



Ho-425-S

Dated: 25.08.2022

To,
BSE Limited
Registered Office: Floor 25,
P J Towers, Dalal Street,
Mumbai - 400 001
Company Scrip Code: 533033

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
Company Symbol: ISGEC EQ

Dear Sir(s)/Madam(s),

**Furnishing of Information as per
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Subject: 89th Annual General Meeting Proceedings

We wish to inform you that the 89th Annual General Meeting of the Shareholders held on Wednesday, August 24, 2022, through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

In this regard, please find enclosed summary proceedings of Annual General Meeting as required under Regulation 30, Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Request to kindly take this intimation on record.

Thanking you,

For Isgec Heavy Engineering Limited

Shweta Agrawal

Company Secretary & Compliance Officer



Encl: As above



Dated: August 25, 2022

Proceedings of the 89th Annual General Meeting of held on August 24, 2022

The 89th Annual General Meeting (AGM) of the Shareholders of Isgpec Heavy Engineering Limited was held on Wednesday, August 24, 2022 at 11:30 a.m. (IST) through Video Conferencing (VC) / Other Audio Video Means ("OAVM"). The Meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Ms. Shweta Agrawal, Company Secretary welcomed the Members and Directors to the meeting. She also informed that the requisite quorum being present.

Mr. Ranjit Puri, Chairman, chaired the Meeting. The Chairman welcomed the Members to the Meeting and on requisite quorum being present, called the Meeting to order.

The number of Members as on cut-off date i.e. August 17, 2022 was 34,855.

99 Members were present in the meeting including 5 members from the Promoter group.

The Chairman introduced the Directors, Key Managerial Personnel (KMP), Auditors and the Scrutinizer present at the meeting. All the directors of the Company attended the meeting.

The Chairman informed that the Company has taken the requisite steps to enable the Members to participate and vote on the items being considered at this AGM.

The Chairman informed that the Company has engaged National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting and e-voting during the AGM and participation in the AGM through VC.

The Chairman informed the Members that the Report of Board of Directors, the financial statement for the financial year ended March 31, 2022, and the Notice convening the 89th AGM were taken as read as the same had already been circulated to the Members. He also informed the members that the Statutory Auditors' Report and Secretarial Auditor' Report does not contain any qualifications or observations or adverse remarks.

The Chairman further informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced on Sunday, August 21, 2022, at 9:00 a.m. (IST) and ended on Tuesday, August 23, 2022 at 05:00 p.m. (IST). The Chairman informed that the Members who have not exercised



Shweta Agrawal

their vote through remote e-voting are requested to cast their vote. The e-voting facility was kept active for 15 minutes after the conclusion of the AGM.

The Managing Director then commenced his speech and gave an overview of the operations and the financial performance of the Company during the financial year 2021-22.

Thereafter, the duly registered speaker shareholders were invited, to speak and ask questions, if any. Moderator informed that the registered speaker shareholders have not joined the meeting.

Thereafter, the following agenda items as set out in the Notice convening the AGM dated August 24, 2022, were transacted and passed with requisite majority.

| ORDINARY BUSINESS | | TYPE OF RESOLUTION |
|--------------------------|--|---------------------------|
| 1. | Consideration and Adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and Auditors thereon. | Ordinary Resolution |
| 2. | Consideration and Adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2022, the reports of the Auditors thereon. | Ordinary Resolution |
| 3. | Declaration of Dividend of Rs. 2/- per Equity Share of Re.1/- each, as recommended by the Board of Directors, for the financial year ended March 31, 2022. | Ordinary Resolution |
| 4. | Appointment of Mr. Kishore Chatnani (DIN No. 07805465), as a director liable to retire by rotation. | Ordinary Resolution |
| 5. | Re-appoint of M/s. SCV & Co. LLP, Chartered Accountants for the second term of five (5) consecutive years, from the conclusion of this 89 th Annual General Meeting till the conclusion of the 94 th Annual General Meeting to be held in the year 2027. | Ordinary Resolution |
| SPECIAL BUSINESS | | |
| 6. | Appointment of Mrs. Rashi Sikka (DIN: 00320145) as an Independent Director of the Company. | Special Resolution |
| 7. | Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2023. | Ordinary Resolution |



Shweta Agrawal

The Chairman requested Mr. Pramod Kothari, Practicing Company Secretary, the Scrutinizer for the orderly conduct of the e-voting.

The Chairman further informed that the consolidated voting results along with the Scrutinizer's Report will be placed on the website of the Company at www.isgec.com and on the website of the BSE Ltd., the National Stock Exchange of India Limited and NSDL within 2 working days from the conclusion of the meeting as permitted by law.

Ms. Shweta Agrawal, Company Secretary thanked the Members, Directors, Key Managerial Personnel and Auditors for their participation in the meeting.

The meeting concluded at 12:03 p.m. (IST) after being open for 15 minutes for e-voting to be completed.

Shweta Agrawal

(Shweta Agrawal)
Company Secretary

