



HEG/SECTT/2023

1st September, 2023

<b>BSE Limited</b> P J Towers Dalal Street MUMBAI - 400 001. Scrip Code : 509631	<b>National Stock Exchange of India Limited</b> Exchange Plaza, 5th Floor Plot No.C/1, G Block, Bandra - Kurla Complex Bandra (E), MUMBAI - 400 051. Scrip Code : HEG
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**Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the details of the voting results of the 51<sup>st</sup> Annual General Meeting of the Company attached as **Annexure-1**.

We would like to inform you that all the resolutions set out in the Notice dated 22<sup>nd</sup> May, 2023 were passed with requisite majority by the shareholders. The consolidated scrutinizer's report is attached as **Annexure-2**.

Details of the Directors who were seeking appointment/re-appointment in the above meeting is attached as **Annexure-3**.

You are requested to kindly take above information on your records.

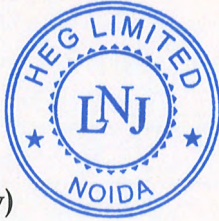
Thanking You,

Yours faithfully,  
For HEG Limited

(Vivek Chaudhary)  
Company Secretary

M.No. A-13263

heg.investor@lnjbhilwara.com



Encl: as above

## HEG LIMITED

### Corporate Office :

Bhilwara Towers, A-12, Sector-1  
Noida - 201 301 (NCR-Delhi), India  
Tel.: +91-120-4390300 (EPABX)  
Fax: +91-120-4277841  
GSTN No.: 09AAACH6184K2Z6  
Website: www.lnjbhilwara.com

### Regd. Office :

Mandideep (Near Bhopal) Distt. Raissen - 462046  
(Madhya Pradesh), India  
Tel.: +91-7480-405500, 233524 to 233527  
Fax: +91-7480-233522  
GSTN No.: 23AAACH6184K1ZH  
Website: www.heg ltd.com



Annex-1

General information about company	
Scrip code	509631
NSE Symbol	HEG
MSEI Symbol	NOTLISTED
ISIN	INE545A01016
Name of the company	HEG LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	31-08-2023
Start time of the meeting	11:30 AM
End time of the meeting	12:34 PM



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	SAKET SHARMA
Firms Name	M/s. GSK & ASSOCIATES
Qualification	CS
Membership Number	4229
Date of Board Meeting in which appointed	22-05-2023
Date of Issuance of Report to the company	01-09-2023





<b>Voting results</b>	
Record date	24-08-2023
Total number of shareholders on record date	138559
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	19
b) Public	73
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023, the Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Report of Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21527974	21527974	100	21527974	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21527974	21527974	100	21527974	0	100
Public-Institutions	E-Voting	5299759	3209012	60.5501	3209012	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5299759	3209012	60.5501	3209012	0	100
Public- Non Institutions	E-Voting	11767773	33683	0.2862	33648	35	99.8961	0.1039
	Poll		6625	0.0563	6625	0	100	0
	Postal Ballot (if applicable)							
	Total		11767773	40308	0.3425	40273	35	99.9132
Total		38595506	24777294	64.1974	24777259	35	99.9999	0.0001
				Whether resolution is Pass or Not. Yes				
				Disclosure of notes on resolution Textual Information(1)				





**Text Block**

Textual Information(1)

Votes mentioned against POLL are the votes casted electronically through e-voting during the AGM.



**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Final Dividend of Rs.42.50 per Equity Share of the face value of Rs.10 each, for the Financial Year 2022-23.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21527974	21527974	100	21527974	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21527974	21527974	100	21527974	0	100
Public-Institutions	E-Voting	5299759	3217268	60.7059	3217268	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total		5299759	3217268	60.7059	3217268	0	100
Public- Non Institutions	E-Voting	11767773	33723	0.2866	33721	2	99.9941	0.0059
	Poll		6625	0.0563	6625	0	100	0
	Postal Ballot (if applicable)							
	Total		11767773	40348	0.3429	40346	2	99.995
Total		38595506	24785590	64.2188	24785588	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	





**Text Block**

Textual Information(1)

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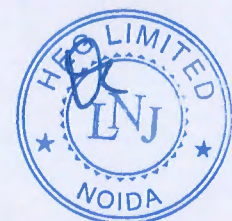


Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of Shri Riju Jhunjhunwala (DIN: 00061060), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21527974	21522216	99.9733	21522216	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21527974	21522216	99.9733	21522216	0	100
Public-Institutions	E-Voting	5299759	3217268	60.7059	1430114	1787154	44.4512	55.5488
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5299759	3217268	60.7059	1430114	1787154	44.4512
Public- Non Institutions	E-Voting	11767773	33642	0.2859	32764	878	97.3902	2.6098
	Poll		6625	0.0563	6625	0	100	0
	Postal Ballot (if applicable)							
	Total		11767773	40267	0.3422	39389	878	97.8196
Total		38595506	24779751	64.2037	22991719	1788032	92.7843	7.2157
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



**Text Block**

Textual Information(1)

Votes mentioned against POLL are the votes casted electronically through e-voting during the AGM.





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Shekhar Agarwal (DIN: 00066113), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21527974	21522216	99.9733	21522216	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21527974	21522216	99.9733	21522216	0	100
Public-Institutions	E-Voting	5299759	3217268	60.7059	1918534	1298734	59.6324	40.3676
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5299759	3217268	60.7059	1918534	1298734	59.6324
Public- Non Institutions	E-Voting	11767773	33642	0.2859	32891	751	97.7677	2.2323
	Poll		6625	0.0563	6625	0	100	0
	Postal Ballot (if applicable)							
	Total		11767773	40267	0.3422	39516	751	98.1349
Total		38595506	24779751	64.2037	23480266	1299485	94.7559	5.2441
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	





**Text Block**

Textual Information(1)

Votes mentioned against POLL, are the votes casted electronically through e-voting during the AGM.



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment and fixation of remuneration of Shri Ravi Jhunjhunwala (DIN: 00060972), as Managing Director of the Company, not liable to retire by rotation with effect from 13th February, 2024 upto 12th February, 2029.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21527974	21522216	99.9733	21522216	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	21527974	21522216	99.9733	21522216	0	100	0
Public- Institutions	E-Voting	5299759	3217268	60.7059	381421	2835847	11.8554	88.1446
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	5299759	3217268	60.7059	381421	2835847	11.8554	88.1446
Public- Non Institutions	E-Voting	11767773	33642	0.2859	31742	1900	94.3523	5.6477
	Poll		6625	0.0563	6625	0	100	0
	Postal Ballot (if applicable)							
	Total	11767773	40267	0.3422	38367	1900	95.2815	4.7185
Total		38595506	24779751	64.2037	21942004	2837747	88.5481	11.4519
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



**Text Block**

Textual Information(1)

Votes mentioned against POLL are the votes casted electronically through e-voting during the AGM.





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Smt. Ramni Nirula (DIN: 00015330), as an Independent Director of the Company for a second term of five consecutive years from 31st October, 2023 to 30th October, 2028.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21527974	21527974	100	21527974	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	21527974	21527974	100	21527974	0	100	0
Public-Institutions	E-Voting	5299759	3217268	60.7059	1571200	1646068	48.8365	51.1635
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	5299759	3217268	60.7059	1571200	1646068	48.8365	51.1635
Public- Non Institutions	E-Voting	11767773	33607	0.2856	32502	1105	96.712	3.288
	Poll		6625	0.0563	6625	0	100	0
	Postal Ballot (if applicable)							
	Total	11767773	40232	0.3419	39127	1105	97.2534	2.7466
Total		38595506	24785474	64.2185	23138301	1647173	93.3543	6.6457
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	





**Text Block**

Textual Information(1)

Votes mentioned against POLL are the votes casted electronically through e-voting during the AGM.



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the remuneration payable to M/s N.D. Birla & Co., Cost Auditors (FRN: 000028) for the Financial Year ending 31st March, 2024.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21527974	21527974	100	21527974	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	21527974	21527974	100	21527974	0	100	0
Public-Institutions	E-Voting	5299759	3217268	60.7059	3217268	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	5299759	3217268	60.7059	3217268	0	100	0
Public- Non Institutions	E-Voting	11767773	33607	0.2856	33290	317	99.0567	0.9433
	Poll		6625	0.0563	6625	0	100	0
	Postal Ballot (if applicable)							
	Total	11767773	40232	0.3419	39915	317	99.2121	0.7879
Total		38595506	24785474	64.2185	24785157	317	99.9987	0.0013
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Textual Information(1)		



**Text Block**

Textual Information(1)

Votes mentioned against POLL are the votes casted electronically through e-voting during the AGM.





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





**GSK & Associates**  
Company Secretaries

Off :- 10/437, Khalasi Lines, Kanpur-208001

E-Mail:- [cssaket.associates@gmail.com](mailto:cssaket.associates@gmail.com)

Mob :- +919935388977

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
HEG Limited  
Mandideep (Near Bhopal)  
Distt. Raisen  
Madhya Pradesh-462046

Reg: 51<sup>st</sup> Annual General Meeting of HEG LIMITED (CIN: L23109MP1972PLC008290) held on Thursday, 31<sup>st</sup> day of August 2023 at 11:30 A.M. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM Venue. The venue of the AGM shall be deemed to be the Registered Office of the Company at Mandideep (Near Bhopal), Distt. Raisen-462046, Madhya Pradesh.

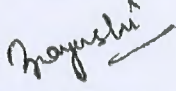
I, **Saket Sharma**, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting system for casting vote during Annual General Meeting on resolutions contained in the Notice dated 22<sup>nd</sup> May, 2023 thereto for Annual General Meeting of HEG Limited (hereinafter referred to as the Company), held on Thursday, 31<sup>st</sup> day of August 2023 at 11:30 A.M. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM Venue pursuant to General Circular No.10/2022 dated December 28, 2022, 02/2022 dated May 05, 2022, 20/2021 dated December 14, 2021, 19/2021 dated December 08, 2021, 02/2021 dated 13th January, 2021 read with General Circular No.





20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 issued with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by Securities and Exchange Board of India (SEBI), I submit my report as under:

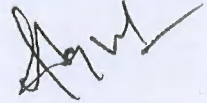
- (i) The management of the company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the SEBI listing Regulations relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the Annual General Meeting of the shareholders on the resolutions proposed in the Notice of 51<sup>st</sup> Annual General Meeting of the company.
- (ii) My responsibility as scrutinizer of the voting process, was restricted to scrutinize the e-voting process, in fair and transparent manner and to prepare a Scrutinizer report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the service provider.
- (iii) The members of the Company as on the cut-off date i.e Thursday, 24<sup>th</sup> August, 2023 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 to 4 and Special Businesses being Item Nos. 5 to 7 as set out in the Notice of 51<sup>st</sup> Annual General Meeting of the Company).
- (iv) The remote e-voting period remained open from Sunday, 27<sup>th</sup> August, 2023 at 9:00 A.M and ends on Wednesday, 30<sup>th</sup> August, 2023 at 5:00 P.M. Further, the company provided the facility of e-voting system for the members attending the Annual General Meeting and who have not exercised their right to vote through remote e-voting.
- (v) The votes cast by the members were unblocked on Thursday, 31<sup>st</sup> August, 2023 at 01:23 P.M. in presence of 2 witnesses who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature: 

Name: Aayushi Jaiswal

Address: Valmiki Nagar,

Bithoor, Kanpur-209201

Signature: 

Name: Priyan Agarwal

Address: Ambikapuram,

Shuklaganj-Unnao-209861



Below is provided the consolidated summary of results of remote e-voting and voting at Annual General Meeting through e-voting:

**ORDINARY BUSINESS**

a) **Resolution No.1**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023, the Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 and the Report of Auditors thereon.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	24770634	35	0	--
E- Voting at AGM	6625	0	0	--
<b>Total</b>	<b>24777259</b>	<b>35</b>	<b>0</b>	<b>99.99</b>

b) **Resolution No. 2**

To declare a Final Dividend on equity shares of the Company for the Financial Year 2022-23.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	24778963	2	0	--
E- Voting at AGM	6625	0	0	--
<b>Total</b>	<b>24785588</b>	<b>2</b>	<b>0</b>	<b>99.99</b>





c) **Resolution No.3**

To appoint a Director in place of Shri Riju Jhunjunwala (DIN: 00061060), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	22985094	1788032	0	--
E- Voting at AGM	6625	0	0	--
<b>Total</b>	<b>22991719</b>	<b>1788032</b>	<b>0</b>	<b>92.78</b>

d) **Resolution No.4**

To appoint a Director in place of Shri Shekhar Agarwal (DIN: 00066113), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	23473641	1299485	0	--
E- Voting at AGM	6625	0	0	--
<b>Total</b>	<b>23480266</b>	<b>1299485</b>	<b>0</b>	<b>94.76</b>

**SPECIAL BUSINESSES**

e) **Resolution No. 5 (Special)**

To approve the Re-appointment and fixation of remuneration of Shri Ravi Jhunjunwala (DIN: 00060972), as Managing Director of the Company, not liable to retire by rotation with effect from 13<sup>th</sup> February, 2024 upto 12<sup>th</sup> February, 2029.



Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	21935379	2837747	0	--
E- Voting at AGM	6625	0	0	--
<b>Total</b>	<b>21942004</b>	<b>2837747</b>	<b>0</b>	<b>88.55</b>

f) **Resolution No. 6 (Special)**

To approve the Re-appointment of Smt. Ramni Nirula (DIN: 00015330), as an Independent Director of the Company for a second term of five consecutive years from 31<sup>st</sup> October, 2023 upto 30<sup>th</sup> October, 2028.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	23131676	1647173	0	--
E- Voting at AGM	6625	0	0	--
<b>Total</b>	<b>23138301</b>	<b>1647173</b>	<b>0</b>	<b>93.35</b>

**Resolution No. 7 (Ordinary)**

To ratify the remuneration of Cost Auditors for the Financial Year ending 31<sup>st</sup> March, 2024.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	24778532	317	0	--
E- Voting at AGM	6625	0	0	--
<b>Total</b>	<b>24785157</b>	<b>317</b>	<b>0</b>	<b>99.99</b>





All electronic data and records of e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of 51<sup>st</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You  
Yours' Faithfully

**For GSK & Associates**  
**Company Secretaries**  
**FRN: P2014UP036000**



**Saket Sharma**  
**(Partner)**  
**M. No.: F4229**  
**C. P. No.: 2565**  
**PR No: 2072/2022**  
**UDIN: F004229E000905074**

For HEG LTD.

A handwritten signature in blue ink, appearing to be 'Ravi Jhunjhunwala', written over a horizontal line.

**(RAVI JHUNJHUNWALA)**  
**Chairman, Managing Director & CEO**

**Date: 01.09.2023**  
**Place: Kanpur**



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### Annexure-3

#### Details of Directors eligible for appointment/re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2.

Name of Director	Shri Ravi Jhunjunwala	Shri Riju Jhunjunwala	Shri Shekhar Agarwal	Smt. Ramni Nirula
DIN	00060972	00061060	00066113	00015330
Category of Directorship	Chairman, Managing Director & CEO	Promoter Non-Executive	Promoter Non-Executive	Independent Director
Date of Birth	28.10.1955	13.01.1979	09.10.1952	27.05.1952
Age	67 Years	44 Years	70 Years	71 Years
Date of Appointment on the Board	08.09.1979	30.04.2009	15.07.1996	31.10.2018
Qualification	B.Com. (Hons), MBA	Graduate in Business Management Studies from University of Bradford, UK	B. Tech (Mech), IIT Kanpur, Master of Science Degree in Industrial & Systems Engineering from Illinois Institute of Technology, Chicago, USA	B. Com(H), MBA
Experience	<p>Shri Ravi Jhunjunwala, age 67 years, is the Chairman, Managing Director and CEO of HEG Limited, which is one of the entities of LNJ Bhilwara Group. LNJ Bhilwara Group is a diversified conglomerate with interests in Textiles, Graphite Electrodes, Power and IT enabled services. Shri Ravi Jhunjunwala holds a B.Com (Hons.) Degree (1976 batch) from Hindu College and Masters in Business Administration (Corp. Finance) from the Centre D'etudes Industrielles (CEI), Geneva (1980-81). He is Director on Board of various Companies, mostly listed entities. He is also Independent Director on Board of two listed entities outside the group. Shri Ravi Jhunjunwala has been associated with the Company since 1979 when he was inducted in the Board of the Company. Shri Ravi Jhunjunwala became the Managing Director of the Company in 1989 and took over as Chairman of the Company in 1996. He has taken Company to greater heights since his association with the Company.</p>	<p>Shri Riju Jhunjunwala is an Industrialist with diversified business experience in Textile, Power, IT, Skill Development and Graphite Electrodes.</p> <p>He is the Chairman, Managing Director of RSWM Limited and Managing Director of Bhilwara Energy Ltd.</p> <p>He is also active in industry and social associations.</p> <p>He has been the past president of the Entrepreneurs Organization (Delhi Chapter) among some others.</p> <p>He is an avid reader of history and biographies and has a keen interest in general affairs and politics.</p>	<p>Shri Shekhar Agarwal, with nearly 42 years' experience in the textiles industry, is the Chairman and Managing Director of Maral Overseas Ltd. and Bhilwara Technical Textiles Ltd. He is also the Chairman of BMD Pvt. Ltd.</p> <p>Shri Shekhar Agarwal obtained his B.Tech. (Mechanical Engineering) from IIT, Kanpur in 1975 and went on to get his Master of Science Degree in Industrial &amp; Systems Engineering in 1976 from Illinois Institute of Technology, Chicago, USA. He worked as a Senior Industrial &amp; System Engineer with Rego Co., Chicago from December 1976 to May 1980, having trained &amp; practiced MOST, the Maynard Operations Sequencing Technique for manufacturing high quality valves &amp; regulators for the LPG &amp; Compressed gas industries.</p> <p>He is a former Chairman of the Confederation of Indian Textile Industry (CITI) (formerly ICMF), the apex body for the total textile industry in India and former President of Northern India Textile Mills Association (NITMA).</p>	<p>Smt. Ramni Nirula, retired as Senior General Manager of ICICI Bank Limited. She had more than 4 decades of experience in the financial services sector, beginning her career with the erstwhile ICICI Limited in the project appraisal division. Since then she had held various leadership positions in the areas of Project Financing, Strategy, Planning &amp; Resources and Corporate Banking.</p>

#### HEG LIMITED

##### Corporate Office :

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Fax: +91-120-4277841  
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Website: www.lnjbhilwara.com

##### Regd. Office :

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No. of other Directorships in Public Limited Companies	1) Malana Power Company Limited 2) RSWM Limited 3) Maral Overseas Limited 4) Bhilwara Energy Limited 5) AD Hydro Power Limited 6) BSL Limited 7) India Glycols Limited 8) JK Laxmi Cement Limited 9) TACC Limited	1) Bhilwara Energy Limited 2) RSWM Limited 3) Bhilwara Infotechnology Limited 4) Bhilwara Technical Textiles Limited 5) NJC Hydro Power Limited 6) Chango Yangthang Hydro Power Limited 7) TACC Limited	1) RSWM Limited 2) Maral Overseas Limited 3) BSL Limited 4) Bhilwara Technical Textiles Limited	1) Kirloskar Brothers Limited 2) Usha Martin Limited 3) DCM Shriram Limited
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Chairman/Member of the Committees of the Board of Directors of the Companies. #

Audit Committee	Nil	Nil	Member	Nil
Stakeholders Relationship Committee	Member	Chairman	Nil	Nil

Chairman/Member of the Committees of the Board of Directors of the other Companies. #

Audit Committee	(i) AD Hydro Power Limited-Chairman (ii) India Glycols Limited-Member (iii) JK Lakshmi Cement Limited-Member (iv) Bhilwara Energy Limited-Chairman	Nil	(i) BSL Limited-Member	(i) DCM Shriram Limited-Member (ii) Kirloskar Brothers Limited-Member
Stakeholders Relationship Committee	(i) BSL Limited-Member	(i) Bhilwara Technical Textiles Limited-Member	(i) RSWM Limited-Member (ii) Maral Overseas Limited-Member	Nil
Listed Entities from which the Director has resigned in the past three years	Nil	Nil	Nil	1. PI Industries Limited 2. CG Power and Industrial Solutions Limited
No of Equity Shares held in the Company as on 31 <sup>st</sup> March, 2023.	719	1,356	Nil	Nil
Number of Board Meetings attended during the year	4/4	4/4	4/4	3/4
Terms and conditions of appointment/re-appointment	Chairman, Managing Director & CEO - Not Liable to retire by rotation	Non-Executive Director, liable to retire by rotation.	Non-Executive Director, liable to retire by rotation.	Independent Director, not liable to retire by rotation.
Remuneration sought to be paid and the remuneration last drawn	Mentioned in the item no- 5 of the Notice of AGM and explanatory Statement therein.	See Note given below	See Note given below	See Note given below
Relationship with other Directors, Manager and Key Managerial Personnel	Shri Ravi Jhunjunwala is relative of Shri Riju Jhunjunwala	Shri Riju Jhunjunwalais relative of Shri Ravi Jhunjunwala.	No relationship with other Director, Manager and Key Managerial Personnel.	No relationship with other Director, Manager and Key Managerial Personnel.
Justification for choosing the Independent Director	Not Applicable	Not Applicable	Not Applicable	As per Explanatory Statement of Notice of AGM.

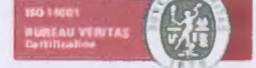
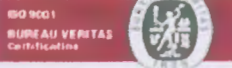
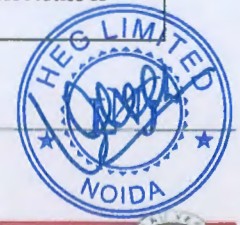
**HEG LIMITED**

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Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Refer point no. 2 (iii) of Corporate Governance Report	Refer point no. 2 (iii) of Corporate Governance Report	Refer point no. 2 (iii) of Corporate Governance report	Refer point no. 2 (iii) of Corporate Governance Report.
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#Audit Committee and Stakeholders Relationship Committee have been considered.

Note: The Non-Executive Directors (including Independent Directors) are paid sitting fee for attending meetings of Board of Directors, Independent Directors and various Committee of Directors etc. in accordance with Nomination and Remuneration Policy of the Company.



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BUREAU VERITAS  
Certification



ISO 14001  
BUREAU VERITAS  
Certification



Corporate Identification No.: L23109MP1972PLC008290