

Dear Mr Kumar Mangalam Birla,  
Dear Mr Kailash Nath Bhandari,  
Dear Mr Satish Pai,  
Dear members of the Board,

DWS Investment GmbH (DWS) is one of the largest asset managers in Europe. As a responsible investor in Hindalco Industries Ltd, it is part of our fiduciary duty to express our expectations in the best interest of our clients. Our commitment to environmental, social and governance (ESG) practices is a crucial element of our responsibilities and forms an integral part of our investment process.

Ahead of your 2023 annual general meeting (AGM) of shareholders, we would like to share our questions with you. We would greatly appreciate your answers in written form. Please note that we will also share our questions on our website ([www.dws.com](http://www.dws.com)) on the day of your AGM. Thank you for your consideration.

### **Independence of the Board and Committees**

Qualified, experienced and independent directors are essential for competent and efficient decision making processes at Board and committee level. Having at least 50% of independent directors serving on the board as well as an independent chairperson is important for us to ensure challenging Board discussions.

We appreciate the contributions that Mr. Kailash Nath Bhandari has made to the company, however, since his tenure on the Board exceeds ten years, he is no longer considered independent as per our Corporate Governance and Proxy Voting Policy. As a result, at present the Board independence stands at only 45% which contradicts our Policy. Additionally, the Chairman of the Board is also a non-independent director.

**QUESTION 1: Will you consider appointing additional independent directors in the near future to ensure at least 50% of independent directors on the Board?**

**QUESTION 2: Will you consider appointing a lead independent director to counterbalance the role of a non-independent chair?**

Our expectations on independence also extends to the board's committees. Having a majority of independent members serving on the board's committees with an Independent Chair is important for us to ensure challenging discussions and decision making. Based on reason explained above, the Nomination & Remuneration Committee (NRC) independence is only 33% which is also below our expected threshold. Also, the Chair of Audit Committee and NRC is not considered independent as per our Policy.

**QUESTION 3: Do you have any plans to increase the independence of the NRC in the near future to at least 50%?**

**QUESTION 4: Do you have any plans to appoint an Independent Director as the Chairperson of the Audit Committee and NRC in the near future?**

### **Low Board attendance**

Directors of the Company must endeavor to attend all the meetings of the Board and Committees thereof. DWS expects directors to attend at least 75% of their meeting convened during the financial year.

As per your Annual Report, Mr. Kumar Mangalam Birla, the Board chair, attended only 60% of board meetings held in FY 2023. Further, the Company has not provided any explanation for his low attendance.

**QUESTION 5: We would like to understand what were the reasons for his low attendance.**

### **Net Zero including phasing out Coal mining plans**

Corporations and investors have a key role to play towards the need for emissions to be reduced in the mutual goal of coping with the impacts of global warming. In this regard, we support the Climate Action 100+ and the Net Zero Asset Managers initiatives with the aim to enhance the governance of climate change risk and opportunities, to curb emissions and to strengthen climate-related financial disclosures.

This year DWS implemented a 'Coal Policy' which is designed to reduce its investments in and funding of coal-related activities. We recognise that your Company is actively investing in coal mines for captive generation of energy.

**QUESTION 6: Have you set any timelines for phasing out all your thermal coal powered plants? If yes, could you please share the roadmap containing short, mid and long-term targets.**

**QUESTION 7: Can we expect your Company to set an ambitious GHG emissions target to attain Net Zero, in line with the Paris Agreement in the near future?**

We understand that you are committed to expanding your renewable energy capacity in India to 300 megawatts by 2025.

**QUESTION 8: Can we expect you to set an ambitious target to switch to renewable energy completely in the near future?**

To conclude, we would like to thank all members of the Board and all the employees of Hindalco Industries Ltd on their commitment and dedication.

Thank you in advance for your answers.