



PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

HEG/SECTT/2022

2nd September, 2022

BSE Limited 25 th Floor, P J Towers Dalal Street MUMBAI - 400 001. Scrip Code : 509631	National Stock Exchange of India Limited 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 50th 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 12th July, 2022 were passed with requisite majority by the shareholders. The consolidated scrutinizer's report is attached as **Annexure-2**.

Disclosure in terms of Regulation 30 of SEBI (LODR) Regulation, 2015 w.r.t. Directors who seek appointment/re-appointment in the above meeting and Re-appointment of Statutory Auditor is attached as **Annexure-3 & Annexure-4** respectively.

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. Raisen - 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)	01-09-2022
Start time of the meeting	11:30 AM
End time of the meeting	12:28 PM



Scrutinizer Details	
Name of the Scrutinizer	SAKET SHARMA
Firms Name	M/s. GSK & ASSOCIATES
Qualification	CS
Membership Number	4229
Date of Board Meeting in which appointed	25-05-2022
Date of Issuance of Report to the company	02-09-2022



Voting results	
Record date	25-08-2022
Total number of shareholders on record date	149227
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	18
b) Public	76
No. of resolution passed in the meeting	8
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, 2022, 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, 2022 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	21277642	21277642	100	21277642	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public-Institutions	E-Voting	5859198	4919112	83.9554	4919112	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4919112	83.9554	4919112	0	100
Public-Non Institutions	E-Voting	11458666	52060	0.4543	50697	1363	97.3819	2.6181
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	52145	0.4551	50782	1363	97.3861
Total		38595506	26248899	68.0102	26247536	1363	99.9948	0.0052
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.40 per Equity Share of the face value of Rs.10 each, for the Financial Year 2021-22.				
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	21277642	21277642	100	21277642	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public- Institutions	E-Voting	5859198	4994236	85.2375	4994236	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4994236	85.2375	4994236	0	100
Public- Non Institutions	E-Voting	11458666	52035	0.4541	50734	1301	97.4998	2.5002
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	52120	0.4549	50819	1301	97.5038
Total		38595506	26323998	68.2048	26322697	1301	99.9951	0.0049
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(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 Manish Gulati (holding DIN: 08697512), 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	21277642	21277642	100	21277642	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public-Institutions	E-Voting	5859198	4994236	85.2375	4411340	582896	88.3286	11.6714
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4994236	85.2375	4411340	582896	88.3286
Public- Non Institutions	E-Voting	11458666	51900	0.4529	49809	2091	95.9711	4.0289
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	51985	0.4537	49894	2091	95.9777
Total		38595506	26323863	68.2045	25738876	584987	97.7777	2.2223
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 Smt. Vinita Singhania (holding DIN: 00042983), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself 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	21277642	21277642	100	21277642	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public-Institutions	E-Voting	5859198	4994236	85.2375	3658112	1336124	73.2467	26.7533
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4994236	85.2375	3658112	1336124	73.2467
Public- Non Institutions	E-Voting	11458666	51900	0.4529	49746	2154	95.8497	4.1503
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	51985	0.4537	49831	2154	95.8565
Total		38595506	26323863	68.2045	24985585	1338278	94.9161	5.0839
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)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of M/s SCV & Co. LLP, Chartered Accountants, (Firm Registration No. 000235N/ N500089) as Statutory Auditors of the Company and to fix their remuneration, for a second term of five consecutive years.					
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	21277642	21277642	100	21277642	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public-Institutions	E-Voting	5859198	4994236	85.2375	4994236	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4994236	85.2375	4994236	0	100
Public-Non Institutions	E-Voting	11458666	51922	0.4531	50177	1745	96.6392	3.3608
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	52007	0.4539	50262	1745	96.6447
Total		38595506	26323885	68.2045	26322140	1745	99.9934	0.0066
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				Appointment of Shri Davinder Kumar Chugh, (holding DIN: 09020244), as an Independent Director.				
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	21277642	21277642	100	21277642	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public-Institutions	E-Voting	5859198	4994236	85.2375	4905121	89115	98.2156	1.7844
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4994236	85.2375	4905121	89115	98.2156
Public- Non Institutions	E-Voting	11458666	51760	0.4517	48716	3044	94.119	5.881
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	51845	0.4525	48801	3044	94.1287
Total		38595506	26323723	68.2041	26231564	92159	99.6499	0.3501
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of modification in the remuneration of Shri Manish Gulati (holding DIN: 08697512), Whole Time Director designated as Executive Director of the Company.				
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	21277642	21277642	100	21277642	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public-Institutions	E-Voting	5859198	4994236	85.2375	4316164	678072	86.4229	13.5771
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4994236	85.2375	4316164	678072	86.4229
Public- Non Institutions	E-Voting	11458666	51760	0.4517	47982	3778	92.7009	7.2991
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	51845	0.4525	48067	3778	92.7129
Total		38595506	26323723	68.2041	25641873	681850	97.4098	2.5902
				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(8)								
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, 2023.				
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	21277642	21277642	100	21277642	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21277642	21277642	100	21277642	0	100
Public-Institutions	E-Voting	5859198	4994236	85.2375	4766282	227954	95.4357	4.5643
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		5859198	4994236	85.2375	4766282	227954	95.4357
Public- Non Institutions	E-Voting	11458666	51755	0.4517	49990	1765	96.5897	3.4103
	Poll		85	0.0007	85	0	100	0
	Postal Ballot (if applicable)							
	Total		11458666	51840	0.4524	50075	1765	96.5953
Total		38595506	26323718	68.2041	26093999	229719	99.1273	0.8727
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	



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

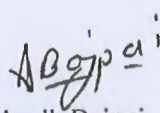
Reg: 50th Annual General Meeting of HEG LIMITED (CIN: L23109MP1972PLC008290) held on Thursday, 1st day of September 2022 at 11:30 A.M. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM Venue. The venue of the AGM shall be deemed to be the Registered Office of the Company at Mandideep (Near Bhopal), Distt. Raisen-462046, Madhya Pradesh.

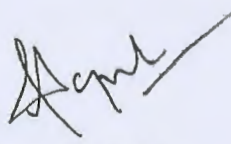
I, Saket Sharma, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting system for casting vote during Annual General Meeting on resolutions contained in the Notice dated 12th July, 2022 thereto for Annual General Meeting of HEG Limited (hereinafter referred to as the Company), held on Thursday, 1st day of September 2022 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.02/2022 dated May 05, 2022, 21/2021 dated December 14,



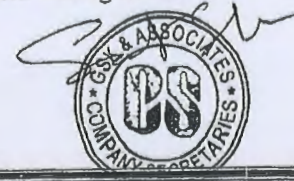
2021, 19/2021 dated December 08, 2021, 02/2021 dated 13th January, 2021 read with General Circular No. 20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 issued by Ministry of Corporate Affairs and Circular dated 15th January, 2021 read with Circular dated 12th May, 2020 issued by Securities and Exchange Board of India (SEBI), submit my report as under:

- (i) The members of the Company as on the cut-off date i.e. Thursday, 25th day of August, 2022 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 to 5 and Special Businesses being Item Nos. 6 to 8 as set out in the Notice of 50th Annual General Meeting of the Company).
- (ii) The remote e-voting period remained open from Sunday, 28th day of August, 2022 (09:00 A.M.) upto Wednesday, 31st day of August, 2022 (05:00 P.M.). Further, the company provided the facility of remote e-voting/e-voting system for the members attending the meeting and who have not exercised their right to vote through remote e-voting.
- (iii) The votes cast by remote e-voting were unblocked on 1st September, 2022 at 01:16 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: Anirudh Bajpai
Address: 19/125 Ram Narayan Bazar,
Phoolbagh Kanpur-208001

Signature: 
Name: Priyan Agarwal
Address: 80/71 Cooper Ganj
Kanpur-208001

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



ORDINARY BUSINESS

Resolution No.1

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022, 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, 2022 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)
E-voting	26247451	1363	0	--
E- Voting at AGM	85	0	0	--
Total	26247536	1363	0	99.99

Resolution No.2

To declare a Final Dividend on equity shares of the Company for the Financial Year 2021-22.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	26322612	1301	0	--
E- Voting at AGM	85	0	0	--
Total	26322697	1301	0	99.99



Resolution No.3

To appoint a Director in place of Shri Manish Gulati (holding DIN: 08697512), 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)
E-voting	25738791	584987	0	--
E- Voting at AGM	85	0	0	--
Total	25738876	584987	0	97.77

Resolution No.4

To appoint a Director in place of Smt. Vinita Singhania (holding DIN: 00042983), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	24985500	1338278	0	--
E- Voting at AGM	85	0	0	--
Total	24985585	1338278	0	94.92

Resolution No. 5

To Re-appoint M/s SCV & Co. LLP, Chartered Accountants, (Firm Registration No. 000235N/ N500089) as Statutory Auditors of the Company and to fix their remuneration, for a second term of five consecutive years.



Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	26322055	1745	0	--
E- Voting at AGM	85	0	0	--
Total	26322140	1745	0	99.99

SPECIAL BUSINESS

Resolution No. 6 (Special)

To approve the appointment of Shri Davinder Kumar Chugh, (holding DIN: 09020244), as an Independent Director.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	26231479	92159	0	--
E- Voting at AGM	85	0	0	--
Total	26231564	92159	0	99.65

Resolution No. 7 (Special)

To approve the modification in remuneration of Shri Manish Gulati (holding DIN: 08697512), Whole Time Director designated as Executive Director of the Company.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	25641788	681850	0	--
E- Voting at AGM	85	0	0	--
Total	25641873	681850	0	97.41



Resolution No. 8 (Ordinary)

To ratify the remuneration of Cost Auditors for the Financial Year ending 31st March, 2023.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	26093914	229719	0	--
E- Voting at AGM	85	0	0	--
Total	26093999	229719	0	99.13

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

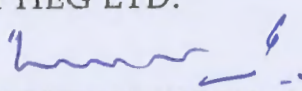
UDIN: F004229D000890631

Date: 02.09.2022

Place: Kanpur



For HEG LTD.


(RAVI JHUNJHUNWALA)
Chairman, Managing Director & CEO



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Annexure-3

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

Name of Director	Smt Vinita Singhania	Shri Davinder Kumar Chugh*	Shri Manish Gulati
DIN	00042983	09020244	08697512
Category of Directorship	Non-Executive	Independent	Executive
Date of Birth	12.03.1952	20.07.1956	29.07.1969
Age	70 years	66 Years	53 Years
Date of Appointment on the Board	31 st October, 2018	11 th August, 2021	1 st March, 2020
Qualification	Graduate in Arts.	MBA, B.Sc and LL.B	BSc (Statistics), BE (Electronics), and MBA (Marketing and Finance).
Experience	Smt. Vinita Singhania is an Industrialist with diversified business experience. She is the Vice Chairman and Managing Director of JK Lakshmi Cement Ltd and has a very long experience of managing cement business in particular. She was the First Woman President of Cement Manufacturers' Association (CMA) as well as National Council for Cement and Building Materials (NCBM).	Shri Davinder Kumar Chugh has had a successful career at ArcelorMittal spanning over twenty years, of which the last ten years were served at Group Management Board level. He was also the CEO of ArcelorMittal South Africa, a large company quoted on Johannesburg stock exchange. In addition, Davinder was a member of ArcelorMittal's Investment Allocation Committee and the core Mergers & Acquisition team. Davinder acquired highly transferable techno-commercial skills, a global view and expertise in performance audit, benchmarking and restructuring during his 35-year career with ArcelorMittal and Steel Authority of India Limited (SAIL).	Shri Manish Gulati is BSc (Statistics) Agra University, BE Electronics, Pune University and MBA (Marketing and Finance), FMS Delhi University having professional experience of more than 29 years. He has been associated with our Company (HEG Limited) for more than 28 years. Starting his career from marketing, he developed an in-depth understanding of the customers, Product application, Quality, Customer service, Production planning etc. Over some past years, he has been spending more and more time at the plant and has accumulated tremendous knowledge of operations, technical processes, projects, power plant, HR, R&D etc besides his core strength of marketing and commercial. Prior to elevation on Board, he was Chief Operating Officer and Chief Marketing Officer of the Company.
No. of other Directorships in Public Limited Companies	1. JK Paper Limited 2. Udaipur Cement Works Limited 3. Bengal & Assam Company Limited 4. JK Lakshmi Cement Limited 5. JKLC Employees' Welfare Association Limited	1. Jayaswal Neco Industries Limited	Nil



HEG LIMITED

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Chairman/Member of the Committees of the Board of Directors of the Company.#			
Audit Committee	Nil	Member	Nil
Stakeholders Relationship Committee	Nil	Member	Nil
Chairman/Member of the Committees of the Board of Directors of the other Companies.#			
Audit Committee	Nil	Nil	Nil
Stakeholders Relationship Committee	Nil	Nil	Nil
Listed Entities from which the Director has resigned in the past three years	Nil	Nil	Nil
No of Equity Shares held in the Company as on 31 st March, 2022	Nil	Nil	Nil
Number of Board Meetings attended during the year	4/4	2/4 (Appointed on the Board of the Company w.e.f. 11 th August, 2021).	4/4
Terms and conditions of appointment/ re-appointment	Non-Executive Director, liable to retire by rotation.	Independent Director, not liable to retire by rotation.	Executive Director, liable to retire by rotation
Remuneration sought to be paid and the remuneration last drawn	See Note given below.	See Note given below.	Mentioned in the item no. 7 of the Notice of AGM and explanatory statement thereto. The remuneration drawn was Rs. 227.46 Lakhs
Relationship with other Directors, Manager and Key Managerial Personnel	No relationship with other Director, Manager and Key Managerial Personnel.	No relationship with other Director, Manager and Key Managerial Personnel.	No relationship with other Director, Manager and Key Managerial Personnel.

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Justification for choosing the Independent Director	Not Applicable	As per Explanatory Statement of Notice.	Not Applicable
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 which forms part of Annual Report of FY 2021-22.	As per the Explanatory Statement of Notice and also refer to point no. 2 (iii) of Corporate Governance Report which forms part of Annual Report of FY 2021-22.	Refer point no. 2 (iii) of Corporate Governance Report which forms part of Annual Report of FY 2021-22.

#Audit Committee and Stakeholders Relationship Committee have been considered.

*Shri Davinder Kumar Chugh was appointed as an Additional Independent Director on the Board of the Company w.e.f. 11th August, 2021 for the first term of five consecutive years, subject to the approval of shareholders. He will be appointed as an Independent Director of the Company in the ensuing Annual General Meeting for first term of 5 (five) consecutive years with effect from 11th August, 2021 upto 10th August, 2026.

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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Annexure-4

Re-Appointment of M/s. SCV & Co. LLP, Chartered Accountants, (Firm Registration No. 000235N/N500089) as Statutory Auditors of the Company.

Particulars	Re-Appointment of Statutory Auditor
Reason for change viz. Re-appointment	For second term as Statutory Auditor of the Company.
Date of Re-appointment & term of Re-appointment	For second term of five consecutive years starting from conclusion of the 50 th Annual General Meeting of the Company held on 1 st September, 2022 till the conclusion of 55 th Annual General Meeting.
Brief Profile	The primary service offerings of the Firm are Assurance, Risk Advisory, Tax Advisory, Corporate Advisory and Outsourcing. The Firm has experience of working with clients across various industries such as Auto, Banking, Beverages, Commodities, Engineering, FMCG, Fertilizers, Fintech, Graphite Electrodes, Healthcare, Hospitality, Information Technology, ITES, Insurance, Infrastructure, Manufacturing, Media, Mining, NBFC, Paper, Plastics, Pharmaceuticals, Power, Real Estate, Sugar, Steel, Textiles and Telecom in India. Such clients include Listed Companies, Unlisted companies, Public Sector entities and Not for Profit entities. The Firm has 14 Partners and team of over 250 members with offices at Delhi, Noida, Ludhiana and Mumbai.



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