

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L23423HR1933PLC000097

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT5540K

(ii) (a) Name of the company

ISGEC HEAVY ENGINEERING LI

(b) Registered office address

RADAUR ROADYAMUNA NAGAR
HARYANA
Haryana
135001
India

(c) *e-mail ID of the company

skkhorana@isgec.com

(d) *Telephone number with STD code

01732307611

(e) Website

(iii) Date of Incorporation

23/01/1933

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange	1

(b) CIN of the Registrar and Transfer Agent

U74210DL1991PLC042569

Pre-fill

Name of the Registrar and Transfer Agent

ALANKIT ASSIGNMENTS LIMITED

Registered office address of the Registrar and Transfer Agents

205-208ANARKALI COMPLEX
JHANDEWALAN EXTENSION

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

10/08/2019

(b) Due date of AGM

30/09/2019

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C7	Metal and metal products	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

10

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SARASWATI SUGAR MILLS LIM	U01115HR2000PLC034519	Subsidiary	100
2	ISGEC HITACHI ZOSEN LIMITEC	U28123HR2012PLC045430	Subsidiary	51

3	ISGEC FOSTER WHEELER BOILER	U74900HR2015PTC054608	Subsidiary	51
4	ISGEC COVEMA LIMITED.	U52109DL1986PLC025908	Subsidiary	100
5	ISGEC ENGINEERING AND PRO.	U29248HR2007PLC036695	Subsidiary	100
6	ISGEC EXPORTS LIMITED.	U51909DL1996PLC076750	Subsidiary	100
7	FREE LOOK SOFTWARE PRIVATE	U72200DL2005PTC133918	Subsidiary	100
8	ISGEC TITAN METAL FABRICAT	U28112HR2015PTC055874	Subsidiary	51
9	ISGEC REDECAM ENVIRO SOLU	U29308HR2017PTC067285	Subsidiary	51
10	EAGLE PRESS & EQUIPMENT CO		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	85,000,000	73,529,510	73,529,510	73,529,510
Total amount of equity shares (in Rupees)	85,000,000	73,529,510	73,529,510	73,529,510

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARE				
Number of equity shares	85,000,000	73,529,510	73,529,510	73,529,510
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	85,000,000	73,529,510	73,529,510	73,529,510

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	7,352,951	73,529,510	73,529,510	
Increase during the year	66,176,559	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Sub division of shares (from Rs. 10 to Re. 1 per share)	66,176,559			
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0

iv. Others, specify				
At the end of the year	73,529,510	73,529,510	73,529,510	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

1

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	7,352,951		
	Face value per share	10		
After split / Consolidation	Number of shares	73,529,510		
	Face value per share	1		

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input style="width:100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width:100%;" type="text"/>	
Type of transfer	<input style="width:100%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width:100%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width:100%;" type="text"/>
Ledger Folio of Transferor		<input style="width:100%;" type="text"/>	
Transferor's Name	<input style="width:100%;" type="text"/>	<input style="width:100%;" type="text"/>	<input style="width:100%;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width:100%;" type="text"/>	
Transferee's Name	<input style="width:100%;" type="text"/>	<input style="width:100%;" type="text"/>	<input style="width:100%;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width:100%;" type="text"/>	
Type of transfer	<input style="width:100%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width:100%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width:100%;" type="text"/>

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			749,272,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			749,272,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

41,289,210,000

(ii) Net worth of the Company

13,130,682,510

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	11,319,620	15.39	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	34,465,730	46.87	0	

10.	Others	0	0	0	
	Total	45,785,350	62.26	0	0

Total number of shareholders (promoters)

5

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	11,721,678	15.94	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	645,920	0.88	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	24,000	0.03	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	8,094,250	11.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,256,962	9.87	0	
10.	Others NBFC	1,350	0	0	
	Total	27,744,160	37.73	0	0

Total number of shareholders (other than promoters)

11,065

**Total number of shareholders (Promoters+Public/
Other than promoters)**

11,070

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	10,303	11,065
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	1	2	1	6.43	8.97
B. Non-Promoter	0	6	0	7	0	0.03
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	6	0	7	0	0.03
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	7	2	8	6.43	9

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RANJIT PURI	00052459	Director	6,592,010	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ADITYA PURI	00052534	Managing Director	4,568,080	
NINA PURI	01316769	Whole-time director	159,530	
TAHIR HASAN	00074282	Director	17,600	
VINOD KUMAR NAGPAL	00147777	Director	2,610	
VISHAL KIRTI KESHAV	00164204	Director	0	
ARUN KATHPALIA	00177320	Director	1,200	
VINOD KUMAR SACHDEV	00454458	Director	3,900	
SIDHARTH PRASAD	00074194	Director	0	
SHIVANI HAZARI	00694121	Director	0	
KISHORE CHATNANI	AAGPC1198K	CFO	500	
SUDERSHAN KUMAR	ABLPG6317J	Company Secretary	19,200	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SHIVANI HAZARI	00694121	Additional director	09/02/2019	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	07/08/2018	11,095	69	0.62

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/05/2018	9	7	77.78
2	07/08/2018	9	6	66.67
3	13/11/2018	9	9	100
4	09/02/2019	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	28/05/2018	3	3	100
2	AUDIT COMM	05/08/2018	3	3	100
3	AUDIT COMM	13/11/2018	3	3	100
4	AUDIT COMM	05/02/2019	3	3	100
5	NOMINATION	28/05/2018	3	2	66.67
6	NOMINATION	07/08/2018	3	2	66.67
7	NOMINATION	08/02/2019	3	2	66.67
8	STAKEHOLDER	28/05/2018	2	2	100
9	STAKEHOLDER	07/08/2018	2	2	100
10	STAKEHOLDER	08/02/2019	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	10/08/2019
								(Y/N/NA)
1	RANJIT PURI	4	4	100	4	4	100	Yes
2	ADITYA PURI	4	4	100	5	5	100	Yes

3	NINA PURI	4	2	50	0	0	0	Yes
4	TAHIR HASAN	4	4	100	0	0	0	Yes
5	VINOD KUMAR	4	4	100	7	7	100	Yes
6	VISHAL KIRTI	4	4	100	0	0	0	Yes
7	ARUN KATHPALIA	4	1	25	7	4	57.14	No
8	VINOD KUMAR	4	4	100	7	7	100	Yes
9	SIDHARTH PILLAI	4	3	75	0	0	0	Yes
10	SHIVANI HAZARE	1	1	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ADITYA PURI	MANAGING DIRECTOR	6,000,000	121,890,000	0	1,510,000	129,400,000
2	NINA PURI	WHOLE TIME DIRECTOR	6,000,000	122,374,000	0	1,026,000	129,400,000
	Total		12,000,000	244,264,000	0	2,536,000	258,800,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KISHORE CHATNAY	CFO	8,294,000	0	0	506,000	8,800,000
2	SUDERSHAN KUMAR	COMPANY SECRETARY	12,175,000	0	0	680,000	12,855,000
	Total		20,469,000	0	0	1,186,000	21,655,000

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VINOD KUMAR NA	DIRECTOR	0	25,000	0	300,000	325,000
2	TAHIR HASAN	DIRECTOR	0	25,000	0	250,000	275,000
3	RANJIT PURI	DIRECTOR	0	25,000	0	270,000	295,000
4	ARUN KATHPALIA	DIRECTOR	0	25,000	0	140,000	165,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	VINOD KUMAR SA	DIRECTOR	0	25,000	0	280,000	305,000
6	SIDHARTH PRASA	DIRECTOR	0	25,000	0	225,000	250,000
7	VISHAL KIRTI KES	DIRECTOR	0	25,000	0	250,000	275,000
8	SHIVANI HAZARI	DIRECTOR	0	3,493	0	100,000	103,493
	Total		0	178,493	0	1,815,000	1,993,493

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

PRAMOD PRASAD KOTHARI

Whether associate or fellow

Associate Fellow

Certificate of practice number

11532

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

ADITYA
PURI

DIN of the director

00052534

To be digitally signed by

SUDERSH
AN KUMAR
KHORANA

- Company Secretary
 Company secretary in practice

Membership number

1872

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Details of Committee Meetings 2019.pdf
LIST OF SHARHOLDER AS ON 31-03-20
LIST OF TRANSFER 2019.pdf
MGT 8 2019.pdf

Remove attachment

Modify	Check Form	Prescrutiny	Submit
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This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company