



HEG/SECTT/2025

20th August, 2025

BSE Limited P J Towers Dalal Street MUMBAI - 400 001. Scrip Code : 509631	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot No.C/1, G Block, Bandra - Kurla Complex Bandra (E), MUMBAI - 400 051. Scrip Code : HEG
--	---

Sub: Proceedings of 53rd Annual General Meeting of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

In compliance with Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015, please find enclosed the summary of the proceedings of the 53rd Annual General Meeting of HEG Limited held today i.e. 20th August, 2025 through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue as **Annexure-1**. The venue of the AGM is deemed to be the Registered Office of the Company at Mandideep (Near Bhopal), Distt. Raisen - 462 046, Madhya Pradesh.

The results of voting will be announced/ displayed through the website of the Company (www.hegltd.com) and the website of NSDL (www.evoting.nsdl.com) within 2 Working days from the conclusion of meeting and the results shall also be intimated to BSE Ltd and National Stock Exchange of India Ltd. It shall also be displayed on the notice board at the Registered Office and Corporate Office of the Company.

Detail of the Directors who were seeking appointment/re-appointment in the above meeting is attached as **Annexure-2**.

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) Dist. Raisen - 462046
(Madhya Pradesh), India
Tel.: +91-7480-405500, 233524 to 233527
Fax: +91-7480-233522
GSTN No.: 23AAACH6184K1ZH
Website: www.hegltd.com



Corporate Identification No.: L23109MP1972PLC008290



Annexure-1

PROCEEDINGS OF THE 53rd ANNUAL GENERAL MEETING OF THE MEMBERS OF HEG LIMITED HELD ON WEDNESDAY, 20th AUGUST, 2025.

The 53rd Annual General Meeting (AGM) of the Company was held today i.e. Wednesday, the 20th August, 2025 at 12:30 P.M. (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue in compliance with the provisions of the Companies Act, 2013 and relevant circulars issued by the Ministry of Corporate Affairs read with General Circular Nos. 20/2020 dated 5th May, 2020, respectively, and latest being General Circular No. 9/2024 dated 19th September, 2024 ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 read with its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 ("SEBI Circulars"). The venue of the AGM is deemed to be the Registered Office of the Company at Mandideep (Near Bhopal), Distt. Raisen - 462 046, Madhya Pradesh.

The following Directors, KMP's, Group CFO and Auditors were present in the meeting through video conferencing (VC) from their respective locations:

- a. Shri Ravi Jhunjunwala (DIN: 00060972), Chairman, Managing Director & CEO and member of Stakeholder Relationship Committee and Chairman of CSR & ESG Committee of the Company.
- b. Shri Riju Jhunjunwala (DIN: 00061060), Vice Chairman of the Company and Chairman of Stakeholders Relationship Committee of the Company.
- c. Dr. Kamal Gupta (DIN: 00038490), Non-Executive Director of the Company and Member of Audit Committee and CSR & ESG Committee of the Company.
- d. Shri Satish Chand Mehta (DIN: 02460558), Independent Director of the Company and Chairman of Audit Committee, Chairman of Nomination & Remuneration Committee and Member of CSR & ESG Committee of the Company.
- e. Shri Shekhar Agarwal (DIN: 00066113), Director & Member of Audit Committee of the Company.
- f. Shri Jayant Davar (DIN: 00100801), Independent Director and Member of Audit Committee and Stakeholders Relationship Committee of the Company.
- g. Smt. Vinita Singhania (DIN: 00042983), Director and Member of CSR & ESG Committee of the Company.
- h. Smt. Ramni Nirula (DIN: 00015330), Independent Director and Member of Audit Committee and Nomination & Remuneration Committee of the Company.
- i. Dr. Nand Gopal Khaitan (DIN: 00020588), Independent Director and Member of Audit Committee and Member of Nomination & Remuneration Committee of the Company.
- j. Shri Manish Gulati (DIN: 08697512), Executive Director and Member of CSR & ESG Committee of the Company.
- k. Shri O.P. Ajmera, Group Chief Financial Officer.
- l. Shri Ravi Kant Tripathi, Chief Financial Officer.
- m. Shri Vivek Chaudhary, Company Secretary.

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.: 09AAAACH6184K2Z6
Website: www.injbhilwara.com

Regd. Office:
Mandideep (Near Bhopal) Dist. Raisen - 462046
(Madhya Pradesh), India
Tel.: +91-7480-405500, 233524 to 233527
Fax: +91-7480-233522
GSTN No.: 23AAAACH6184K1ZH
Website: www.hegltd.com





- n. Shri Sunny Singh representing M/s SCV & Co LLP, Statutory Auditors of the Company and
- o. Shri Saket Sharma a Practicing Company Secretary (FCS 4229) (C.P. No. 2565), Partner of GSK & Associates, representing Secretarial Auditors of the Company as well appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at Annual General Meeting in a fair and transparent manner.

The Company Secretary informed that in compliance of Section 108 of the Companies Act, 2013 ("Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard-2 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Remote e-voting facility was provided to the Members to cast their votes electronically on all the resolutions set out in the Notice commenced **at 9.00 a.m. (IST) on Saturday, 16th August, 2025 and ended at 5:00 p.m. (IST) on Tuesday, 19th August, 2025**. The Company had also provided e-voting facility during the AGM to enable Members to cast their vote who have not done through remote e-voting.

The Company Secretary also informed that all the documents referred to in the accompanying Notice and Explanatory Statements were available for inspection on the website of the Company till the date of this Annual General Meeting.

Further during the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act were open for inspection during the continuance of the meeting.

The Company Secretary also informed the members that pursuant to provisions of Articles of Association of the Company, the Chairperson of the Board shall preside as Chairperson at every general meeting of the Company.

Shri Ravi Jhunjhunwala, Chairman & Managing Director and CEO, Chaired the meeting.

The Chairman informed that all the Directors of the Company were present except Shri Sandip Somany, Independent Director and Shri Priya Shankar Dasgupta, Independent Director due to their preoccupation and had sent their good wishes/ greetings to all the Directors/KMP's and members present in the meeting.

The requisite quorum being present, the Chairman called the meeting to order. The quorum was present throughout the meeting.

The Company's performance was covered in the Board's Report and the Annual Report for FY 2024-2025. Thereafter, the Chairman read the Chairman statement as mentioned in the Annual Report.

The Chairman also informed the members that the Notice dated 19th May, 2025 of 53rd AGM, Report of Board of Directors and the Financial Statements for the financial year 2024-25 were taken as read as the same had already been circulated to the Members. There were no qualifications, reservation and adverse remarks in the Auditor's Report and the report of Secretarial Auditor of the Company and accordingly they were not required to be read.

Thereafter Chairman informed that Members would raise query through the Chat Box facility provided by NSDL at the AGM. Further the members who had registered themselves as speakers, were invited to express their views/ queries in the AGM.

All the queries of the members including queries received through chat box were replied suitably by the Chairman at the AGM.

The Chairman briefed the Shareholders about each item set out in the Notice calling the 53rd Annual General Meeting.

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) Dist. Raisen - 462046
(Madhya Pradesh), India
Tel.: +91-7480-405500, 233524 to 233527
Fax: +91-7480-233522
GSTN No.: 23AAACH6184K1ZH
Website: www.hegltd.com





The items transacted and voted by members were as under:

Sl. No.	Details of Resolutions	Resolution type
ORDINARY BUSINESS		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2025, the Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2025 and the Report of Auditors thereon.	Ordinary
2	To declare a Final Dividend of Rs.1.80 per Equity Share of the face value of Rs.2 each, for the Financial Year 2024-25.	Ordinary
3	To appoint a Director in place 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.	Ordinary
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.	Ordinary
SPECIAL BUSINESS		
5	To consider and approve continuation of Smt. Vinita Singhania (DIN: 00042983), as Non-Executive Non-Independent Director of the Company who will be attaining the age of 75 years in FY 2026-2027.	Special
6	To approve the Appointment of the Secretarial Auditors.	Ordinary
7	To ratify the remuneration of Cost Auditors for the Financial Year ending 31 st March, 2026.	Ordinary

The Chairman announced that the combined results of e-voting and voting at the AGM will be announced/ displayed through the website of the Company (www.heg ltd.com) and the website of NSDL (www.evoting.nsdl.com) within 2 Working Days from the conclusion of meeting and the results shall also be intimated to BSE Ltd and National Stock Exchange of India Ltd. It shall also be displayed on the notice board at the Registered Office and Corporate Office of the Company.

The Chairman thanked all the members for their participation in the meeting. The meeting concluded at 1:34 P.M. The E-voting facility was kept open for next 15 minutes to enable the Shareholders to cast their vote.

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.: 09AAAACH6184K2Z6
Website: www.injbhilwara.com

Regd. Office:
Mandideep (Near Bhopal) Dist. Raisen - 462046
(Madhya Pradesh), India
Tel.: +91-7480-405500, 233524 to 233527
Fax: +91-7480-233522
GSTN No.: 23AAAACH6184K1ZH
Website: www.heg ltd.com





PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

Annexure-2

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 Riju Jhunjhunwala	Shri Shekhar Agarwal
DIN	00061060	00066113
Category of Directorship	Promoter Non-Executive	Promoter Non-Executive
Date of Birth	13.01.1979	09.10.1952
Age	46 Years	72 Years
Date of First Appointment on the Board	30.04.2009	15.07.1996
Qualification	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
Experience	<p>Shri Riju Jhunjhunwala, is the Vice Chairman of HEG Limited, he 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. 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 more than 4 Decades 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 & Systems Engineering in 1976 from Illinois Institute of Technology, Chicago, USA. He worked as a Senior Industrial & System Engineer with Rego Co., Chicago from December 1976 to May 1980, having trained & practiced most, the Maynard Operations Sequencing Technique for manufacturing high quality valves & regulators for the LPG & 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>
No. of other Directorships in Public Limited Companies	<p>Bhilwara Energy Limited</p> <p>RSWM Limited</p> <p>Bhilwara Infotechnology Limited</p> <p>Bhilwara Technical Textiles Limited</p> <p>NJC Hydro Power Limited</p> <p>Chango Yangthang Hydro Power Limited</p> <p>TACC Limited</p>	<p>RSWM Limited</p> <p>Maral Overseas Limited</p> <p>BSL Limited</p> <p>Bhilwara Technical Textiles Limited</p>
Chairman/Member of the Committees of the Board of Directors of the Companies. #		
Audit Committee	Nil	Member

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





Stakeholders Relationship Committee	Chairman	Nil
Chairman/Member of the Committees of the Board of Directors of the other Companies. #		
Audit Committee	Nil	BSL Limited –Member
Stakeholders Relationship Committee	Bhilwara Technical Textiles Limited- Member	RSWM Limited- Member Maral Overseas Limited- Member
Listed Entities from which the Director has resigned in the past three years	Nil	Nil
No of Equity Shares held in the Company as on 31 st March, 2025.	6,780	Nil
Number of Board Meetings attended/held during the year	6/7	7/7
Terms and conditions of appointment/ re-appointment	Non-Executive Director, liable to retire by rotation.	Non-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
Relationship with other Directors, Manager and Key Managerial Personnel	Shri Riju Jhunjhunwala is relative of Shri Ravi Jhunjhunwala.	No relationship with other Director, Manager and Key Managerial Personnel.
Justification for choosing the Independent Director	Not Applicable	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	Refer point no. 2 (iii) of Corporate Governance report

Audit Committee and Stakeholders Relationship Committee have been considered.

Note 1: 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.

Note 2: Smt. Vinita Singhanian (Presently Aged: 73 Years 2 Months) (DIN: 00042983), Non-Executive Non-Independent Director of the Company will attain the age of 75 years in FY 2026-2027, therefore prior approval of Shareholder is being taken in the ensuing Annual General Meeting of the Company pursuant to Regulation 17(1A) of SEBI (LODR) Regulations, 2015.

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) Dist. Raisen - 462046
(Madhya Pradesh), India
Tel.: +91-7480-405500, 233524 to 233527
Fax: +91-7480-233522
GSTN No.: 23AAACH6184K1ZH
Website: www.hegltd.com

