

General Information about company	
Script code	533033
NSE Symbol	ISGEC
MSEI Symbol	NOLISTED
ISIN	IN8585B01029
Name of the entity	ISGEC HEAVY ENGINEERING LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Applicable
Market Capitalization 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												Textual Information(1)								
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 17(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of EC appointment	Date of cessation	Term 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 including this listed entity (Refer Regulation 17(A) 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	00072459	Non-Executive - Independent Director	Chairperson related to Promoter		04-12-1967	Yes	17-09-2021	16-03-2007	17-09-2021		182	3	0	2	2		
2	Ms	ADITYA PURI	AAYTP9239Q	00025234	Executive Director	Not Applicable	MD	04-12-1967	NA		16-02-2007	01-05-2021		182	2	0	3	0		
3	Mr	ARVIND SAGAR	AARP31948R	09210612	Non-Executive - Independent Director	Not Applicable		19-10-1965	NA		28-06-2021	28-06-2021		9	1	1	2	0		
4	Ms	SIDHARTH PRASAD	ADVPY0020B	00074194	Non-Executive - Independent Director	Not Applicable		30-03-1963	NA		31-10-2015	31-10-2020		77	1	1	2	0		

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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 17(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of EC appointment	Date of cessation	Term 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 including this listed entity (Refer Regulation 17(A) 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	AEVPH3490G	00164204	Non-Executive - Independent Director	Not Applicable		26-11-1961	NA		35-03-2017	18-09-2020		60	1	1	1	1		
6	Ms	KISHORE CHATNANI	AAGPC1198K	07050465	Executive Director	Not Applicable		20-06-1966	NA		28-06-2021			9	2	0	0	0		
7	Ms	SANJAY GULATI	ADP00083D	05201178	Executive Director	Not Applicable		17-02-1968	NA		28-06-2021			9	1	0	0	0		
8	Mrs	SHIVANI HAZARI	AAAPH6823M	00694121	Non-Executive - Independent Director	Not Applicable		18-01-1972	NA		09-02-2019	09-02-2019	12-03-2022	36	1	1	1	0		

Text Block	
Textual Information(1)	<p>1. Mrs. Shivani Hazari, Non-Executive Independent Director resigned from the Board of the Company with effect from March 12, 2022.</p> <p>The Company will be taking necessary actions for filling the vacancy caused by this resignation.</p> <p>2. Mrs. Shivani Hazari, Non-Executive Independent Director was Member of the Stakeholders Relationship and Grievances Committee upto March 11, 2022.</p>

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	18-09-2020		
2	00052534	SIDHARTH PRASAD	Executive Director	Member	26-05-2014		
3	00074194	ADITYA PURI	Executive 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							
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	00694121	SHIVANI HAZARI	Non-Executive - Independent Director	Member	18-09-2020	12-03-2022	
4	09210612	ARVIND SAGAR	Non-Executive - Independent Director	Member	16-03-2022		

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	26-05-2014		
2	00074194	SIDHARTH PRASAD	Non-Executive - Independent Director	Member	18-09-2020		
3	00694121	SHIVANI HAZARI	Non-Executive - Independent Director	Member	18-09-2020	12-03-2022	
4	09210612	ARVIND SAGAR	Non-Executive - Independent Director	Member	16-03-2022		

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	01-04-2019		
2	00052534	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							
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	00052534	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)	Number of Directors present* (All directors including Independent Director)	No of Independent Directors attending the meeting*
1	12-11-2021				Yes	7	3
2		12-02-2022	91		Yes	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)	Number of Directors present* (All directors including Independent Director)	No of Independent Directors attending the meeting*
1	Audit Committee	12-11-2021				Yes	3	2
2	Audit Committee	12-02-2022	91			Yes	3	2
3	Stakeholders Relationship Committee	12-02-2022				Yes	3	2
4	Risk Management Committee	18-01-2022				Yes	3	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.
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 ombuds approval have been reviewed by Audit Committee	Yes	

Annexure I			
VI. Affirmations			
Sr	Subject	Compliance status (Yes/No)	Textual Information(1)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 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 500 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	
9	Any comments observations advice of Board of Directors may be mentioned here:		Textual Information(1)

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

Annexure I			
Text Block			
Textual Information(1)			
	Mrs. Shivani Hazari, Non-Executive Independent Director resigned from the Board of the Company with effect from March 12, 2022. The Company will be taking necessary actions for filling the vacancy caused by this resignation.		

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.isgsec.com/about-us-overview.php
2	Terms and conditions of appointment of independent directors	Yes		http://www.isgsec.com/about-us-independent-directors.php
3	Composition of various committees of board of directors	Yes		http://www.isgsec.com/about-us-committees.php
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.isgsec.com/about-us-code-conduct.php
5	Details of establishment of vigil mechanism Whistle Blower policy	Yes		https://www.isgsec.com/pdf/VigilMechanismWhistleBlowerPolicy-10.06.2021.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.isgsec.com/pdf/NRC-policy.pdf
7	Policy on dealing with related party transactions	Yes		https://www.isgsec.com/pdf/PolicyonRelatedPartyTransactionsApril2022.pdf
8	Policy for determining "material" subsidiaries	Yes		http://www.isgsec.com/pdf/Policy-for-Determining-Material-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.isgsec.com/pdf/Familiarization-programme-for-Independent-Directors.rtf

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.isgsec.com/about-us-investor-contact.php
11	email address for grievance redressal and other relevant details	Yes		http://www.isgsec.com/about-us-investor-contact.php
12	Financial results	Yes		http://www.isgsec.com/about-us-financials-quarterly-Results.php
13	Shareholding pattern	Yes		http://www.isgsec.com/about-us-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		https://www.isgsec.com/about-us-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.isgsec.com/about-us-financial-advertisement.php
18	Credit ratings or revision in credit rating obtained	Yes		http://www.isgsec.com/about-us-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.isgsec.com/about-us-financials-Subsidiary-Companies.php
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.isgsec.com
21	Materiality Policy as per Regulation 30	Yes		http://www.isgsec.com/pdf/Determination-of-Materiality-of-Events.pdf
22	Diversification Policy as per Regulation 43A (as applicable)	Yes		http://www.isgsec.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.isgsec.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"	161)(b) & 25(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	Minutes composition	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 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(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 Ombuds approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29				