

**Quarterly Compliance Report on Corporate Governance
{Pursuant to Regulation 27(2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}**

Name of the Company: ISGEC HEAVY ENGINEERING LIMITED

CIN: L23423HR1933PLC000097

(Scrip Code: 533033, Scrip Id: ISGEC)

Quarter and half year ending: September 30, 2020

I. Composition of Board of Directors											
Name of Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Birth	Initial Date of appointment	Date of Re-Appointment	Date of cessation	Tenure of Directors (in months)	No. of Directors-hip in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Director s-hip in listed entities including this listed entity (Refer Regulation 17A (1) of Listing Regulations)	No. 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
1. Mr. Ranjit Puri	PAN-AJXPP7490 B DIN - 00052459	Chairperson - Non-Executive- Non Independent Director	04/03/1940	16/02/2007			164	3	NIL	NIL	Stakeholder Committee- 2
2. Mr. Aditya Puri	PAN-AAYPP623 9Q DIN - 00052534	Executive Director	04/12/1967	16/02/2007	01/05/2016		164	2	NIL	Audit Committee- 2 Stakeholder Committee-1	NIL
3. Mrs. Nina Puri	PAN-AANPP695	Executive Director	23/05/1943	16/02/2007	16/02/2017		164	1	NIL	NIL	NIL



	8R DIN - 01316769											
4. Mr. Arun Kathpalia	PAN- AALPK223 6R DIN- 00177320	Non- Executive- Independent Director	30/05/ 1963	31/01/ 2009	01/04/ 2017	18/09/ 2020	139	1	1	Audit Committee- 1 Till 18/09/2020	NIL	
5. Mr. Vinod Kumar Sachdeva	PAN - ACRPS772 8L DIN - 00454458	Non- Executive- Independent Director	02/12/ 1942	31/01/ 2009	01/04/ 2017	18/09/ 2020	139	1	1	Stakeholder Committee-1	NIL	
6. Mr. Vinod Kumar Nagpal	PAN- AACPN901 6H DIN - 00147777	Non- Executive- Independent Director	23/01/ 1948	30/03/ 1996	01/04/ 2017	18/09/ 2020	286	1	1	NIL	Audit Committee- 1 Till 18/09/2020	
7. Mr. Tahir Hasan	PAN - AAJPH501 1P DIN - 00074282	Non- Executive- Independent Director	21/07/ 1946	29/01/ 2005	01/04/ 2017	18/09/ 2020	188	2	1	NIL	NIL	
8. Mr. Sidharth Prasad	PAN- ADVPP020 2B DIN - 00074194	Non- Executive- Independent Director	30/03/ 1963	31/10/ 2015	18/09/ 2020		59	2	1	Audit Committee- 1 Stakeholder Committee-1	NIL	
9. Mr. Vishal Kirti Keshav Marwaha	PAN- AEVPM840 9G DIN- 00164204	Non- Executive- Independent Director	26/11/ 1963	30/03/ 2017	18/09/ 2020		42	1	1	NIL	Audit Committee-1	
10. Mrs. Shivani Hazari	PAN- AAAPH683 2M DIN- 00694121	Non- Executive- Independent Director	18/01/ 1972	09/02/ 2019	09/02/ 2019		19	1	1	Stakeholder Committee-1	NIL	



II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	1. Mr. Vishal Kirti Keshav Marwaha	Chairperson-Non-Executive-Independent
	2. Mr. Aditya Puri	Executive
	3. Mr. Sidharth Prasad	Non-Executive-Independent
	4. Mr. Vinod Kumar Nagpal -Till 18/09/2020	Chairperson-Non-Executive-Independent
	5. Mr. Arun Kathpalia- Till 18/09/2020	Non-Executive-Independent
2. Nomination & Remuneration Committee	1. Mr. Sidharth Prasad	Chairperson-Non-Executive-Independent
	2. Mr. Vishal Kirti Keshav Marwaha	Non-Executive-Independent
	3. Mrs. Shivani Hazari	Non-Executive-Independent
	4. Mr. Vinod Kumar Nagpal -Till 18/09/2020	Non-Executive-Independent
	5. Mr. Vinod Kumar Sachdeva -Till 18/09/2020	Non-Executive-Independent
	6. Mr. Arun Kathpalia -Till 18/09/2020	Non-Executive-Independent
3. Stakeholders Relationship Committee	1. Mr. Ranjit Puri	Chairperson-Non-Executive- Non-Independent
	2. Mr. Sidharth Prasad	Non-Executive-Independent
	3. Mrs. Shivani Hazari	Non-Executive-Independent
	4. Mr. Vinod Kumar Sachdeva -Till 18/09/2020	Non-Executive-Independent
4. Risk Management Committee	1. Mr. Sidharth Prasad	Chairperson-Non-Executive-Independent
	2. Mr. Aditya Puri	Executive
	3. Mr. Sanjay Gulati	Member
5. Corporate Social Responsibility Committee	1. Mr. Ranjit Puri	Chairperson-Non-Executive- Non-Independent
	2. Mr. Aditya Puri	Executive
	3. Mr. Vishal Kirti Keshav Marwaha	Non-Executive-Independent
	4. Mr. Vinod Kumar Sachdeva -Till 18/09/2020	Non-Executive-Independent



III. Meeting of Board of Directors						
Date(s) of meeting in the previous quarter	Date(s) of meeting in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting	
26/06/2020			Yes	10	7	
	12/08/2020	46 days	Yes	9	6	
IV. Meeting of Committees						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days	Number of Directors present	No. of Independent Directors attending the meeting	
Audit Committee -12.08.2020	Yes, Chairperson and members attended the meeting.	26.06.2020	46 days	4	3	
Nomination & Remuneration Committee - NIL	Yes, Chairperson and members attended the meeting	26.06.2020		3	3	
Corporate Social Responsibility Committee-NIL	Yes, Chairperson and members attended the meeting	26.06.2020		3	1	
V. Related Party Transactions						
Subject				Compliance Status (Yes/ No/NA)		
1.	2. Whether prior approval of audit committee obtained			Yes		
3.	4. Whether shareholder approval obtained for material RPT			Yes		
5.	6. Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes		
VI. Affirmation						
<ol style="list-style-type: none"> 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. <ol style="list-style-type: none"> (a) Audit Committee –Yes 3. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <ol style="list-style-type: none"> (b) Nomination & remuneration Committee –Yes 4. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <ol style="list-style-type: none"> (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 100 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: **None**

Annexure III

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

SIGNATORY DETAILS

Name of signatory	S.K.KHORANA
Designation of person	Company Secretary and Compliance Officer
Place	NOIDA
Date	15-10-2020

