



82-3428

AM/STOEX-GN/06

April 25, 2006

Securities and Exchange Commission
Attn: International Corporate Finance
Division of Corporate Finance
100 F Street, NE
Washington D.C. 20549
United States of America
Fax No. 001 202 5513 450
Tel No. 001 202 551-6551



06012914

SUPL

Dear Sir,

SUB : SECRETARIAL AUDIT REPORT

Please find enclosed herewith the *Secretarial Audit Report* issued by the Practicing Company Secretary of the Company

Please acknowledge receipt.

Thanking you

Yours faithfully,
For HINDALCO INDUSTRIES LTD

ANIL MALIK
Company Secretary

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FINANCIAL

RECEIVED
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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

Encl: as above

HINDALCO INDUSTRIES LIMITED

Regd. Office : Century Bhavan, 3rd Flr., Dr. Annie Besant Road, Worli, Mumbai - 400 025. • Tel.: 5662 6666 • Fax : 2422 7586 / 2436 2516

(Ahura Centre, 'B' Wing, 1st Floor, 82- Mahakali Caves Road, Andheri (E), Mumbai - 400 093. • Tel.: 5691 7000 • Fax : 5691 7050 / 7070)

Works : P.O. Renukoot, Pin : 231217, Dist. : Sonbhadra (U.P.) • Tel.: Pipri (05446) 252079 • Fax : (05446) 252107

Ref. No. _____

SECRETARIAL AUDIT REPORT Date _____

- 1 For Quarter Ended
- 2 ISIN
- 3 Face Value
- 4 Name of the Company
- 5 Registered Office Address
- 6 Correspondence Address
- 7 Telephone & Fax Nos.
- 8 Email address
- 9 Names of the Stock Exchanges where the company's securities are listed:

- 10 Issued Capital
- 11 Listed Capital (Exchange-wise)
(as per company records)

Number of Shares	% of Total Issued Cap.
*115,92,69,001	100
*115,92,69,001	100

*Includes 23,15,21,031 Partly Paid Up Shares.

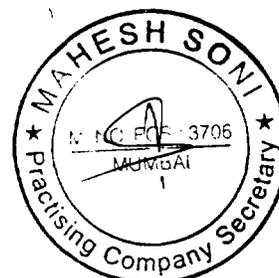
- 12 Held in dematerialised form in CDSL
- 13 Held in dematerialised form in NSDL
- 14 Physical
- 15 Total No. of shares (12+13+14)

- 16 Reasons for difference, if any, between (10 & 11), (10 & 15), (11 & 15):

- 17 Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars*	No. of shares	Applied/ NotApplied for listing	Listed on Stock Exchanges (Specify Names)	whether intimated to NSDL	In-prin. appr. pending for SE (Specify Names)
Allotment of Right Shares	2315,21,031	Applied	1. Bombay Stock Ex. Ltd. 2. National Stock Exchange Ltd.	Admitted by NSDL	Not Applicable.

*Rights, Bonus, Preferential issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).



18 Reference of the previous quarter with regards to excess dematerialised shares, if any: NIL

19 Has the company resolved the matter mentioned in point no. 19 above in the current quarter ? If not, reason why ?

20 Register of Members is updated (Yes / No)
If not, updated upto which date

21 Mention the total no. of requests, if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay :

Total No. of demat requests	No. of requests	Shares	Reasons for delay
Confirmed after 21 Days	--	--	--
Pending for more than 21 Days	--	--	--

22 Name, Telephone & fax No. of the Compliance Officer of the Co.

23 Name, Telephone & fax No, Regn. No. of the Auditor.

24 Appointment of common agency for share registry work

THE COMPANY IS HAVING IN-HOUSE CONNECTIVITY FOR BOTH PHYSICAL & DEMAT MODE OF TRANSFERS.

25 Any other detail that the Auditor may like to provide (e.g. BIFR company, delisting from SE, company changed its name etc.)

The Company has got its Shares delisted from Delhi, Chennai and Kolkatta Stock Exchanges.

M. NO. FCS : 3706
MUMBAI

[MAHESH SONI]
COMPANY SECRETARY
FCS : 3706 , COP : 2324

MUMBAI
10th April, 2006

