

General information about company	
Script code	533033
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE858B01029
Name of the entity	ISGEC HEAVY ENGINEERING LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I																				
Annexure I to be submitted by listed entity on quarterly basis																				
I. Composition of Board of Directors																				
Disclosure of notes on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson																				
Whether Chairperson is related to MD or CEO																				
Sr	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg 171(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Resignation	Date of cessation	Term of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Ranjit Puri	AJXP7490B	00052459	Chairperson			04-03-1940	Yes	16-03-2019	16-02-2007			170	3	0	0	2		
2	Mr	Aditya Puri	AAYTP6219Q	00052534	Executive Director	MD		04-12-1967	NA	16-02-2007	01-05-2016			170	2	0	3	0		
3	Mrs	Nima Puri	AANPP6958R	01216769	Non-Executive - Independent Director	Not Applicable		23-05-1943	Yes	16-02-2017	16-02-2007	16-02-2017		170	1	0	0	0		
4	Mr	Sidharth Prasad	ADVPP9020B	00074194	Non-Executive - Independent Director	Not Applicable	Shareholder Director	30-03-1965	NA	31-10-2015	18-09-2020			65	2	2	2	0		

I. Composition of Board of Directors																				
Disclosure of notes on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson																				
Whether Chairperson is related to MD or CEO																				
Sr	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg 171(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Resignation	Date of cessation	Term of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Vishal Kirti Keshav Marwaha	AETV91609G	00164204	Non-Executive - Independent Director	Not Applicable	Shareholder Director	26-11-1963	NA		30-03-2017	18-09-2020		48	1	1	0	1		
6	Mrs	Shivani Hazari	AJAPH6932M	00694121	Non-Executive - Independent Director	Not Applicable	Shareholder Director	18-01-1972	NA		09-02-2019	09-02-2019		25	1	1	1	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00164204	Vishal Kirti Keshav Marwaha	Non-Executive - Independent Director	Chairperson	30-03-2017		
2	00052534	Aditya Puri	Executive Director	Member	16-02-2007		
3	00074194	Sidharth Prasad	Non-Executive - Independent Director	Member	31-10-2015		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00074194	Sidharth Prasad	Non-Executive - Independent Director	Chairperson	31-10-2015		
2	00164204	Vishal Kirti Keshav Marwaha	Non-Executive - Independent Director	Member	30-03-2017		
3	00694121	Shivani Hazari	Non-Executive - Independent Director	Member	09-02-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00052459	Ranjit Puri	Non-Executive - Non Independent Director	Chairperson	16-02-2017		
2	00074194	Sidharth Prasad	Non-Executive - Independent Director	Member	31-10-2015		
3	00694121	Shivani Hazari	Non-Executive - Independent Director	Member	09-02-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00074194	Sidharth Prasad	Non-Executive - Independent Director	Chairperson	31-10-2015		
2	00052534	Aditya Puri	Executive Director	Member	16-02-2007		
3	05201178	Sanjay Gulati	Member	Member	28-11-1989		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00052459	Ranjit Puri	Non-Executive - Non Independent Director	Chairperson	16-02-2007		
2	00052534	Aditya Puri	Executive Director	Member	16-02-2007		
3	00164204	Vishal Kirti Keshav Marwaha	Non-Executive - Independent Director	Member	30-03-2017		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure I							
Annexure I							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No of Independent Directors attending the meeting*
1	09-11-2020				Yes	6	3
2		11-02-2021	93		Yes	6	3

Annexure I								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No of Independent Directors attending the meeting*
1	Audit Committee	09-11-2020				Yes	3	2
2	Audit Committee	11-02-2021	93			Yes	3	2
3	Stakeholders Relationship Committee	11-02-2021				Yes	3	2
4	Corporate Social Responsibility Committee	11-02-2021				Yes	3	1
5	Risk Management Committee	23-03-2021				Yes	2	1

Annexure I				
V. Related Party Transactions				
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Remarks
1	Whether prior approval of audit committee obtained	Yes		
2	Whether shareholder approval obtained for material RPT	Yes		
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		

Annexure I				
VI. Affirmations				
Sr	Subject	Compliance status (Yes/No)	Remarks	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes		Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes		Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes		Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes		Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes		Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes		Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes		Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes		Yes

Annexure I		
Sr	Subject	Compliance status
1	Name of signatory	S. K. Khorana
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.isgpec.com/aboutus-overview.php
2	Terms and conditions of appointment of independent directors	Yes		http://www.isgpec.com/aboutus-independent-directors.php
3	Composition of various committees of board of directors	Yes		http://www.isgpec.com/aboutus-committees.php
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.isgpec.com/aboutus-code-conduct.php
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.isgpec.com/aboutus-vigil-mechanism.php
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		http://www.isgpec.com/pdf/Policy-on-Related-Party-Transactions.pdf
8	Policy for determining 'material' subsidiaries	Yes		http://www.isgpec.com/pdf/Policy-for-Determining-Material-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.isgpec.com/aboutus-independent-directors.php

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.isgpec.com/aboutus-investor-contact.php
11	email address for grievance redressal and other relevant details	Yes		http://www.isgpec.com/aboutus-investor-contact.php
12	Financial results	Yes		http://www.isgpec.com/aboutus-financials-quarterly-Results.php
13	Shareholding pattern	Yes		http://www.isgpec.com/aboutus-investor-shareholding-pattern.php
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		http://www.isgpec.com/aboutus-financials-investors-presentations.php
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.isgpec.com/aboutus-financials-advertisement.php
18	Credit rating or revision in credit rating obtained	Yes		http://www.isgpec.com/aboutus-credit-rating.php
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		http://www.isgpec.com/aboutus-financials-Subsidiary-Companies.php
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.isgpec.com
21	Materiality Policy as per Regulation 30	Yes		http://www.isgpec.com/pdf/Determination-of-Materiality-of-Events.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		http://www.isgpec.com/pdf/Dividend-Distribution-Policy-1219.pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.isgpec.com

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Performance director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Meeting and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Annexure II	
1	Name of signatory
1	S. K. Khorana
2	Designation
2	Company Secretary and Compliance Officer

Annexure II	
III. Affirmations	
Sr	Particulars
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied
	Yes
Any other information to be provided	

Annexure II	
1	Name of signatory
1	S. K. Khorana
2	Designation
2	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	S. K. Khorana