relates]</i> and their relatives, none of the Director(s) and Key Managerial Personnel of the Company or their relatives, are concerned, or interested in the foregoing Resolution.
9.	Company's Proposal	The Board recommends the reappointment of Mr. Roy as a Non-Executive Director, liable to retire by rotation and strongly believes that the same shall be in the best interest of the Company.
11.	Number of Meetings attended during FY24	4 <i>[Four]</i> of the 4 <i>[Four]</i> Meetings held
12.	Directorship in other Companies as on date of Notice	<p>Listed Company(ies):</p> <p>Nil</p> <p>Unlisted Company(ies):</p> <p>Nil</p>
13.	Membership/Chairmanship of Statutory Committees of the Board as on the date of Notice	<p>Chairperson of Committee(s):</p> <p>Corporate Social Responsibility Committee</p> <p>i. Hindalco-Almex Aerospace Limited</p> <p>Membership of the Committee(s):</p> <p>Nil</p>
14.	Listed Entities from which the Director has resigned in the past three years.	Nil



3. Appoint a Director in place of Ms. Geetika Anand [DIN: 08055635], as Non-Executive Director who retires by rotation:

Sr. No. Brief on Ms. Anand's appointment

Brief Profile:

1.	Date of Birth/ Age	May 2, 1986 / 38 years
2.	Experience	<ul style="list-style-type: none"> Ms. Anand is the Company Secretary & Compliance officer of Hindalco Industries Limited ["holding Company"] She is a dynamic and accomplished professional with over two decades of experience in secretarial, legal and governance domains; Her expertise spans corporate restructuring, mergers and acquisitions, and her leadership style is defined by pillars of empowerment; Has a formidable industry experience, serving as a member of the "Core Group" of Ministry of Corporate Affairs for framing rules under Companies Act, 2013 and Secretarial Standards Board of ICSI for four years; She also serves on SEBI's Expert Committee for facilitating ease of doing business and harmonization of provisions; She has been recognized with prestigious awards, including the "Young Professional Award" in 2011, the "Exceptional Leader in Functional Excellence" by Aditya Birla Fashion & Retail Limited in 2019, Chairman's "Exceptional Contributor" award in 2022 and "40UNDER40 in Finance – 2024" by Mizuho honoring her professional journey and excellence.
4.	Date of First Appointment on the Board	i. Appointed as Additional Non-Executive Director on April 19, 2024
5.	Expertise in specific functional areas	<ul style="list-style-type: none"> Legal and Compliance, Finance Literacy, General Management, Human Resource and Strategic Expertise
6.	Current and Proposed Term	<ul style="list-style-type: none"> Appointed as Additional Non-Executive Director Proposed to be appointed as a Non-Executive Director, liable to retire by rotation.
7.	Confirmations	<p>Ms. Anand:</p> <ul style="list-style-type: none"> has consented and is eligible to be appointed as a Non-Executive Director, is not disqualified to be appointed as a Director in terms of provisions of Section 164 of the Act and



		<p>The Company:</p> <ul style="list-style-type: none"> has received a notice proposing the candidature for reappointment of Ms. Anand for the office of Director under Section 160 of the Act.
9.	Disclosure of Interest	Except Ms. Anand <i>[to whom the resolution relates]</i> and their relatives, none of the Director(s) and Key Managerial Personnel of the Company or their relatives, are concerned, or interested in the foregoing Resolution.
10.	Company's Proposal	The Board recommends the appointment of Ms. Anand as a Non-Executive Director, liable to retire by rotation and strongly believes that the same shall be in the best interest of the Company.
11.	Number of Meetings attended during FY24	Not Applicable
12.	Directorship in other Companies as on date of Notice	<p>Listed Company(ies):</p> <p>Nil</p> <p>Unlisted Company(ies):</p> <ol style="list-style-type: none"> SBN Mentors Private Limited; Mahan Coal Limited; Dahej Harbour and Infrastructure Limited; Renuka Investments and Finance Limited; Renukeshwar Investments and Finance Limited; Tubed Coal Mines Limited; Suvas Holdings Limited and MNH Shakti Limited
13.	Membership/Chairmanship of Statutory Committees of the Board as on the date of Notice	<p>Chairperson of Committee(s): Nil</p> <p>Membership of the Committee(s): Nil</p>
14.	Listed Entities from which the Director has resigned in the past three years.	Nil



NOTES:

1. AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to the members on 'first come first serve' basis. This will not include large Shareholders (Shareholders holding 2% or more equity shares), Promoters, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis.
3. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company. Members may note that the Notice of AGM will also be available on the Company's website www.hindalcoalmex.com.
4. Members may note that since the meeting is being held through VC facility, attendance slip is not annexed to the Notice convening the 16th Annual General Meeting.
5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
7. The transcript of the meeting will be made available on the Company's website as soon as it is available.
8. Corporate shareholders intending to send their authorised representative(s) to attend and vote at the AGM to be held through VC facility, are requested to send scanned copy of the relevant Board Resolution/ Authority Letter together with attested specimen signature of the duly authorised representative(s), to email id of the Company i.e. haal@adityabirla.com from the registered email address.