



ISGEC HEAVY ENGINEERING LTD.

A-4, Sector-24,
Noida - 201 301 (U.P.) India
Tel.: +91-120-408 5000
Fax: +91-120-408 5100
www.isgpec.com

Uploaded on BSE Limited
Website: <http://listing.bseindia.com>

Ho-425-S

August 09, 2018

Manager – Department of Corporate Services,
Bombay Stock Exchange Ltd.,
Registered Office: Floor 25,
P J Towers, Dalal Street,
Mumbai- 400 001

Dear Sir/Madam,

(Scrip Code : 533033, Scrip Id: ISGEC)

Sub: Disclosure of Voting Results at the 85th Annual General Meeting of the Company held on August 07, 2018 as per the Requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. 85th Annual General Meeting (“AGM”) of Isgpec Heavy Engineering Limited held on August 07, 2018 at the office premises of Saraswati Sugar Mills Limited, Radaur Road, Yamunanagar-135001, Haryana, all the items of business contained in the Notice of the AGM dated July 12, 2018 were transacted and approved by the Shareholders with requisite majority.

The details of the combined voting results (i.e. result of e- voting and voting on ballot paper conducted at AGM) are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Further, the Scrutinizer’s Report on the combined voting results is also attached herewith.
3. We request you to note the above and acknowledge the receipt of this letter.

Thanking You,

Yours faithfully,
For Isgpec Heavy Engineering Limited

(S. K. Khorana)

Executive Director and Company Secretary

Encl: As above.

General information about company	
Scrip code	533033
NSE Symbol	
MSEI Symbol	
ISIN	INE858B01011
Name of the company	Isgec Heavy Engineering Limited
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	07-08-2018
Start time of the meeting	11:30 am
End time of the meeting	03:30 pm

For ISGEC HEAVY ENGINEERING LTD.
 (S. K. KHORANA)
 Executive Director & Company Secretary

For ISGEC HEAVY ENGINEERING LTD.

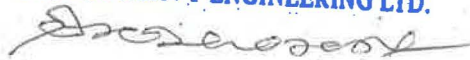
 (S. K. KHORANA)
 Executive Director & Company Secretary

Scrutinizer Details	
Name of the Scrutinizer	Mr. Surender Kumar Kamboj, authorized representative of Mr. Himanshu Bajaj, Practicing Chartered Accountant
Firms Name	Himanshu Bajaj
Qualification	CA
Membership Number	091050
Date of Board Meeting in which appointed	28-05-2018
Date of Issuance of Report to the company	09-08-2018

For ISGEC HEAVY ENGINEERING LTD.

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

For ISGEC HEAVY ENGINEERING LTD.



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

Voting results	
Record date	31-07-2018
Total number of shareholders on record date	11095
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	5
b) Public	64
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

For ISGEC HEAVY ENGINEERING LTD.



(S.K. KHORANA)

Executive Director & Company Secretary

For ISGEC HEAVY ENGINEERING LTD.

(S.K. KHORANA)

Executive Director & Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Receiving, Consideration and Adoption of (a) the audited standalone financial statements of the company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon;(b) the audited consolidated financial statements of the company for the financial year ended March 31, 2018, together with the Reports of the Auditors thereon;					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4578535	0	0	0	0	0	0
	Poll		4578535	100	4578535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	4578535	100	4578535	0	100
Public-Institutions	E-Voting	666654	464898	69.736	464898	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		666654	464898	69.736	464898	0	100
Public-Non Institutions	E-Voting	2107762	9000	0.427	9000	0	100	0
	Poll		1168551	55.4404	1168551	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2107762	1177551	55.8674	1177551	0	100
Total		7352951	6220984	84.6053	6220984	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.


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

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For ISGEC HEAVY ENGINEERING LTD.



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

For ISGEC HEAVY ENGINEERING LTD

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Confirmation of payment of Interim Dividend @Rs. 16/- per Equity Share.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4578535	0	0	0	0	0	0
	Poll		4578535	100	4578535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	4578535	100	4578535	0	100
Public- Institutions	E-Voting	666654	464898	69.736	464898	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		666654	464898	69.736	464898	0	100
Public- Non Institutions	E-Voting	2107762	9000	0.427	9000	0	100	0
	Poll		1168551	55.4404	1168551	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2107762	1177551	55.8674	1177551	0	100
Total		7352951	6220984	84.6053	6220984	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.

(S.K KHORANA)

Executive Director & Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For ISGEC HEAVY ENGINEERING LTD

Executive Director & Company Secretary
 S. K. KHORANA

Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Appointment of a Director in place of Mr. Ranjit Puri (DIN: 00052459), who retires by rotation and being eligible offers himself for re-appointment.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4575835	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4575835	0	0	0	0	0
Public-Institutions	E-Voting	666654	464898	69.736	464898	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		666654	464898	69.736	464898	0	100
Public- Non Institutions	E-Voting	2107762	9000	0.427	9000	0	100	0
	Poll		1168551	55.4404	1168551	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2107762	1177551	55.8674	1177551	0	100
Total		7350251	1642449	22.3455	1642449	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.


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

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

THE JAGDEE HEAVY ENGINEERING LTD.

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

Resolution(4)								
Resolution required; (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Commission to Non-Executive Directors other than Managing Director and Whole Time Director within the prescribed limit of 1% of net profit of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4578535	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	0	0	0	0	0
Public-Institutions	E-Voting	666654	464898	69.736	464898	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		666654	464898	69.736	464898	0	100
Public- Non Institutions	E-Voting	2107762	8995	0.4268	8994	1	99.9889	0.0111
	Poll		1158790	54.9773	1158790	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2107762	1167785	55.404	1167784	1	99.9999
Total		7352951	1632683	22.2045	1632682	1	99.9999	0.0001
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.


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

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

FOR ISEEC HEAVY ENGINEERING LTD

(S. R. KHORANA)
Executive Director & Company Secretary

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Borrowing Limits from Rs. 3,500 crore to Rs. 5,000 crore as per section 180(1)(C) of the Companies Act, 2013.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4578535	0	0	0	0	0	0
	Poll		4578535	100	4578535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	4578535	100	4578535	0	100
Public-Institutions	E-Voting	666654	464898	69.736	330340	134558	71.0564	28.9436
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		666654	464898	69.736	330340	134558	71.0564
Public- Non Institutions	E-Voting	2107762	9000	0.427	9000	0	100	0
	Poll		1168551	55.4404	1168551	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2107762	1177551	55.8674	1177551	0	100
Total		7352951	6220984	84.6053	6086426	134558	97.837	2.163
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.


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

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

FOR JSGEC HEAVY ENGINEERING LTD.

151 K FIDRANA I
 Electrical, Instrumentation & Control Systems

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2019.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4578535	0	0	0	0	0	0
	Poll		4578535	100	4578535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	4578535	100	4578535	0	100
Public- Institutions	E-Voting	666654	464898	69.736	460282	4616	99.0071	0.9929
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		666654	464898	69.736	460282	4616	99.0071
Public- Non Institutions	E-Voting	2107762	9000	0.427	9000	0	100	0
	Poll		1168551	55.4404	1168551	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2107762	1177551	55.8674	1177551	0	100
Total		7352951	6220984	84.6053	6216368	4616	99.9258	0.0742
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.


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

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For ISGEC HEAVY ENGINEERING LTD.



(S.K. KHORANA)

Executive Director & Company Secretary

MGT - 13

Report of Scrutinizer

**[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Isgec Heavy Engineering Limited
Radaur Road, Yamuna Nagar, Haryana-135001.

Meeting : Annual General Meeting
Date & Time : Tuesday, August 07, 2018 at 11:30 a.m.
Venue: at the office premises of Saraswati Sugar Mills Limited, Radaur Road,
Yamunanagar-135001, Haryana

Dear Sir,

I, Surender Kumar Kamboj, authorized representative of Mr. Himanshu Bajaj, Practicing Chartered Accountant, appointed as scrutinizer by the Board of Directors of Isgec Heavy Engineering Limited (the Company) for the purpose of Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and for scrutinizing the poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Rules) on the Resolutions contained in the notice of the Annual General Meeting of the members of the company, held on August 07, 2018 at the office premises of Saraswati Sugar Mills Limited, Radaur Road, Yamunanagar-135001, Haryana, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The Management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General

Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice of the Annual General Meeting, based on the report generated from the e-voting system provided by National Securities Depository Limited, the agency authorized by the Company to provide e-voting facilities for voting (through electronic voting means) and also at the time of poll at the Annual General Meeting.

4. I have issued a combined Scrutinizer's Report dated August 9, 2018 on e-voting and poll at the Annual General Meeting on the resolution contained in the Notice as requested by the Management. As counting of physical and e-voting took time, the Annual General Meeting was concluded at 03:30 p.m.

I submit herewith my combined report on the results of e-voting together with that of poll as under:

Item No. 1 of the Notice

1. To receive, consider and adopt:

- (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon; and
 (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2018 together with the reports of the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	44	4,73,898	7.6
Poll	129	57,47,086	92.4
Total	173	62,20,984	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones :

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 2 of the Notice

To confirm the payment of Interim Dividend @ Rs. 16/- per Equity Share, which has been disbursed.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	44	4,73,898	7.6
Poll	129	57,47,086	92.4
Total	173	62,20,984	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 3 of the Notice

To appoint a Director in place of Mr.Ranjit Puri (DIN: 00052459), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	44	4,73,898	28.8
Poll	124	11,68,551	71.2
Total	168	16,42,449	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 4 of the Notice

Commission to Non-Executive Directors other than Managing Director and Whole Time Director within the prescribed limit of 1% of net profit of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	42	4,73,892	29.0
Poll	118	11,58,790	71.0
Total	160	16,32,682	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	1	1	100
Poll	0	0	0
Total	1	1	100

(iii) Invalid Ones :

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 5 of the notice

Increase in Borrowing Limits from Rs. 3,500 crore to Rs. 5,000 crore as per section 180(1)(c) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	30	3,39,340	5.6
Poll	129	57,47,086	94.4
Total	159	60,86,426	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	14	1,34,558	100
Poll	0	0	0
Total	14	1,34,558	100

(iii) Invalid Ones :

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 6 of the notice

Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2019:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	42	4,69,282	8.0
Poll	129	57,47,086	92.0
Total	171	62,16,368	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	2	4616	100
Poll	0	0	0
Total	2	4616	100

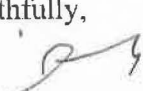
(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

 Surender Kumar Kamboj, FCA
M.No. 501771

Authorized Representative of Mr. Himanshu Bajaj
FCA

Dated: 09-08-2018

Place: Yamunanagar, Haryana.