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Ho-425-S

August 11, 2016

Manager – Department of Corporate Services,
Bombay Stock Exchange Ltd.,
Registered Office: Floor 25,
P J Towers, Dalal Street,
Mumbai- 400 001

Dear Sir,

(Scrip Code : 533033, Scrip Id: ISGEC)

Sub: Disclosure of Voting Results at the 83rd Annual General Meeting of the Company held on August 10, 2016 as per the Requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. 83rd Annual General Meeting (“AGM”) of Isgpec Heavy Engineering Limited held on August 10, 2016 at the office premises of Saraswati Sugar Mills Limited, Radaur Road, Yamunanagar-135001, Haryana, all the items of business contained in the Notice of the AGM dated July 07, 2016 were transacted and approved by the Shareholders with requisite majority.

The details of the combined voting results (i.e. result of e- voting and voting on ballot paper conducted at AGM) are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Further, the Scrutinizer’s Report on the combined voting results is also attached herewith.
3. We request you to note the above and acknowledge the receipt of this letter.

Thanking You,

Yours faithfully,
For Isgpec Heavy Engineering Limited

(S. K. Khorana)
Executive Director and Company Secretary

Encl: As above.

83rd Annual General Meeting (AGM) of Isgec Heavy Engineering Limited - details of voting results

Date of the AGM:	10th August, 2016
Total number of shareholders on record date	9407
Number of Shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	5
Public:	215
Number of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoter and Promoter Group:	
Public:	

Agenda - wise disclosure

Item No. 1 :

Receiving, Consideration and Adoption of -
 (a) the audited financial statements of the Company for the financial year ended March 31, 2016 together with the reports of the Board of Directors and Auditors thereon; and
 (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the reports of the Auditors thereon.

Resolution required (Ordinary/ Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution ?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Poll	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
Public- Institutions	E-Voting	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
	Poll	339,402	0	0.00%	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
Public- Non Institutions	E-Voting	2,435,014	453,712	18.63%	438,612	15,100	96.67%	3.33%
	Poll	2,435,014	1,422,645	58.42%	1,422,645	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2,435,014	1,876,357	77.06%	1,861,257	15,100	99.20%	0.80%
Total		7,352,951	6,460,810	87.87%	6,445,710	15,100	99.77%	0.23%



Item No. 2 :

Confirmation of payment of Interim Dividend @ Rs. 10/- per Equity Share and declaration of Final Dividend on Equity Shares for the year ended March 31, 2016.								
Resolution required (Ordinary/ Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution ?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Poll	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
Public- Institutions	E-Voting	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
	Poll	339,402	0	0.00%	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
Public- Non Institutions	E-Voting	2,435,014	453,712	18.63%	453,712	0	100.00%	0.00%
	Poll	2,435,014	1,422,645	0.00%	1,422,645	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2,435,014	1,876,357	18.63%	1,876,357	0	100.00%	0.00%
Total		7,352,951	6,460,810	87.87%	6,460,810	0	100.00%	0.00%



Item No. 3 :

Appointment of a Director in place of Mr. Ranjit Puri (DIN: 00052459), who retires by rotation and being eligible, offers himself for re-appointment.								
Resolution required (Ordinary/ Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution ?					Not Applicable			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Poll	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0.00%	0.00%
	Total	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
Public- Institutions	E-Voting	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
	Poll	339,402	0	0.00%	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
Public- Non Institutions	E-Voting	2,435,014	453,712	18.63%	453,712	0	100.00%	0.00%
	Poll	2,435,014	1,422,645	58.42%	1,422,645	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2,435,014	1,876,357	77.06%	1,876,357	0	100.00%	0.00%
Total		7,352,951	6,460,810	87.87%	6,460,810	0	100.00%	0.00%



Item No. 4 :

Appointment of M/s. S.S. Kothari Mehta & Co., Chartered Accountants, the retiring auditors, to hold office as auditors of the Company, from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

Resolution required (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/ resolution ?

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Poll	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
Public- Institutions	E-Voting	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
	Poll	339,402	0	0.00%	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
Public- Non Institutions	E-Voting	2,435,014	421,170	17.30%	373,829	47,341	88.76%	11.24%
	Poll	2,435,014	1,422,645	58.42%	1,422,645	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2,435,014	1,843,815	75.72%	1,796,474	47,341	97.43%	2.57%
Total		7,352,951	6,428,268	87.42%	6,380,927	47,341	99.26%	0.74%



Item No. 5 :

Appointment of Mr. Sidharth Prasad (DIN: 00074194) as an Independent Director.								
Resolution required (Ordinary/ Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/ resolution ?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Poll	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
Public- Institutions	E-Voting	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
	Poll	339,402	0	0.00%	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
Public- Non Institutions	E-Voting	2,435,014	453,712	18.63%	453,712	0	100.00%	0.00%
	Poll	2,435,014	1,422,645	58.42%	1,416,960	5,685	99.60%	0.40%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2,435,014	1,876,357	77.06%	1,870,672	5,685	99.70%	0.30%
Total		7,352,951	6,460,810	87.87%	6,455,125	5,685	99.91%	0.09%



Item No. 6 :

Re-appointment of Mrs. Nina Puri (DIN: 01316769) as Whole Time Director.								
Resolution required (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/ resolution ?					YES			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Poll	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0.00%	0.00%
	Total	4,578,535	0	0.00%	0	0	0.00%	0.00%
Public- Institutions	E-Voting	339,402	5,918	1.74%	0	5,918	0.00%	100.00%
	Poll	339,402	0	0.00%	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	339,402	5,918	1.74%	0	5,918	0.00%	100.00%
Public- Non Institutions	E-Voting	2,435,014	406,070	16.68%	399,696	6,374	98.43%	1.57%
	Poll	2,435,014	1,422,645	58.42%	1,422,645	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2,435,014	1,828,715	75.10%	1,822,341	6,374	99.65%	0.35%
Total		7,352,951	1,834,633	24.95%	1,822,341	12,292	99.33%	0.67%



Item No. 7 :

Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2017.

Resolution required (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/ resolution ?

Ordinary

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,578,535	0	0.00%	0	0	0.00%	0.00%
	Poll	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4,578,535	4,578,535	100.00%	4,578,535	0	100.00%	0.00%
Public- Institutions	E-Voting	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
	Poll	339,402	0	0.00%	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	339,402	5,918	1.74%	5,918	0	100.00%	0.00%
Public- Non Institutions	E-Voting	2,435,014	406,371	16.69%	406,371	0	100.00%	0.00%
	Poll	2,435,014	1,422,645	58.42%	1,422,645	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2,435,014	1,829,016	75.11%	1,829,016	0	100.00%	0.00%
Total		7,352,951	6,413,469	87.22%	6,413,469	0	100.00%	0.00%



CA. HIMANSHU BAJAJ
FCA



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Haryana (INDIA)
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bajajhn@gmail.com

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Report of Scrutinizer

**[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Isgec Heavy Engineering Limited
Radaur Road, Yamuna Nagar, Haryana-135001.

Meeting : Annual General Meeting
Date & Time : Wednesday, August 10, 2016 at 11:30 a.m.
Venue : at the office premises of Saraswati Sugar Mills Limited, Radaur
Road, Yamunanagar-135001, Haryana

Dear Sir,

I, Himanshu Bajaj, Practicing Chartered Accountant, appointed as scrutinizer by the Board of Directors of Isgec Heavy Engineering Limited (the Company) for the purpose of Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and for scrutinizing the poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Rules) on the Resolution contained in the notice of the Annual General Meeting of the members of the company, held on August 10, 2016 at the office premises of Saraswati Sugar Mills Limited, Radaur Road, Yamunanagar-135001, Haryana, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.



3. The Management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice of the Annual General Meeting, based on the report generated from the e-voting system provided by National Securities Depository Limited, the agency authorized by the Company to provide e-voting facilities for voting (through electronic voting means) and also at the time of poll at the Annual General Meeting.
4. I have issued a combined Scrutinizer's Report dated 10-08-2016 on e-voting and poll at the Annual General Meeting on the resolution contained in the Notice as requested by the Management.

I submit herewith my combined report on the results of e-voting together with that of poll as under:

Item No. 1 of the Notice

1. To receive, consider and adopt:

- (a) the audited financial statements of the Company for the financial year ended March 31, 2016 together with the reports of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the reports of the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	47	4,44,530	6.88%
Poll	220	60,01,180	92.89%
Total	267	64,45,710	99.77%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	01	15,100	0.23%
Poll	0	0	0
Total	01	15,100	0.23%



(iii) Invalid Ones :

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 2 of the Notice

To confirm payment of Interim Dividend @ Rs. 10/- per Equity Share and to declare Final Dividend on Equity Shares for the year ended March 31, 2016.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	48	4,59,630	7.11%
Poll	220	60,01,180	92.89%
Total	268	64,60,810	100.00%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 3 of the Notice

To appoint a Director in place of Mr. Ranjit Puri (DIN: 00052459), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	48	4,59,630	7.11%
Poll	220	60,01,180	92.89%
Total	268	64,60,810	100.00%



(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 4 of the Notice

To appoint M/s. S.S. Kothari Mehta & Co., Chartered Accountants, the retiring auditors, to hold office as auditors of the Company, from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	41	3,79,747	5.90%
Poll	220	60,01,180	93.36%
Total	261	63,80,927	99.26%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	02	47,341	0.74%
Poll	0	0	0
Total	02	47,341	0.74%

(iii) Invalid Ones :

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-



Item No. 5 of the notice**Appointment of Mr. Sidharth Prasad (DIN: 00074194) as an Independent Director:**

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	48	4,59,630	7.11%
Poll	218	59,95,495	92.80%
Total	266	64,55,125	99.91%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	2	5,685	0.09%
Total	2	5,685	0.09%

(iii) Invalid Ones :

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 6 of the notice**Re-appointment of Mrs. Nina Puri (DIN: 01316769) as Whole Time Director:**

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	29	3,99,696	21.79%
Poll	215	14,22,645	77.54%
Total	244	18,22,341	99.33%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	13	12,292	0.67%
Poll	0	0	0
Total	13	12,292	0.67%



(iii) Invalid Ones :

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

Item No. 7 of the notice

Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2017:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	46	4,12,289	6.42%
Poll	220	60,01,180	93.58%
Total	266	64,13,469	100.00%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones :

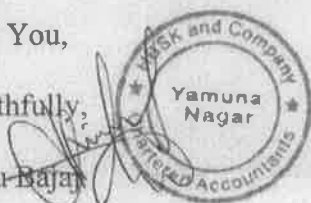
Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-	-	-

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Himanshu Bajaj
FCA
M. No. 091050



Dated: 10-08-2016
Place: Yamunanagar, Haryana.