

भारत सरकार का उपक्रम
A GOVT. OF INDIA ENTERPRISE

हिन्दुस्तान कॉपर लिमिटेड

HINDUSTAN COPPER LIMITED

CIN : No. : L27201WB1967GOI028825

पंजीकृत एवं प्रधान कार्यालय
Registered & Head Office

ताम्र भवन TAMRA BHAVAN
1, आशुतोष चौधरी एवेन्यू
1, Ashutosh Chowdhury Avenue,
पो.बॉ.सं. P.B. No. 10224
कोलकाता KOLKATA-700 019

No. HCLISCY/SE/ 2016

27.9.2018

The Sr. General Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
BSE Scrip Code: 513599

The Vice President
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra-Kurla Complex, Bandra(East)
Mumbai 400 051
NSE Symbol: HINDCOPPER

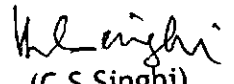
Sir/ Madam,

Sub: Proceedings of the 51st Annual General Meeting of the Company held on 27.9.2018 in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. The Proceedings of the 51st Annual General Meeting of Hindustan Copper Ltd held on Thursday, the 27th September, 2018 at Hall 6 (Auditorium at level 1), Biswa Bangla Convention Centre, Biswa Bangla Sarani, Block DG, New Town, Kolkata 700156 is enclosed.
2. The above is submitted pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for information and record please.

Thanking you,

Yours faithfully,


(C S Singhi)
GM (IA) & Co Secretary

Encl. as stated

Annexure

The summary of proceedings of the 51st Annual General Meeting (AGM) of Hindustan Copper Ltd. ('the Company') held on Thursday, the 27th September, 2018 at Hall 6 (Auditorium at level 1), Biswa Bangla Convention Centre, Biswa Bangla Sarani, Block DG, New Town, Kolkata 700156 from 11:00 AM to 1:51 PM.

Shri Santosh Sharma, Chairman and Managing Director of the Company, chaired the meeting. The quorum was present throughout the meeting. 2264 Members were present at the AGM out of which 1438 Members were present in person and 826 Members were present through Proxy. The business before the meeting was taken up. A copy of Speech given by Chairman is enclosed.

The Ordinary and Special Business transacted by Members are as listed under Serial No. 1 to 12 below. Queries raised by Members during deliberations were replied.

The facility of casting votes by remote e-voting was provided to the Members from 24.9.2018 (9:00 AM) to 26.9.2018 (5:00 PM). Facility of voting by Tab machines was provided to the Members at the meeting venue.

The following Items of business as per 51st AGM Notice dated 28.8.2018 were transacted:

Ordinary Business

1. Adoption of audited Financial Statement for the year ended 31st March, 2018 together with the Reports of the Directors, Auditors and C&AG
2. Declaration of dividend on equity shares
3. Re-appointment of Shri Anupam Anand (DIN 02752767), who retires by rotation
4. Re-appointment of Shri Sanjay Kumar Bhattacharya (DIN 07276836), who retires by rotation
5. Fixation of remuneration of Auditors

Special Business

6. Appointment of Shri Alok Chandra (DIN 06929789) as Director
7. Appointment of Shri Sukhen Kumar Bandyopadhyay (DIN 08173882) as Director (Finance)
8. Appointment of Shri Shri Subhash Sharma (DIN 05333124) as Director
9. Ratification and confirmation of the remuneration to be paid to M/s Chatterjee and Co., Cost Auditor of the Company for FY 2018-19
10. Approval to offer, issue and allot equity shares through Qualified Institutional Placement method
11. Approval for borrowing up to Rs. 1,500 crore apart from temporary loans and to offer, issue and allot secured or unsecured non convertible debentures or bonds on private placement basis
12. Approval for creation of charge, mortgage or hypothecation on the assets of the Company in connection with borrowings

All the resolutions as per the Agenda of the meeting were passed by the Members by requisite majority.

12/09/2018 10:00 AM - 11:51 AM
K. Singh
(CS Officer)
CM & Company Secretary

**Hindustan Copper Limited
Chairman Speech
51st AGM
27th September, 2018 Kolkata**

**My Dear Shareholders, Members of the Board ,Distinguished Guests,
Ladies & Gentlemen,**

A very Good Morning!

On behalf of the Board of Directors of your Company, it is my privilege to welcome all of you in the 51st Annual General Meeting. I extend my profound gratitude for placing your trust and overwhelming support which is very important for the success of your Company.

This AGM is indeed a very special occasion for me as I feel extremely privileged and honored to address you for the first time as Chairman of your esteemed Company.

The Annual Report for 2017-18 containing the 51stAGM notice, Directors' Report, the audited statement of Accounts of the Company for the year ending 31st March, 2018 have been circulated to you. With your kind permission, I take them as read.

I also take this opportunity to share the Company's performance in the fiscal year 2017-18, and discuss plans and future growth strategy of your Company.

Economic Prospective

World economic outlook report of International Monetary Fund (IMF) has estimated global economic growth of 3.8 percent in the year 2017 which is the highest since 2011. Global economic activity is forecasted

to remain strong and global growth for the year 2018 and 2019 is forecasted to be 3.9 percent.

The Indian economy grew 8.2% in the first quarter of the current year and the Reserve Bank of India expects Indian economy to grow 7.4% in the fiscal year 2018-19.

During the last two years, the Government of India has been able to implement significant key economic policy reforms like roll out of nationwide GST, demonetization, passage of the Insolvency and Bankruptcy Code(IBC). These measures have have given boost to Industrial production.

The Industry:

Global Perspective

As per International Copper Study Group (ICSG), World mine production decreased by 1.5% in 2017 but is expected to grow by around 3% in the year 2018 to a level of 20.67 million tonnes.

During the year 2017, world refined copper production was 23.5 million tonne registering a growth of 0.7%. In the 2018, the production of refined copper is estimated to grow by 5% to a level of 24.5 million tonne.. .

With regards to the global demand of refined copper, sustained growth in the demand is expected to continue because copper is essential to economic activity..

In the year 2017, the world consumption of refined copper was around 23.76 million tonne, registering a growth of only 0.7%. However, it is forecasted that world refined copper demand is expected to increase by 3% in 2018 to a level of 24.68 million tonne. China remains the largest consumer of refined copper in the world, consuming around 50 percent of the world demand..

Indian Copper Scenario

Refined copper production during fiscal year 2017-18 of the country was 8.43 lakh tonnes as compared to 7.98 lakh tonnes in FY 2016-17. With regards consumption, it is estimated that during FY 2017-18, the consumption of refined copper was around 6.6 lakh tonnes compared to 6.5 lakh tonnes in 2016-17.

Investment in upcoming infrastructure projects and increased Government spend on housing, rural and railway electrification, the refined copper demand will grow at a very rapid rate in the coming years. The growth rate of domestic copper consumption is likely to increase around 6 to 7% in the year 2018.

One of the major challenges that the domestic copper industry facing is huge surge in imports of refined copper from the countries we have Free trade agreements. The imports have increased from 65,00 tonnes in the 2010-11 to around 2.50 lakh tonnes in 2017-18, which is equivalent to one third of the total domestic demand.

Let me now take you briefly through the Company's performance during the year gone by.

Dear Shareholders, Despite the difficult market situation your company had to face with in fiscal year 2017-18, your Company has posted good results as compared to last year.

Production

During the fiscal 2017-18, overall sale volume was 36,435 tonnes as against 28,888 tonnes in the previous year thereby registering a growth of 26% and was the best in last seven years.

During the year, the production of Metal in Concentrate of 31,793 tonnes was higher by 4%, cathode of 25,949 tonnes was higher by 39% and wire rod of 22,211 tonnes was higher by 22% during 2017-18 as compared to 2016-17.

During the last fiscal year, it is heartening to inform that Kendadih mines at Jharkhand was reopened in December, 2017 and Banwas mine, a new mine at Khetri Copper Complex, Rajasthan was commissioned in June,2017. During the year, the Company expects significant progress in mine development activity with MDO for Banwas mine at Khetri have been appointed.

Financial

During the year, the Revenue from Operations (Net) of the company during the FY 2017-18 was Rs 1684.25 crore which was around 39.89% higher as compared to the corresponding previous year at Rs 1203.96 crore. EBITDA of the company during the FY 2017-18 was Rs 307.98 crore which is 25.5% higher as compared to the corresponding previous year at Rs 245.46 crore.

Profit Before tax has registered 29% increase in the fiscal 2017-18 to Rs.121.69 crore against Rs.94.20 crore in 2016-17. Profit After Tax (PAT) also increased by 20% to Rs 79.60 crore in fiscal 2017-18 from Rs 61.94 crore in the FY 2016-17. CAPEX of your company during the

fiscal year 2017-18 was Rs 589.81 crore which was around 47.21% increase as compared to the corresponding previous year recorded at Rs 400.66 crore.

Dividend

Keeping in view the Capex and business expansion needs, the Board of Directors of your Company has recommended payment of dividend at the rate 5% on equity, i.e. Re 0.25 per share of Rs. 5/- face value for the year 2017-18, for approval of shareholders in the Annual General Meeting.

Growth Initiatives:

You all are aware that your Company is implementing mine expansion plan to increase the mine production capacity to 12.4 million tonne per year.

The above mine expansion was further reviewed by the Ministry in the context of the huge gap between supply and demand of copper mineral in the Country and it was felt that the Company has a potential for growth and with the infusion of capital it can further increase its mine production. I am happy to inform that the current mine expansion plan has been increased from 12.4 to 20 million tonne per year i.e the mining capacity will be increased by around 6 times from its present production capacity in next six years. Total capital outlay of the above expansion projects is 5,500 crore.

With regards to funding of the above projects, Cabinet Committee on Economic Affairs, in its meeting held on 1.8.2018 has given its approval to your Company to issue fresh 13,87,82,700 equity shares to the extent of 15% of paid up equity capital of face value of Rs. 5/- each by HCL through the Qualified Institutions Placement (QIP) route

as per SEBI and other applicable guidelines. HCL will use the proceeds of QIP to meet its capex plan.

The Company's flagship project, Malanjkhanda underground mine of annual capacity 50 lakh tonne is progressing well. Fifty percentage of the physical progress has been completed. Plans have been firmed up to commence ore production from the underground mine in the coming fiscal year. Likewise, tender has been issued for construction and operations of Chapri- Sidheswar mine, a new mine at Ghatsila of capacity 1.5 million tonne per year.

Exploration is the key thrust area to identify new mineral prospects and opportunities for growth. I take this opportunity to inform you that Rs 200.0 crore has been earmarked to undertake depth exploration across all the mining lease area of your Company. It is planned to undertake 1.30 lakh meters of drilling activities with state of the Art technology in the next three years. In the existing mines of your Company, the exploration for copper mineral has been carried out to a depth of around 500 meters maximum. It has been found that copper mineral exists beyond the levels explored . During the year 2017-18, around 4,646 meters of exploration drilling was completed in 2018-19, around 28,000 meters of exploration drilling activities has been planned. You may be happy to note that Government of India has notified your company status of an exploration agency under sub section(1) of section 4 of MMDR Act 1957.

New Avenues of Growth:

The Last few years have been challenging, because on the one side we need to be sustainable on the face of falling copper prices and on the other hand funds need to be made available for the ongoing mine expansion projects. In the last three years our focus to identify new business verticals to insulate the Company from the vagaries of LME copper price.

The Company initiated a project on "Waste to Wealth". A compatible technology has been developed to extract minerals and materials from copper ore tails (CoT), a waste generated during copper ore beneficiation. A contract has been awarded for installation and commissioning of CoT processing plant of annual capacity 3.3 million tonne at flagship Unit at Malanjkhand, Madhya Pradesh. The project shall be commissioned in this fiscal year. It shall be a significant value creator for the Company.

Waste Rock is generated when ore burden is to be removed while extraction of copper ore at Malanjkhand open cast mines. This ore burden is essentially waste rocks which are granite or quartzite in nature. At present more than 100 million tonnes of such waste rock is available at Malanjkhand. Tests results indicate that it has the potential to be used at Railway Ballast and aggregate for the construction industry..

Joint Ventures:

I am glad to inform that your Company has formed a Joint Venture Company with Chhattisgarh Mineral Development Corporation Ltd (CMDC), a PSU of Chhattisgarh Government. The JV company namely, Chhattisgarh Copper Limited has been incorporated on 21.5.2018 for

undertaking exploration, mining and beneficiation of copper and its associated minerals in the State of Chhattisgarh.

The registered office of the JV Company is located at Bhilai, Chhattisgarh. The shareholding pattern between Hindustan Copper and CMDC is in the ratio of 74% and 26%, thus Chhattisgarh Copper Ltd. has become the subsidiary of Hindustan Copper. The number of Directors nominated by Hindustan Copper and CMDC is in the ratio of 3:2. With this milestone, Hindustan Copper has extended its footprint in the sixth State and will commence its operations very soon there.

Corporate Governance

Your Company is committed to comply with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the Corporate Governance and the guidelines on Corporate Governance for Central Public Sector Enterprises issued by the Department of Public Enterprises, Government of India.

Your Company has achieved 'Excellent' grade for compliance of Corporate Governance for 2016-17 as per report notified by Department of Public Enterprise. Based on self evaluation of compliance of Corporate Governance for 2017-18, your Company has scored 'Excellent' grade..

Responsibility Towards Society

Your Company is committed to fulfil its social responsibilities for making positive impact on society through a planned set of initiatives as per the relevant provisions of The Companies Act, 2013 and Companies CSR Policy Rules, 2014 and DPE Guidelines.

During FY 2017-18, the Company has spent an amount of Rs 3.43 Crore on CSR activities against the mandated amount of Rs 1.47 Crore.

Under Corporate Social Responsibility (CSR), your Company has taken up several projects like Promoting Preventive Health Care and Sanitation and making available safe Drinking Water Facility, Promoting Education and Employment Enhancing Vocational Skills and Livelihood Opportunities, Promoting Environmental Sustainability, Promoting Sports and various Rural Development Projects. Your Company has allocated 18 % of its CSR fund in FY 2017-18 for Skill Development activities

Accolades & Recognitions :

Your Company has been consistently receiving recognitions in various spheres of its activities. A few of the significant recognitions received in the field of CSR is detailed below.

- 1. Hindustan Copper Limited was conferred with KOLKATA BEST EMPLOYER BRAND AWARD by World HRD Congress during the Award Ceremony on 08/11/2017 at Taj Bengal Kolkata.**
- 2. HCL was awarded the National CSR Leadership Awards by World CSR Day on 20/09/2017 at Vivanta by Taj, Yeshwantpur, Bangalore.**
- 3. HCL has been conferred the "SKOCH ORDER-OF-MERIT" for qualifying amongst Top 30 Skill Development Projects in India. Further, it was also recognized with SKOCH AWARD "SKILL DEVELOPMENT GOLD" for Skill**

Development Project in March 2018 at Constitution Club of India, New Delhi.

Industrial Relations:

- a. The Industrial Relations throughout the year was peaceful and harmonious across HCL.**
- b. Full co-operation and commitments were shown/ extended to Management on important issues relating to HCL by Trade Unions and Officer's Association across HCL.**
- c. For flood victims in the Country especially in Kerala, all employees contributed their one day salary in the Prime Minister Relief Fund.**

Acknowledgement

Before I conclude, on behalf of the Board of Directors of your Company, I wish to convey earnest thanks to all the Shareholders for your continued support and trust in us. It will certainly be our endeavor to put in our best efforts for sustained growth, expansion and prosperity of the Company benefitting all stakeholders.

I take this opportunity to thank the Ministry of Mines for their unstinted support and valuable guidance. I also acknowledge the support extended by the State Governments and all other authorities and regulatory agencies.

I would like to thank my colleagues on the Board for their valuable guidance and contribution in steering the Company to higher levels of achievement.

Above all, I would like to place on record the commendable efforts and commitments shown by our most valued resource, i.e. the Human Resource of the Company as our employees have always contributed their best for the Company to set new benchmarks.

On behalf of the Board, I also take the opportunity to acknowledge the efforts, commitment and constructive cooperation of the Trade Unions and their representatives in the operation the Company.

I thank you all once again and offer my best wishes for a very joyous festive season ahead.

**Kolkata
27th September, 2018**

**Santosh Sharma
Chairman and Managing Director**

(This does not purport to be a record of the proceedings of the Annual General Meeting)