HEG/SECTT/2026 July 29, 2026

BSE Limited 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**

Sub: Proceedings of 54th 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 54th Annual General Meeting of HEG Limited held today i.e. July 29, 2026 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
Digitally signed by VIVEK CHAUDHARY
Date: 2026.07.29 15:37:55 +05'30'

(Vivek Chaudhary)
Company Secretary
M.No. A-13263
heg.investor@lnjbhilwara.com

Encl: as above

Annexure-1

PROCEEDINGS OF THE 54TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HEG LIMITED HELD ON WEDNESDAY, JULY 29, 2026.

The 54th Annual General Meeting (AGM) of the Company was held today i.e. Wednesday, the July 29, 2026 at 12:00 Noon (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM in compliance with the relevant circulars issued by the Ministry of Corporate Affairs (‘MCA’) and the Securities and Exchange Board of India (‘SEBI’) from time to time and other applicable provisions of the Companies Act, 2013, Secretarial Standards and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 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 Jhunjhunwala (DIN: 00060972), Chairman, Managing Director & CEO and member of Stakeholder Relationship Committee and Chairman of CSR & ESG Committee of the Company.

b. Shri Riju Jhunjhunwala (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 Shekhar Agarwal (DIN: 00066113), Director & Member of Audit Committee of the Company.

e. Shri Jayant Davar (DIN: 00100801), Independent Director and Chairman of Nomination and Remuneration Committee and Member of Audit Committee, Stakeholders Relationship Committee and CSR & ESG Committee of the Company.

f. Dr. Nand Gopal Khaitan (DIN: 00020588), Independent Director and Chairman of Audit Committee and Member of Nomination & Remuneration Committee of the Company.

g. Shri Manish Gulati (DIN: 08697512), Executive Director and Member of CSR & ESG Committee of the Company.

h. Shri O.P. Ajmera, Group Chief Financial Officer.

i. Shri Puneet Anand, President and Group Chief Strategy Officer.

j. Shri Ravi Kant Tripathi, Chief Financial Officer.

k. Shri Vivek Chaudhary, Company Secretary.

l. Shri Sunny Singh representing M/s SCV & Co LLP, Statutory Auditors of the Company and

m. 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, July 25, 2026 and ended at 5:00 p.m. (IST) on Tuesday, July 28, 2026**. 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.

Smt. Ramni Nirula, Shri Sandip Somany and Shri Priya Shankar Dasgupta, Independent Directors were not present due to their prior engagement.

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 2025–26. Thereafter, the Chairman delivered his statement. Subsequently, Shri Riju Jhunjhunwala, Vice-Chairman of the Company, provided an update on Restructuring Plan and the Business of HEG Advanced Materials Limited.

The Chairman also informed the members that the Notice dated June 22, 2026 of 54th AGM, Report of Board of Directors and the Financial Statements for the financial year 2025-26 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 and Vice-Chairman at the AGM.

The Chairman briefed the Shareholders about each item set out in the Notice calling the 54th Annual General Meeting.

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 31st March, 2026, 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, 2026 and the Report of Auditors thereon.	Ordinary
2	To declare a Final Dividend of Rs.3.40 per Equity Share of the face value of Rs. 2 each, for the Financial Year 2025-26.	Ordinary
3	To appoint a Director in place of Shri Manish Gulati (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.	Ordinary
SPECIAL BUSINESS		
4	To consider and approve continuation of Shri Shekhar Agarwal (DIN: 00066113), as Non-Executive Non-Independent Director of the Company who will be attaining the age of 75 years in FY 2027-2028.	Special
5	To ratify the remuneration of Cost Auditors for the Financial Year ending 31st March, 2027.	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.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.

The Chairman thanked all the members for their participation in the meeting. The meeting concluded at 12:49 P.M. The E-voting facility was kept open for next 15 minutes to enable the Shareholders to cast their vote.

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 Manish Gulati**
DIN	08697512
Category of Directorship	Executive
Date of Birth	29.07.1969
Age	57 Years
Date of First Appointment on the Board	1st March, 2020
Qualification	BSc (Statistics), BE (Electronics), and MBA (Marketing and Finance).
Experience	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 33 years. He has been associated with our Company (HEG Limited) for more than 32 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 Directorshipsin Public Limited Companies	1) HEG Graphite Limited
Chairman/Member of the Committees of the Board of Directors of the Companies. #	
Audit Committee	Nil
Stakeholders Relationship Committee	Nil
Chairman/Member of the Committees of the Board of Directors of the other Companies. #	
Audit Committee	Nil
Stakeholders Relationship Committee	Nil

Listed Entities from which the Director has resigned in the past three years	Nil
No of Equity Shares held in the Company as on 31st March, 2026.	4,000
Number of Board Meetings attended/held during the year	5/5
Terms and conditions of appointment/ re-appointment	Executive Director, liable to retire by rotation.
Remuneration sought to be paid and the remuneration last Drawn	Remuneration sought to be paid will be as approved by the Shareholder. Remuneration drawn in FY 2025-26 was Rs. 421.86 Lakhs.
Relationship with other Directors, Manager and Key Managerial Personnel	No relationship with other Director, Manager and Key Managerial Personnel.
Justification for choosing the Independent Director	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

#Audit Committee and Stakeholders Relationship Committee have been considered.

Note 1: Shri Shekhar Agarwal (Presently Aged: 73 Years 8 Months) (DIN: 00066113), Non-Executive Non-Independent Director of the Company will attain the age of 75 years in FY 2027-2028, 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.