

HGIEL/HO/COMPLIANCE/2024-25/402**06-02-2025****BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East)
Mumbai- 400 051

Scrip Code- 541019

Scrip Symbol- HGINFRA

Dear Sir/Madam,

Sub: Incorporation of a Wholly Owned Subsidiary Company ('WoS')

In continuation to our earlier announcements dated November 30, 2024, and dated January 04, 2025 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that H.G. Infra Engineering Limited (the 'Company') has incorporated a wholly owned subsidiary company namely "H.G. Gujarat Bess Private Limited" a Special Purpose Vehicle ('SPV') on February 05, 2025.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD1 /P/CIR/2023/123 dated July 13, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 is enclosed as **Annexure A**.

This is for your information and records.

Thanking you,

Yours faithfully,

For **H.G. Infra Engineering Limited****Ankita Mehra**

Company Secretary & Compliance Officer
ACS No. - 33288

Encl: As above

H.G. INFRA ENGINEERING LTD.

Annexure A

Sr. No	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>H.G. Gujarat Bess Private Limited (CIN: U35100RJ2025PTC099848) is incorporated as a wholly owned subsidiary ('WOS') of H.G. Infra Engineering Limited (the 'Company') as a Special Purpose Vehicle ('SPV') having authorised capital of Rs. 15,00,000 divided into 1,50,000 equity shares of Rs 10/- each and subscribed capital of Rs. 15,00,000 divided into 1,50,000 equity shares of Rs 10/- each.</p> <p>Size/Turnover: Not applicable (yet to commence business operations).</p>
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	<p>H.G. Gujarat Bess Private Limited being a Wholly Owned Subsidiary is a related party. The Transaction falls within the ambit of related party transactions.</p> <p>Except to the extent of shares held by the Company in H.G. Gujarat Bess Private Limited and Mr. Girish Pal Singh, promoter of the Company who is Non-Executive Director in H.G. Gujarat Bess Private Limited no other promoter/promoter group/ group companies does not have any interest.</p>
c)	Industry to which the entity being acquired belongs	Battery energy storage system
d)	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>WOS will carry our business in the field of Battery energy storage system</p> <p>Impact of acquisition: As it is a newly incorporated Company, hence there is no impact on the Company</p>
e)	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
f)	Indicative time period for completion of the acquisition	Not applicable
g)	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration
h)	Cost of acquisition and/or the price at which the shares are acquired	Initial subscription to the share capital of Rs. 15,00,000/- divided into 1,50,000 Equity Shares of Rs. 10/- each.
i)	Percentage of shareholding / control acquired and / or number of shares acquired	100%
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	H.G. Gujarat Bess Private Limited is incorporated in India vide certificate of incorporation dated February 05, 2025 as a Wholly owned Subsidiary Company as a Special Purpose Vehicle in the state of Rajasthan and is yet to commence its business operations.