



## ISGEC HEAVY ENGINEERING LIMITED

Registered Office: Radaur Road, Yamunanagar – 135001, Haryana.

CIN: L23423HR1933PLC000097

Ph.: 01732 – 661061, 661158

Email Id: [roynr@isgrec.com](mailto:roynr@isgrec.com), Website: [www.isgrec.com](http://www.isgrec.com)

# NOTICE

Notice is hereby given that the 87<sup>th</sup> Annual General Meeting of Isgrec Heavy Engineering Limited ('the Company') will be held on Friday, September 18, 2020 at 11:30 a.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for which purpose the Registered Office of the Company situated at Radaur Road, Yamunanagar-135001, Haryana, shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business:

### AS ORDINARY BUSINESS:

- To receive, consider and adopt:
  - the audited standalone financial statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon; and
  - the audited consolidated financial statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.
- To confirm the payment of Interim Dividend @ ₹ 2/- per Equity Share of ₹ 1/- each, already paid during the financial year 2019-20.
- To appoint a Director in place of Mr. Ranjit Puri (DIN: 00052459), who retires by rotation and being eligible, offers himself for re-appointment.

### AS SPECIAL BUSINESS:

- Re-appointment of Mr. Sidharth Prasad (DIN: 00074194) as an Independent Director:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

“RESOLVED AS A SPECIAL RESOLUTION THAT, Mr. Sidharth Prasad (DIN: 00074194), who was appointed as an Independent Director by the Members in the Annual

General Meeting (AGM) of the Company held in year 2016, with effect from October 31, 2015, for a first term of 5 (Five) years i.e. up to October 31, 2020 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 (“the Act”) from a member proposing his candidature for the office of an Independent Director and who meets with the criteria of independence as provided under Section 149(6) of the Act, Regulation 16 (1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 6 (1) and (2) of the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019 and who is eligible for re-appointment, and is recommended by the Board of Directors upon the recommendation of the Nomination and Remuneration Committee, for the office of an Independent Director, be and is hereby re-appointed, in accordance with Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and the corresponding rules framed thereunder, as an Independent Director for a second term of 5 (Five) years with effect from October 31, 2020 up to October 31, 2025 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto.”

- Re-appointment of Mr. Vishal Kirti Keshav Marwaha (DIN: 00164204) as an Independent Director:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

“RESOLVED AS A SPECIAL RESOLUTION THAT, Mr. Vishal Kirti Keshav Marwaha (DIN: 00164204), who was appointed as an Independent Director by the Members

in the Annual General Meeting (AGM) of the Company, held in year 2017 for a first term, with effect from March 30, 2017 up to the conclusion of the AGM to be held in year 2020, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 ("Act") from a member proposing his candidature for the office of an Independent Director and who meets with the criteria of Independence as provided under Section 149(6) of the Act, Regulation 16 (1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 6 (1) and (2) of the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019 and who is eligible for re-appointment and is recommended by the Board of Directors upon the recommendation of the Nomination and Remuneration Committee, for the office of an Independent Director, be and is hereby re-appointed, in accordance with Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and the corresponding rules framed thereunder, as an Independent Director for a second term of 5 (Five) years with effect from the conclusion of this 87<sup>th</sup> AGM up to the conclusion of 92<sup>nd</sup> AGM to be held in year 2025 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto."

6. **Re-appointment of Mr. Aditya Puri (DIN: 00052534) as Managing Director:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT, pursuant to the provisions of Section 188, 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Act and Articles of Association of the Company and subject to the approval of the Banks and Financial Institutions, if required, consent of the Company be and is hereby accorded to the re-appointment of Mr. Aditya Puri (DIN: 00052534) as Managing Director of the Company for a further period of 5 years up to April 30, 2026 with effect from May 1, 2021, on terms and conditions and remuneration as set out below:-

I. That Mr. Aditya Puri shall be the Managing Director and Principal Officer of the Company subject to the control and supervision of the Board of Directors of the Company.

- II. That Mr. Aditya Puri shall not be liable to retire from Directorship by rotation.
- III. That Mr. Aditya Puri will be entitled to following remuneration subject to the limits laid down in Sections 197 and 198 and Schedule V to the Act:
- i) Salary - ₹ 5,00,000/- (Rupees Five Lakh only) per month.
- ii) Perquisites and Allowances - Perquisites and allowances in the form of Housing, Furnishing, Gas, Electricity, Water, Medical Reimbursement, Leave Travel Concession, Club Fees, Personal Accident Insurance and in any other form shall also be allowed in addition to salary, as may be determined by the Board from time to time. Provided that the aggregate of salary, perquisites and allowances shall not exceed ₹ 5,10,000/- (Rupees Five Lakh Ten Thousand only) per month.
- iii) Commission - Mr. Aditya Puri, Managing Director, shall also be allowed remuneration by way of commission in addition to salary, perquisites and any other allowance, benefit or amenity. The amount of commission would be such that aggregate of remuneration by way of salary, perquisites, commission, etc. payable to Mr. Aditya Puri, Managing Director, shall not exceed 5% of the net profits of the Company in a particular financial year as computed in the manner referred to in Section 197 and Section 198 of the Act.
- iv) Provided that the aggregate amount of remuneration payable to Mr. Aditya Puri, Managing Director and Mrs. Nina Puri, Whole-time Director in a particular financial year will be subject to the overall ceiling laid down in Section 197 of the Act.
- IV. That Mr. Aditya Puri shall not be entitled to any sitting fee for attending meetings of the Board and the Committees.
- V. That in case Mr. Aditya Puri, Managing Director, draws remuneration from any other company, the total remuneration drawn from all the companies will not exceed the higher maximum limit admissible from any of the companies of which he is a managerial person.
- VI. That the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee and the Audit Committee is authorized to re-fix his terms and conditions including remuneration within the limits laid down in Sections 197 and 198 and Schedule V to the Act.

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto.”

7. **Approval of remuneration of Mr. Aditya Puri, Managing Director in terms of Regulation 17(6) (e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 for the tenure of his re-appointment:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

“RESOLVED AS A SPECIAL RESOLUTION THAT, pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (“Amended Listing Regulations”) along with the provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule-V of the Act, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Aditya Puri (DIN: 00052534), Managing Director at such terms and conditions, as approved by the Members, notwithstanding that the annual aggregate remuneration payable to Mr. Aditya Puri, Managing Director and Mrs. Nina Puri, Whole-time Director, exceeds 5% of the net profit of the Company as calculated under Section 198 of the Act, in any year during the tenure of his re-appointment effective from May 1, 2021 to April 30, 2026.

RESOLVED FURTHER THAT, the approval of the Members shall be valid only till the expiry of the term of re-appointment of Mr. Aditya Puri, Managing Director.

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto.”

8. **Ratification of remuneration of the Cost Auditors for the financial year ended March 31, 2020:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT, pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, a remuneration of ₹ 75,000/- (Rupees Seventy Five Thousand Only) to be paid to M/s. Gopinathan Mohandas & Co., Cost Accountants (Firm Registration Number: 101499), H.I.G., G.-11A, Sector-23, Raj Nagar, Ghaziabad, appointed as the Cost Auditors by the Board of Directors to fill the casual vacancy caused by death of Mr. K. C. Kohli, proprietor of M/s. K. C. Kohli & Co., for conducting the cost audit of cost records maintained by the Company, for the financial year ended March 31, 2020 be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto.”

9. **Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2021:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT, pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, a remuneration of ₹ 75,000/- (Rupees Seventy Five Thousand Only) to be paid to M/s. Gopinathan Mohandas & Co., Cost Accountants (Firm Registration Number: 101499), H.I.G., G.-11A, Sector-23, Raj Nagar, Ghaziabad, appointed as the Cost Auditors by the Board of Directors for conducting the cost audit of cost records maintained by the Company, for the financial year ending March 31, 2021, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto.”

By Order of the Board of Directors  
For, Isgec Heavy Engineering Limited

**(S. K. KHORANA)**  
Executive Director &  
Company Secretary

Place: Noida  
Dated: August 25, 2020

**NOTES:**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and the MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of the 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, Attendance Slip and road map are not annexed to this Notice.
3. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of Board Resolution / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s) who are authorised to vote to the Scrutinizer by e-mail to [rkbhallacs@yahoo.com](mailto:rkbhallacs@yahoo.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and to [roynr@isgpec.com](mailto:roynr@isgpec.com). Corporate / Institutional Members are encouraged to attend the AGM through their Authorized Representatives.
4. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names in the Register of Members of the Company will be entitled to vote.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. In Compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Members may note that the Notice calling the AGM along with the Annual Report 2019-20 has been uploaded on the website of the Company at [www.isgpec.com](http://www.isgpec.com) in the Investor Relations/ Financials/ Compliance Section under Notices to the Shareholders

tab and under Annual Report tab. The Notice of the AGM along with Annual Report 2019-20 can also be accessed from the websites of the BSE Ltd. at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

The Company has also published on Monday, August 17, 2020 an advertisement in the newspapers containing the details about the AGM i.e. the conduct of AGM through VC/OAVM, date and time of AGM, availability of notice of the AGM along with Annual Report 2019-20 at the Company's website and manner of registering the email IDs of those Members who have not registered their email addresses with the Company/ Company's Share Transfer Agent, M/s. Alankit Assignments Limited.

7. The statutory registers that are required to be kept open during the AGM and all documents referred to in the accompanying Notice and the Explanatory Statement can be obtained for inspection by writing to the Company at its email ID [roynr@isgpec.com](mailto:roynr@isgpec.com) till the date of AGM.
8. The audited annual accounts of the subsidiary companies are also available for inspection at the registered office of the Company and available on the website of the Company at [www.isgpec.com](http://www.isgpec.com) in the Investor Relations/ Financials/Compliance Section under subsidiary companies tab.
9. (i) The Members holding shares in physical form are requested to immediately intimate any change in their residential address to M/s. Alankit Assignments Ltd., Alankit House, 4E/2, Jhandewalan Extn., New Delhi-110055 (Phone Number- 011-42541234, 23541234), email address: [rta@alankit.com](mailto:rta@alankit.com)  
(ii) The Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.
10. **Electronic Clearing Service (ECS)**  
The Members who have not opted for ECS facility earlier are requested to fill up the enclosed KYC form and return it to the Company's Share Transfer Agent, to avail the ECS facility, otherwise they are requested to intimate their Savings Account/ Current Account No. and the name of Bank with whom such account is held. Please refer to the KYC Form being enclosed with this Notice.
11. To ensure all communications/ monetary benefits are received promptly, all the Members holding shares in

physical form are requested to notify to the Company, his/ her PAN/change in their address/bank details / email id/mobile number instantly by filling the KYC Form and by sending at the M/s. Alankit Assignments Ltd., Alankit House, 4E/2, Jhandewalan Extn., New Delhi-110055 (Phone Number- 011-42541234, 23541234), email address: [rta@alankit.com](mailto:rta@alankit.com)

**12. PAN/BANK Details Mandate:**

The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) and Bank details by every participant in securities market. The Members holding shares in electronic mode are, therefore, requested to submit their PAN and Bank details to their DP(s) with whom they are maintaining their demat accounts. The Members holding shares in physical mode can submit their PAN and Bank details to the Company and M/s. Alankit Assignments Limited.

13. As per Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, securities of the listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. The Members can contact the Company or M/s. Alankit Assignments Ltd., for assistance in this regard.
14. To prevent fraudulent transactions, the Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. The Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

19. Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per Secretarial Standard - 2 (SS-2) on "General Meetings", the particulars of Director retiring by rotation and seeking re-appointment at the Annual General Meeting, are given hereunder:-

Name of the Director	Mr. Ranjit Puri
Date of Birth (dd/mm/yyyy)	04/03/1940
Age (in years)	80
Date of Appointment	14.10.1981
Qualification	B.Sc., Industrial Management from Massachusetts Institute of Technology (USA)
Relationships between Directors, Manager and other Key Managerial Personnel	Husband of Mrs. Nina Puri, Whole-time Director Father of Mr. Aditya Puri, Managing Director

**15. Book Closure:**

The Register of Members and Share Transfer Books of the Company shall remain closed from September 11, 2020 to September 18, 2020 (both days inclusive).

**16. Transfer of Unclaimed Dividend amount/Shares to the Investor Education and Protection Fund (IEPF):**

The Members wishing to claim dividends that remain unclaimed are requested to correspond with the Registrar and Share Transfer Agent or the Company Secretary, at the Company's registered office. The Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, as per Section 124 of the Companies Act, 2013 will be transferred to the Investor Education and Protection Fund (IEPF). Shares on which dividend remains unclaimed for seven consecutive years will be transferred to the IEPF as per Section 124 of the Act, and applicable rules.

Details of the unclaimed dividend and particulars with respect to corresponding shares due for transfer to the IEPF are available on the Company's website [www.isgsec.com](http://www.isgsec.com) under the section "Unclaimed Dividends."

**17. Nomination:**

Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, the Members are entitled to make nomination in respect of shares held by them in physical form. The Members desirous of making nominations are requested to send their requests in Form SH-13.

18. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and as per Secretarial Standard - 2 (SS-2) on "General Meetings", issued by Institute of Company Secretaries of India, relating to the Special Business to be transacted at the Meeting are annexed hereto.



Board position held	Chairman
Terms and Conditions of re-appointment	Liable to retire by rotation
Nature of his expertise in specific function areas along with experience (in years)	<p>Mr. Ranjit Puri, over a period spanning over 54 years, has played a pivotal role in the development of the Company. He joined the Company as Controller of Production in the year 1963, was appointed as Joint Managing Director in the year 1981 and was appointed as Chairman &amp; Managing Director (CMD) in the year 1996. He continued as CMD till the year 2007. Under his stewardship, the Company continue to progress.</p> <p>Mr. Ranjit Puri has been associated with various Industrial Associations.</p> <p>Mr. Ranjit Puri has chaired the following National Committees of Confederation of Indian Industry (CII):-</p> <ol style="list-style-type: none"> <li>i). The Sugar Machinery Division</li> <li>ii). The Boilers and Pressure Vessels Division</li> <li>iii). The Raw Materials Committee</li> <li>iv). The Capital Goods Committee</li> <li>v). The Industrial Relations Committee</li> <li>vi). The Consumer Affairs Committee.</li> </ol> <p>He also led following Missions of the CII:-</p> <ol style="list-style-type: none"> <li>i). CII Co-generation Technology Mission to the United States</li> <li>ii). CII Trade Missions to Bhutan and Iran.</li> </ol> <p>Mr. Ranjit Puri was also Governor of Indian Institute of Technology, Kanpur.</p> <p>He is a Permanent Committee Member of Indian Sugar Mills Association and was also its President during the year 2007-08. He was also Chairman of Indian Sugar Exim Corporation during the year 2007-08.</p> <p>The Board recommends re-appointment of Mr. Ranjit Puri as Director.</p>
Number of Meetings of the Board attended during the year	Five
Other Directorship	<ol style="list-style-type: none"> <li>i). Jullundur Motor Agency (Delhi) Limited</li> <li>ii). Saraswati Sugar Mills Limited</li> <li>iii). The Yamuna Syndicate Limited</li> <li>iv). Isgec Engineering and Projects Limited</li> </ol>
Chairman/ Member of Committee of the Board of Companies in which he is a Director	<p><b>Isgec Heavy Engineering Limited:</b></p> <ul style="list-style-type: none"> <li>- Chairman- Stakeholders Relationship and Grievances Committee and Corporate Social Responsibility Committee</li> </ul> <p><b>Saraswati Sugar Mills Limited:</b></p> <ul style="list-style-type: none"> <li>- Chairman- Corporate Social Responsibility Committee</li> </ul>
Shareholding of Director as on March 31, 2020	65,92,010 shares 8.97%

**20. Instructions for attending the AGM through VC / OAVM:**

- (a) The Members who wish to attend this AGM through VC / OAVM are requested to login to the e-voting system of NSDL at <https://www.evoting.nsdl.com/> under 'Shareholder / Member - Login' by using their remote e-voting user ID and password. Thereafter, click on the link appearing under 'Join General Meeting' against the Electronic Voting Event Number ('EVEN') of the Company.
- (b) The Members who do not have their user ID and password for remote e-voting or have forgotten their user ID and / or password may retrieve the same by following the instructions given under (Note no. 21). Further the Members can also use the OTP based login for logging into the e-voting system of NSDL.
- (c) The facility for the Members to join this AGM through VC / OAVM will be available from 30 minutes before the time scheduled for the meeting and may close not earlier than 30 minutes after the commencement of the meeting. The facility of participation at the AGM through VC/OAVM will be made available for 1200 Members on first come first served basis. However, this number does not include the large Members i.e. Members holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship and Grievances Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.
- (d) The Members are requested to login to the NSDL e-voting system using their laptops / desktops / tablets with stable Wi-Fi or LAN connection for better experience. The Members logging in from mobile devices or through laptops / desktops / tablets connecting via mobile hotspot or with low bandwidth, may experience audio / video loss due to fluctuation in their respective network.
- (e) The Members who would like to express their views or ask questions during the AGM will be required to register themselves as speaker by sending e-mail to the Company at [roynr@isgsec.com](mailto:roynr@isgsec.com) from their registered e-mail address, mentioning their name, DP ID and Client ID/Folio number and mobile number. Only those Members who have registered themselves as speaker by 10:00 a.m. on Saturday,

September 12, 2020 will be able to speak at the meeting.

Further, the Members who would like to have their questions/queries responded to during the AGM are requested to send such questions/queries in advance within the aforesaid date and time, by following similar process as stated above. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

- (f) The Members who hold shares in the physical form or who have not registered their e-mail addresses with the Company or with the Depositories and wish to participate in the AGM or cast their votes through remote e-voting or e-voting during the meeting, may obtain their user ID and password by writing to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and obtain their user ID and password by sending scanned copies of (i) signed request letter mentioning their name and DP ID and Client ID / Folio number, (ii) share certificate (front and back) / self-attested client master or consolidated demat account statement, (iii) self-attested PAN Card, and (iv) any self-attested proof of their address (e.g. Driving License, Aadhaar Card etc.), with a copy email to the Company at [roynr@isgsec.com](mailto:roynr@isgsec.com)
- (g) In case the Members require any technical assistance with respect to attending the meeting or voting during the meeting, they may contact the helpline numbers mentioned in the General Guideline for the Members for remote e-voting.

**21. The instructions for the Members for remote e-voting and e- voting at the AGM are as under:-**

**A. Remote e-voting (Voting through Electronic means)**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020 and May 5, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for

facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by NSDL.

A Member may exercise his/her vote at the AGM by electronic means and the Company may pass any resolution by electronic voting system in accordance with the provisions of the aforesaid Rule.

**The remote e-voting period will begin on September 15, 2020, Tuesday at 09:00 A.M. (IST) and will end on September 17, 2020, Thursday, at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter.**

Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on **Saturday, September 12, 2020 (cut-off date)**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting during the AGM. A person who is not a Member on the cut-off date should accordingly treat this Notice as for information purposes only.

The Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again.

The Board appointed Mr. Rajinder Kumar Bhalla (Membership no. A-10525) Practicing Company Secretary and in his absence Mr. Himanshu Bajaj (Membership no. F-091050) Practicing Chartered Accountant as scrutinizer to scrutinize the e-voting process (votes cast during the AGM and votes cast through remote e-voting) of ensuing Annual General Meeting in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting on the date of the AGM, in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any,

forthwith to the Chairman of the Company or any person authorized by him in writing and the Results shall be declared by the Chairman or any person authorized by him thereafter.

The results declared along with the Scrutinizer's Report shall be placed on the website of the Company [www.isgcec.com](http://www.isgcec.com) and on the website of NSDL immediately after the declaration of result by the Chairman or any person authorized by him in writing. The results shall also be forwarded to the Bombay Stock Exchange at [www.bseindia.com](http://www.bseindia.com) where the shares of Company are listed.

The recorded transcript of the AGM shall, as soon as possible, be made available on the website of the Company [www.isgcec.com](http://www.isgcec.com) in the Investor Relations/ Financials/Compliance Section under Proceedings of Annual General Meeting tab.

Other instructions relating to e-voting are as under:

**(a) For the Members whose email IDs are registered with the Company/Depository Participant(s):**

**How do I vote electronically using NSDL e-voting system?**

*The way to vote electronically on NSDL e-voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-voting system.**

**Details on Step 1 is mentioned below:**

**How to Log-in to NSDL e-voting website?**

- (a) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- (b) Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- (c) A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.



Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

**(d) Your User ID details are given below :**

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

**(e) Your password details are given below:**

- (i) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- (ii) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- (iii) How to retrieve your 'initial password'?
  - (iiia) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the

attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(iiib) If your e-mail ID is not registered, please follow steps mentioned below in process for those shareholders whose e-mail ids are not registered.

(f) If you are unable to retrieve or have not received the Initial password or have forgotten your password:

(i) Click on **“Forgot User Details/ Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

(ii) **“Physical User Reset Password?”** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

(iii) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/ Folio number, your PAN, your name and your registered address.

(iv) The Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

(g) After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

(h) Now, you will have to click on “Login” button.

(i) After you click on the “Login” button, Home page of e-voting will open.

**Details on Step 2 is given below:**

**How to cast your vote electronically on NSDL e-voting system?**

(a) After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-Voting. Then, click on Active Voting Cycles.

- (b). After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
- (c). Select “EVEN” of company for which you wish to cast your vote.
- (d). Now you are ready for e-Voting as the Voting page opens.
- (e). Cast your vote by selecting appropriate options i.e. assent or dissent, verify/ modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
- (f). Upon confirmation, the message “Vote cast successfully” will be displayed.
- (g). You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- (h). Once you confirm your vote on the Resolution(s), you will not be allowed to modify your vote.

**(b). For the Members whose e-mail IDs are not registered with the Company/Depository Participant(s):**

- (i) In case shares are held in physical mode please provide Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [roynr@isgrec.com](mailto:roynr@isgrec.com)
- (ii) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [roynr@isgrec.com](mailto:roynr@isgrec.com)

**B. E-voting at the AGM are as under:-**

- (i). The procedure for e-voting at the AGM is same as the instructions mentioned above for remote e-voting.
- (ii). Only those Members, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
- (iii). The Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- (iv). The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same persons as mentioned in the General Guideline for the Members.

**General Guidelines for the Members:**

- (i). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- (ii). In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). In case of any grievance connected with facility for remote e-voting or e-voting, please contact to Ms. Pallavi Mhatre, Manager, NSDL at the designated email ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [pallavid@nsdl.co.in](mailto:pallavid@nsdl.co.in) or at telephone number +91 22 24994545.

By Order of the Board of Directors  
For, Isgec Heavy Engineering Limited

**(S. K. KHORANA)**  
Executive Director &  
Company Secretary

Place: Noida  
Dated: August 25, 2020

**ANNEXURE TO THE NOTICE DATED AUGUST 25, 2020****EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND AS PER SECRETARIAL STANDARD – 2 (SS – 2) ON “GENERAL MEETINGS”:****Item No. 4:**

- (a) Mr. Sidharth Prasad (DIN: 00074194) was appointed as an Independent Director on the Board of the Company in the Annual General Meeting (AGM) held in the year 2016 to hold office for a first term of 5 (Five) years with effect from October 31, 2015 up to October 31, 2020.
- (b) In terms of Section 149 of the Act, an Independent Director is eligible for re-appointment on passing of a Special Resolution. Mr. Sidharth Prasad has given a declaration to the Board that he meets with the criteria of independence as provided under Section 149 (6) of the Act.
- (c) Mr. Sidharth Prasad being eligible and offering himself for re-appointment, is proposed to be appointed as an Independent Director for a second term of 5 (Five) years with effect from October 31, 2020 up to October 31, 2025.
- (d) In the opinion of the Board, Mr. Sidharth Prasad fulfills the conditions specified in the Act and rules made thereunder for his re-appointment as an Independent Director of the Company.
- (e) In the Performance Evaluation conducted for the year 2019-20, the performance of Mr. Sidharth Prasad was evaluated satisfactory in the effective and efficient discharge of his role and responsibilities as an Independent Director of the Company. The Board and its Committees have been benefitted from his relevant specialisation and expertise. Details on his attendance of various Board and Committee Meetings held during the last financial year are included in the Corporate Governance Report annexed in the Annual Report.
- (f) The Board, upon the recommendation of the Nomination and Remuneration Committee in its Meeting held on June 26, 2020, recommends to the Members, the re-appointment of Mr. Sidharth Prasad as an Independent Director.
- (g) Copy of the draft letter of re-appointment of Mr. Sidharth Prasad, as an Independent Director is available for inspection without any fee by the Members at the registered office of the Company during normal business hours on any working day till the date of AGM.
- (h) Apart from Mr. Sidharth Prasad, who is interested himself, no other Director and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise. The Board of Directors recommended the resolution at Item No. 4 of the Notice for approval of the Members by a Special Resolution.
- (i) Pursuant to Regulation 36(3) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on “General Meetings”, the particulars of Mr. Sidharth Prasad, are given hereunder:-

Name of the Director	Mr. Sidharth Prasad
Date of Birth (dd/mm/yyyy)	30/03/1963
Age (in years)	57
Date of Appointment	31.10.2015
Qualification	Graduate
Relationships between Directors, Manager and other Key Managerial Personnel	None
Board position held	Non-Executive Independent Director
Terms and Conditions of re-appointment	As per resolution given in Notice
Nature of his expertise in specific function areas along with experience (in years)	Managing Companies with 24 years' experience.
Number of Meetings of the Board attended during the year	Four

Other Directorship	i). Shrikar Hotels Private Limited ii). Prasad Heritage Projects Private Limited iii). Ivory Hotels Private Limited iv). Indian Sugar Exim Corporation Limited v). Gangaheritage Resorts Private Limited vi). Imperial Heritage Hotels Private limited vii). Shrikar Pharmaceuticals Private Limited viii). L H Sugar Factories Limited ix). The United Provinces Sugar Company Limited
Chairperson/ Member of Committee of the Board of Companies in which he is a Director	<b>Isgec Heavy Engineering Limited:</b> - Member- Audit Committee and Stakeholders Relationship and Grievances Committee
Shareholding of Director as on March 31, 2020	Nil

#### **Item No. 5:**

- (a) Mr. Vishal Kirti Keshav Marwaha (DIN: 00164204) was appointed as an Independent Director on the Board of the Company in the AGM held in the year 2017, to hold office for a first term with effect from March 30, 2017 up to the conclusion of Annual General Meeting to be held in year 2020.
- (b) In terms of Section 149 of the Act, an Independent Director is eligible for re-appointment on passing of a Special Resolution. Mr. Vishal Kirti Keshav Marwaha has given a declaration to the Board that he meets with the criteria of independence as provided under Section 149 (6) of the Act.
- (c) Mr. Vishal Kirti Keshav Marwaha being eligible and offering himself for re-appointment, is proposed to be appointed as an Independent Director for a second term of 5 (Five) years with effect from the conclusion of this 87<sup>th</sup> AGM up to the conclusion of 92<sup>nd</sup> AGM to be held in year 2025.
- (d) In the opinion of the Board, Mr. Vishal Kirti Keshav Marwaha fulfills the conditions specified in the Act and rules made thereunder for his re-appointment as an Independent Director of the Company.
- (e) In the Performance Evaluation conducted for the year 2019-20, the performance of Mr. Vishal Kirti Keshav Marwaha was evaluated satisfactory in the effective and efficient discharge of his role and responsibilities as an Independent Director of the Company. The Board has been benefitted from his relevant specialisation and expertise. Details on his attendance of various Board Meetings held during the last financial year are included in the Corporate Governance Report annexed in the Annual Report.
- (f) The Board, upon the recommendation of the Nomination and Remuneration Committee in its Meeting held on June 26, 2020, recommends to the Members, the re-appointment of Mr. Vishal Kirti Keshav Marwaha as an Independent Director.
- (g) Copy of the draft letter of re-appointment of Mr. Vishal Kirti Keshav Marwaha, as an Independent Director is available for inspection without any fee by the Members at the registered office of the Company during normal business hours on any working day till the date of AGM.
- (h) Apart from Mr. Vishal Kirti Keshav Marwaha, who is interested himself, no other Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise. The Board of Directors recommended the resolution at Item No. 5 of the Notice for approval of the Members by a Special Resolution.

- (i) Pursuant to Regulation 36(3) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on “General Meetings”, the particulars of Mr. Vishal Kirti Keshav Marwaha, are given hereunder:-

Name of the Director	Mr. Vishal Kirti Keshav Marwaha
Date of Birth (dd/mm/yyyy)	26/11/1963
Age (in years)	56
Date of Appointment	30.03.2017
Qualification	<ul style="list-style-type: none"> <li>• Chartered Accountant</li> <li>• B. Com(H), University of Delhi</li> </ul>
Relationships between Directors, Manager and other Key Managerial Personnel	None
Board position held	Non-Executive Independent Director
Terms and Conditions of re-appointment	As per resolution given in Notice
Nature of his expertise in specific function areas along with experience (in years)	Private equity and investment banking Experience : 26 years
Number of Meetings of the Board attended during the year	Four
Other Directorship	<ul style="list-style-type: none"> <li>i). IPE Global Limited</li> <li>ii). Henderson Equity Partners India Private Limited</li> <li>iii). Imperia Health Private Limited</li> <li>iv). Ajooni Impact Investment Advisors Private Limited</li> </ul>
Chairperson/ Member of Committee of the Board of Companies in which he is a Director	IPE Global Limited: Member- Audit Committee
Shareholding of Director as on March 31, 2020	None

**Item no. 6:**

- (a) The present term of office of Mr. Aditya Puri, Managing Director expires on April 30, 2021. The Board, upon the recommendation of the Nomination and Remuneration Committee and the Audit Committee, in its Meeting held on June 26, 2020, subject to the approval of the Company in general meeting and such other approvals as may be necessary under any financial agreements, re-appointed Mr. Aditya Puri as Managing Director for a period of 5 (Five) years i.e. from May 1, 2021 to April 30, 2026 on the terms and conditions including remuneration as detailed in the aforesaid resolution.
- (b) The remuneration and terms of re-appointment are in accordance with Section 197 of the Act and the rules made thereunder read with Schedule V to the Act.
- (c) Apart from Mr. Aditya Puri, who is interested himself, Mr. Ranjit Puri, Chairman and Mrs. Nina Puri, Whole-time Director, are interested in the resolution being father and mother respectively, of Mr. Aditya Puri. Apart from them none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.
- (d) The terms of re-appointment and remuneration as detailed in the resolution may be regarded as Abstract of the Agreement and Memorandum of Interest under Section 190 of the Act.
- (e) The Board of Directors recommends the resolution at Item No. 6 of the Notice for approval of Members by an Ordinary Resolution.



(f) Pursuant to Regulation 36(3) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on "General Meetings", the particulars of Mr. Aditya Puri, are given hereunder:-

Name of the Director	Mr. Aditya Puri
Date of Birth (dd/mm/yyyy)	04.12.1967
Age (in years)	52
Date of Appointment	01.05.1996
Qualification	B.A. (Honours), M.A. (CANTAB) ECON. from Cambridge University (U.K.)
Board position held	Managing Director
Terms and Conditions of re-appointment	As per resolution given in the Notice
Nature of his expertise in specific function areas along with experience (in years)	Industrialist Experience: 28 years
Other Directorship	i). Isgec Covema Limited ii). Isgec Engineering & Projects Limited iii). Isgec Redecam Enviro Solutions Private Limited iv). Isgec SFW Boilers Private Limited v). The Yamuna Syndicate Limited vi). Saraswati Sugar Mills Limited vii). Isgec Hitachi Zosen Limited viii). Isgec Titan Metal Fabricators Private Limited ix). Free Look Software Private Limited
Chairperson/ Member of  Committee of the Board of Companies of which he is a Director	<b>Isgec Heavy Engineering Limited:</b> - Member: Audit Committee, Corporate Social Responsibility Committee and Risk Management Committee;  <b>Isgec Hitachi Zosen Limited:</b> - Chairman- Corporate Social Responsibility Committee;  <b>Saraswati Sugar Mills Limited:</b> - Member-Stakeholders Relationship Committee and Corporate Social Responsibility Committee;  <b>The Yamuna Syndicate Limited:</b> - Member- Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee.
Shareholding of Director as on March 31, 2020	45,68,080 shares 6.21%

**Item No. 07:**

In terms of Regulation 17 (6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the remuneration payable to Executive Directors, who are promoters or member of promoter group, shall be subject to the approval of the Members by a Special Resolution in General Meeting, if, the aggregate annual remuneration

payable to such directors exceeds 5% of the net profits of the Company, as calculated under section 198 of the Act, where there is more than one such director. Further, the said approval shall be valid only till the expiry of the term of appointment of such director.

In order to comply with the requirement of Amended Listing Regulations and on recommendation of Board of Directors,

the approval of the Members by way of a Special Resolution is sought for paying remuneration to Mr. Aditya Puri, Managing Director, even if the annual aggregate remuneration payable to Mr. Aditya Puri, Managing Director and Mrs. Nina Puri, Whole-time Director, exceeds 5% of the net profit of the Company as calculated under section 198 of the Act, in any year during the tenure of his re-appointment effective from May 1, 2021 to April 30, 2026.

The Board of Directors recommends the resolution at Item No. 7 of the Notice for approval of the Members by a Special Resolution.

Apart from Mr. Aditya Puri, who is interested himself, Mr. Ranjit Puri, Chairman and Mrs. Nina Puri, Whole-time Director, are interested in the resolution being father and mother respectively of Mr. Aditya Puri. Apart from them none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

**Item No. 8 and Item No. 9:**

The Board, upon the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Gopinathan Mohandas & Co., Cost Accountants, H.I.G., G.-11A, Sector-23, Raj Nagar, Ghaziabad, as Cost Auditor, to conduct the cost audit of cost accounts maintained by the Company, for the financial year ended March 31, 2020 and for the financial year ending March 31, 2021.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company.

The Board of Directors recommends the resolutions at Item No. 8 and Item No. 9 of the Notice for approval of the Members by an Ordinary Resolution.

None of the Directors/Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in these resolutions.

**KYC FORM**  
(Only for physical shareholding)

M/s. Alankit Assignments Limited,  
Alankit House, 4E/2, Jhandewalan Extn.,  
New Delhi-110055

To, Date: \_\_\_\_//\_\_\_\_//\_\_\_\_

Folio No: \_\_\_\_\_

No of Shares: \_\_\_\_\_

Dear Sir/ Madam,

**Unit: Isgec Heavy Engineering Limited**

We wish to update the KYC and in this matter are forwarding herewith the required supporting documents by ticking in the appropriate checkbox below

**A For registering PAN of the registered and/ or joint shareholders (as applicable)**

Registered shareholder       Joint holder 1       Joint holder 2       Joint holder 3

Please attach self- attested legible copy of PAN card (exempted for Sikkim Shareholders).

**B For registering Bank details of the registered shareholder**

**1. In cases wherein the original cancelled cheque leaf has the shareholder's name printed**

Aadhar/ Passport/ utility bill       Original cancelled cheque leaf

**2. In cases wherein the cancelled cheque leaf does NOT contain the shareholder's name printed on it**

Aadhar/ Passport/ Utility bill       Original cancelled cheque leaf       Bank Passbook/ Bank Statement

Please note that bank passbook/ Bank Statement should be duly attested by the officer of the same bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

**C For updating the Specimen Signature of the registered and/ or joint shareholders**

**1. In cases wherein the original cancelled cheque leaf has the shareholder's name printed**

Affidavit       Banker verification       Original cancelled cheque leaf

**2. In cases wherein the cancelled cheque leaf does NOT contain the shareholder's name printed on it**

Affidavit       Banker verification       Original cancelled cheque leaf       Bank Passbook/ Bank Statement

- The format of Banker Verification is available on the website of the [www.havells.com](http://www.havells.com) under shareholder's corner in investors relation section.
- Please note that Bank passbook/ Bank Statement should be duly attested by the officer of the same bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

**D For Updating the email id for the purpose of receiving all communications in electronic mode**

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**E For updating the Mobile No**

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I/We hereby state that the above mentioned details are true and correct and we consent towards updating the particulars based on the self-attested copies of the documents enclosed with this letter by affixing my/our signature(s) to it

Sign: \_\_\_\_\_  
Registered holder

Sign: \_\_\_\_\_  
Joint holder 1

Sign: \_\_\_\_\_  
Joint holder 2

Sign: \_\_\_\_\_  
Joint holder 3