

General information about company

Script code	533033
NSE Symbol	ISGEC
MSEI Symbol	NOTLISTED
ISIN	INE858B01029
Name of the entity	ISGEC HEAVY ENGINEERING LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualifications	Current status	Whether special resolution passed? (Refer Reg 17(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Terms of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17(A) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17(A)(1) of Listing Regulations)	Number of memberships in Audit Stakeholder Committee 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
Chairperson related to Promoter	04-1940	No					Active	Yes	17-09-2021	14-10-1991	17-09-2021			3	0	2	2		
Not Applicable	04-1967	No					Active	NA		30-04-1996	01-05-2021			2	0	3	0		
Not Applicable	30-1966	No					Active	NA		31-10-2015	31-10-2020		89	1	1	2	0		
Not Applicable	26-1963	No					Active	NA		30-03-2017	18-09-2020		72	1	1	1	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualifications	Current status	Whether special resolution passed? (Refer Reg 17(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Terms of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17(A) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17(A)(1) of Listing Regulations)	Number of memberships in Audit Stakeholder Committee 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
Not Applicable	19-1960	No					Active	NA		28-06-2021	28-06-2021		21	1	1	2	0		
Not Applicable	01-1973	No					Active	NA		28-05-2022	28-05-2022		10	1	1	1	0		
Not Applicable	20-1966	No					Active	NA		28-06-2021	28-06-2021		2	0	0	0			
Not Applicable	17-1968	No					Active	NA		28-06-2021	28-06-2021		1	0	0	0			

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00104204	VISHAL KIRTI KESHAV MARWAHA	Non-Executive - Independent Director	Chairperson	18-09-2020		
2	00052334	ADITYA PURI	Executive Director	Member	26-05-2014		
3	00074194	SIDHARTH PRASAD	Non-Executive - Independent Director	Member	05-08-2019		
4	09210612	ARVIND SAGAR	Non-Executive - Independent Director	Member	24-01-2022		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
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	18-09-2020		
2	00164204	VISHAL KIRTI KESHAV MARWAHA	Non-Executive - Independent Director	Member	18-09-2020		
3	09210612	ARVIND SAGAR	Non-Executive - Independent Director	Member	16-03-2022		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
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	26-05-2014		
2	00074194	SIDHARTH PRASAD	Non-Executive - Independent Director	Member	18-09-2020		
3	09210612	ARVIND SAGAR	Non-Executive - Independent Director	Member	16-03-2022		
4	00030145	RASHI SIKKA	Non-Executive - Independent Director	Member	10-08-2022		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						Yes	
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	01-04-2019		
2	00052334	ADITYA PURI	Executive Director	Member	01-04-2019		
3	05201178	SANJAY GULATI	Executive Director	Member	01-04-2019		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
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	26-05-2014		
2	00052334	ADITYA PURI	Executive Director	Member	26-05-2014		
3	00164204	VISHAL KIRTI KESHAV MARWAHA	Non-Executive - Independent Director	Member	18-09-2020		

Other Committee

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

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All Directors including Independent Director)	No of Independent Directors attending the meeting*	No of members attending the meeting (other than Board of Directors)
1	11-11-2022				Yes	8	8	4	
2		13-02-2023	93		Yes	8	8	4	

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)	Total Number of Directors as on date of the meeting	Number of Directors present (All Directors including Independent Director)	No of Independent Directors attending the meeting*	No of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-11-2022				Yes	4	4	3	0
2	Audit Committee	13-02-2023	93			Yes	4	4	3	0
3	Risk Management Committee	28-12-2022				Yes	3	3	1	0
4	Corporate Social Responsibility Committee	03-02-2023				Yes	3	3	1	0
5	Stakeholders Relationship Committee	13-02-2023				Yes	4	3	2	0

Text Block

Textual Information(1)	Last meeting of Risk Management Committee was held on July 06, 2022. All three members of the committee were present in the meeting. Gap between two meetings of Risk management Committee was less than 180 days.
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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.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
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)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements), 2015	Yes
2	The composition of the following committees is in terms of SEBI/Listing obligations and disclosure requirements) Regulations, 2015: a. Audit Committee	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
4	The composition of the following committees is in terms of SEBI/Listing obligations and disclosure requirements) Regulations, 2015: c. Stakeholders relationship committee	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 1000 listed entities)	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
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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	SACHIN SALUJA
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		https://www.isgce.com/business-area.php
2	Terms and conditions of appointment of independent directors	Yes		https://www.isgce.com/independent-directors-investor.php
3	Composition of various committees of board of directors	Yes		https://www.isgce.com/about-us/committees-investor.php
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.isgce.com/about-us/code-conduct-investor.php
5	Details of establishment of vigil mechanism/Whistle Blower policy	Yes		https://www.isgce.com/pdf/VigilMechanismWhistleBlowerPolicy-10.06.2021.pdf
6	Criteria of making appointment to non-executive directors	Yes		https://www.isgce.com/pdf/NRC-policy.pdf
7	Policy on dealing with related party transactions	Yes		https://www.isgce.com/pdf/PolicyonMaterialityofRelatedPartyTransactionsandonDealingwithRelatedPartyTransactions18202002.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.isgce.com/pdf/PolicyforDeterminingMaterialSubsidiaries1612020.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.isgce.com/familiarization-programme-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 or other relevant grievances	Yes		https://www.isgce.com/about-us/investor-grievance-redressal.php
11	email address for providing grievance and other relevant details	Yes		https://www.isgce.com/about-us/investor-grievance-redressal.php
12	Financial results	Yes		https://www.isgce.com/about-us/financials-annual-reports-in/
13	Shareholding patterns	Yes		https://www.isgce.com/about-us/investor-shareholding-pattern-investor.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 analyst or institutional investors simultaneously with submission to stock exchange	Yes		https://www.isgce.com/schedule-of-analyst-investor.php
16	New name and the old name of the listed entity	NA		
17	Advertisements as per in the regulation 47 (1)	Yes		https://www.isgce.com/newspaper-publication-investor.php
18	Credit rating or other credit rating obtained	Yes		https://www.isgce.com/credit-rating-investor.php
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.isgce.com/about-us/subsidiaries-annual-reports-investor.php
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.isgce.com/disclosures-under-regulation-the-LODR.php
21	Materiality Policy as per Regulation 39	Yes		https://www.isgce.com/pdf/PolicyforDeterminationofMaterialityofInvestorInformationon61.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.isgce.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.isgce.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	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 24(6)	Yes	
2	Board composition	17(1), 17(A) & 17(B)	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	17(A)	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 Nomination 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(3A)	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				