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HEG/SECTT/2021

8th April, 2021

1	BSE Limited 25 th Floor, P J Towers Dalal Street MUMBAI - 400 001. Scrip Code : 509631	2	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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Dear Sir/Madam,

Sub: Minutes of the Resolutions passed by way of Postal Ballot by remote e-voting process.

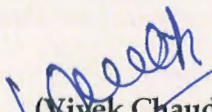
This is in continuation to our earlier letter dated March 15, 2021. We are enclosing herewith copy of the minutes of resolutions passed by way of postal ballot by remote evoting process on March 14, 2021. The voting results of postal ballot were announced on March 15, 2021.

This is for your information and 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

ISO 9001
BUREAU VERITAS
Certification



Corporate Office :
Bhilwara Towers, A-12, Sector-1
Noida - 201 301 (NCR-Delhi), India
Tel.: +91-120-4390300 (EPABX)
Fax: +91-120-4277841
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
Website: www.hegltd.com

ISO 14001
BUREAU VERITAS
Certification



Corporate Identification No.: L23109MP1972PLC008290

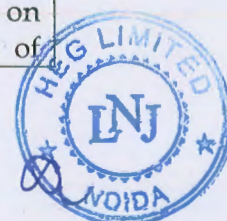
MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT BY REMOTE EVOTING PROCESS BY MEMBERS OF THE HEG LIMITED ON MARCH 14, 2021, RESULTS OF WHICH WERE DECLARED ON MARCH 15, 2021.

The Postal Ballot was conducted by the Company as required pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 also read with General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020 issued by Ministry of Corporate Affairs, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification or re-enactment thereof for the time being in force, Secretarial Standard -2 issued by the Institute of Company Secretaries of India in respect of the following resolutions:

Resolution no.	Type of Resolution	Description
1	Ordinary Resolution	Approval of request received from Mekima Corporation, Member of Promoter Group for reclassification from "Promoter and Promoter Group" category to "Public" category
2	Special Resolution	Approval for re-appointment of Shri Satish Chand Mehta (DIN: 02460558), Independent Director for a second term of five years w.e.f. 23rd June, 2021

The brief details related to Postal Ballot notice were as under:

S.no	Particulars	Details
1.	Date of approval of Notice of Postal Ballot	February 9, 2021
2.	Total number of shareholders as on cut-off date i.e. 5 th February, 2021	145473
3.	Agency/Service Provider for voting	Central Depository Services (India) Limited (CDSL).
4.	Name of Scrutinizer	Mr. Viney Kumar Jain, a Practicing Company Secretary (Certificate of Practice No. 4614 & Membership No. FCS 5376), Proprietor of Jain Viney & Associates, Company Secretaries.
5.	Mode of sending of Postal Ballot notice	The Postal Ballot Notice dated February 9, 2021 was sent to Members of the Company by e-mail whose names appeared on the Register of Members/List of



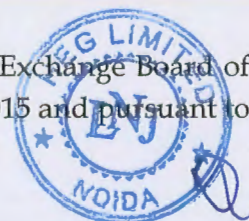
		beneficiaries as on February 5, 2021 (Cut Off date).
6.	Date of completion of despatch of the Notice of Postal Ballot	The Company has completed sending Postal Ballot Notice by way of emails on 12th February, 2021 through CDSL to those members/ shareholders who have registered their e-mail ids with the depositories or with the Company.
7.	Mode of voting	Remote e-voting process
8.	Period of remote e-voting	The e-voting commenced from Saturday, February 13, 2021 at 9.00 A.M. (IST) and ended on Sunday, March 14, 2021 at 5.00 P.M. (1ST) (both days inclusive). The e-voting module was disabled by CDSL for voting beyond the said date & time.
9.	Name of Company Secretary	Vivek Chaudhary (M.No-A13263)
10.	Declaration/Announcement of Results by Chairman	Shri Ravi Jhunjunwala (DIN 00060972), Chairman, Managing Director & CEO of the Company.
11.	Deemed date of Passing of Resolutions	14 th March, 2021, being the last date of voting (Remote e-voting)
12.	Date of Declaration/Announcement of Results	March 15, 2021

The Scrutinizer carried out the scrutiny of postal ballot votes polled electronically up to 5:00 P.M. IST on 14th March, 2021 and submitted his report dated 15th March, 2021 to Shri Ravi Jhunjunwala, Chairman, Managing Director & CEO of the Company for declaration of voting results. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper did not arise.

Based on the Scrutinizer report dated 15th March, 2021, Shri Ravi Jhunjunwala, Chairman, Managing Director & CEO of the Company had declared the results of Postal Ballot on Monday dated 15th March, 2021 by posting the same on the website of the Company (www.heg ltd.com), website of CDSL (www.evotingindia.com.) and by filing with BSE Ltd. (www.bseindia.com) and National Stock Exchange of India Ltd. (www.nseindia.com) where shares of the Company were listed. It was also displayed on the Notice Board at the Registered Office & Corporate Office of the Company. The following Resolutions were passed by the shareholders of the Company with requisite majority.

Resolution no.1 Approval of request received from Mekima Corporation, Member of Promoter Group for reclassification from "Promoter and Promoter Group" category to "Public" category - **Ordinary Resolution.**

"RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to



other laws and regulations, as may be applicable from time to time (including any statutory modifications or reenactments thereof for the time being in force) and subject to the approval from the Stock Exchanges where shares of the Company are listed i.e. BSE Limited & National Stock Exchange of India Limited, the approval of the members of the Company be and is hereby accorded to reclassify Mekima Corporation (applicant), Member of Promoter Group holding 17,32,389 equity shares of the Company constituting 4.49% of the paid-up share capital of the Company, from the "Promoter and Promoter Group" Category to the "Public" Category in the shareholding pattern of the Company, records and / or disclosures.

RESOLVED FURTHER THAT the above applicant confirmed that all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned in Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT the Board of Directors (which may include sub-delegation of all or any of the powers herein conferred to any committee of directors or director(s) or any other officer or officers of the Company) of the Company be and are hereby authorized, to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the SEBI (if required) and the Stock Exchanges where shares of the Company are listed and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and take all such steps and decisions in this regard to give full effect to the aforesaid resolution without requiring the Board to secure any further consent or approval of the members of the Company."

The summarised details of voting (remote e-voting) on above resolution as per scrutinizer's report were as under:

Total No. of shares	No of votes polled	% of votes polled o total no of shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
38595506	26279748	68.0902	26273358	6390	99.9757	0.0243

Resolution no.2 Approval for re-appointment of Shri Satish Chand Mehta (DIN: 02460558), Independent Director for a second term of five years w.e.f. 23rd June, 2021. **Special Resolution.**



“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules made thereunder, as amended from time to time and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for re-appointment of Shri Satish Chand Mehta (DIN: 02460558), whose current period of office, as an Independent Director is expiring on 22nd June, 2021 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013 as an Independent Director of the Company whose term shall not be subject to retirement by rotation and to hold office for a second term of 5 (five) consecutive years with effect from 23rd June, 2021 up to 22nd June, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The summarised details of voting (remote e-voting) on above Resolution as per scrutinizer’s report were as under:

Total No. of shares	No of votes polled	% of votes polled o total no of shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
38595506	26279723	68.0901	25934747	344976	98.6873	1.3127

Date of entry: April 8, 2021

Place: NOIDA



For HEG Limited

Sd/
(RAVI JHUNJUNWALA)
 Chairman, Managing Director & CEO
 DIN:00060972