

September 08, 2021

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 Sirs,

Sub: Disclosure of Voting Results in respect of the 19th Annual General Meeting of the Company

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results as Annexure-I and Combined Scrutinizer's Report as Annexure-II on the resolutions passed at the 19th Annual General Meeting of the Company held on Monday, September 06, 2021 at 2:00 p.m. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The said resolutions have been approved by Members with requisite majority.

The above information is also being uploaded on the Company's website at www.hginfra.com

This is for your information and records.

Thanking you,

Yours faithfully

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



Ankita Mehra
Company Secretary & Compliance Officer
M. No. A33288



Encl: As above

H. G. INFRA ENGINEERING LTD.

Voting Results of the 19th Annual General Meeting pursuant to regulation 44 of the Listing Regulations

Date of AGM	September 06, 2021
Total number of shareholders on record date (i.e.as on Monday, August 30, 2021)	33,663
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	Not Applicable
Public	
No. of shareholders attended the meeting through Video Conferencing	
Promoter and Promoter group	11
Public	42



Resolution Required : (Ordinary)			1 - I. To receive, consider and adopt: a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of Board of Directors and Auditors thereon; and b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10572536	94.3199	10572536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10572536	94.3199	10572536	0	100.0000	0.0000
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	59147938	90.7579	59147938	0	100.0000	0.0000

Resolution Required : (Ordinary)			2 - To declare a final dividend of Rs 0.80 (Rupees Eighty Paisa Only) per equity share of Rs.10 each for the financial year 2020-21.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10572536	94.3199	10572536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10572536	94.3199	10572536	0	100.0000	0.0000
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	59147938	90.7579	59147938	0	100.0000	0.0000



Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. Dinesh Kumar Goyal (DIN:02576453), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	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
			[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10572536	94.3199	10558134	14402	99.8638	0.1362
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10572536	94.3199	10558134	14402	99.8638	0.1362
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	59147938	90.7579	59133536	14402	99.9757	0.0243

Resolution Required : (Ordinary)			4 - To approve the re-appointment of Mr. Harendra Singh (DIN: 00402458) as Managing Director of the Company for a second term of five consecutive years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held [1]	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
			[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10572536	94.3199	10002231	570305	94.6058	5.3942
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10572536	94.3199	10002231	570305	94.6058	5.3942
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	59147938	90.7579	58577633	570305	99.0358	0.9642



Resolution Required : (Ordinary)			5 - To approve the re-appointment of Mr. Vijendra Singh (DIN: 01688452) as Whole-time Director of the Company for a second term of five consecutive years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10572536	94.3199	10002231	570305	94.6058	5.3942
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10572536	94.3199	10002231	570305	94.6058	5.3942
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	59147938	90.7579	58577633	570305	99.0358	0.9642

Resolution Required : (Special)			6 - To approve the re-appointment of Mr. Ashok Kumar Thakur (DIN: 07573726) as an Independent Director of the Company for a second term of five consecutive years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10273190	91.6494	9485437	787753	92.3320	7.6680
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10273190	91.6494	9485437	787753	92.3320	7.6680
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	58848592	90.2986	58060839	787753	98.6614	1.3386



Resolution Required : (Special)			7 - To approve the capital raising by way of issuance of equity shares and/or equity linked securities					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10572536	94.3199	10572536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10572536	94.3199	10572536	0	100.0000	0.0000
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	59147938	90.7579	59147938	0	100.0000	0.0000

Resolution Required : (Ordinary)			8 - To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2022.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	48573157	48573057	99.9998	48573057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48573057	99.9998	48573057	0	100.0000	0.0000
Public Institutions	E-Voting	11209229	10572536	94.3199	10572536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10572536	94.3199	10572536	0	100.0000	0.0000
Public Non Institutions	E-Voting	5388725	522	0.0097	522	0	100.0000	0.0000
	Poll		1823	0.0338	1823	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2345	0.0435	2345	0	100.0000	0.0000
Total		65171111	59147938	90.7579	59147938	0	100.0000	0.0000





Deepak Arora & Associates

(Practicing Company Secretaries)

23 Ka-4 Jyoti Nagar, Jaipur-302005 (Rajasthan)

Ph. : 0141 - 2740960, 9351788834, 9829188834

email : cs@csdeepakarora.com

www.csdeepakarora.com

Annexure - II

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Amendments Rules, 2014]

To,

The Chairperson

19th Annual General Meeting of the Equity Shareholders ("AGM")

of **H.G. INFRA ENGINEERING LIMITED** ("the Company") held on Monday, 06th September, 2021 At 2.00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-Voting & E-Voting conducted at the AGM

I, Deepak Arora, Partner of M/s. Deepak Arora & Associates, a Practicing Company Secretaries Firm, having its office at 23 ka 4, Jyoti Nagar, Near Vidhan Sabha, Jaipur-302005, Rajasthan appointed as a scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the e-voting process including remote e-voting and electronic voting (e-voting) at the AGM, in a fair and transparent manner, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015), in respect of resolutions as set out in the Notice of the AGM dated August 04, 2021 proposed at the AGM of the Equity Shareholders of the Company held on Monday, 06th September, 2021 at 2.00 P.M. through VC / OAVM, submit our Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by remote e-voting and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both remote e-voting and electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render



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consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

2. The RTA of the company completed the dispatch of Notice of the AGM by electronic mode to shareholders who had already registered their email addresses with the Company / Depositories, in compliance with the MCA circulars dated January 13, 2021 and May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 and SEBI Circulars dated May 12, 2020 and January 15, 2021.
3. The Company had availed the e-voting facility both for remote e-voting prior to the AGM and e-voting at the AGM offered by LINK INTIME INDIA PRIVATE LIMITED ("RTA") for conducting e-voting by the Shareholders of the Company.
4. In accordance with the Notice of the AGM sent to the shareholders on August 14, 2021 and the '*Advertisement*' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on August 15, 2020, the voting period for remote e-voting commenced at 9:00 AM on September 03, 2021 and closed at 5:00 PM on September 05, 2021. The e-Voting module was disabled by RTA for voting thereafter.
5. The Shareholders holding shares as on the "cut off" date i.e. 30th August, 2021, were entitled to vote on the resolutions as set out in the Notice of the AGM.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by RTA had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After the closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of RTA. The e-voting data/results downloaded from the e-voting system of RTA were scrutinized and reviewed.
8. Based on the data downloaded, the overall result of Remote e-voting together with e-voting during AGM are as under:



Resolution 1: To receive, Consider and Adopt:

(A) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of Board of Directors and the Auditors thereon;

(B) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of the Auditors thereon: **(Ordinary Resolution)**

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	591,47,938	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



Resolution 2: To declare a final dividend of Rs. 0.80 (Rupees Eighty Paise Only) per equity share of Rs.10 each for the financial year 2020-21: (Ordinary Resolution)

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	591,47,938	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



Resolution 3- To appoint a Director in place of Mr. Dinesh Kumar Goyal (DIN:02576453), who retires by rotation and being eligible, offers himself for re-appointment: **(Ordinary Resolution)**

(i) Voted in **favour** of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
58	5,91,33,536	99.9757

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
04	14,402	0.0243

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



Resolution 4- To approve the re-appointment of Mr. Harendra Singh (DIN: 00402458) as Managing Director of the Company for a second term of five consecutive years: **(Ordinary Resolution)**

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
53	5,85,77,633	99.0358

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
09	5,70,305	0.9642

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



Resolution 5- To approve the re-appointment of Mr. Vijendra Singh (DIN:01688452) as Whole-time Director of the Company for a second term of five consecutive years: **(Ordinary Resolution)**

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
53	5,85,77,633	99.0358

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
09	5,70,305	0.9642

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



Resolution 6- To approve the re-appointment of Mr. Ashok Kumar Thakur (DIN:07573726) as an Independent Director of the Company for a second term of five consecutive years: **(Special Resolution)**

(i) Voted in **favour** of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
53	5,80,60,839	98.6614

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
09	7,87,753	1.3386

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



Resolution 7- To approve the capital raising by way of issuance of equity shares and/or equity linked securities: **(Special Resolution)**

(i) Voted in favour of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	591,47,938	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



Resolution 8- To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2022: **(Ordinary Resolution)**

(i) Voted in **favour** of resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
62	591,47,938	100

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0



All electronic data and relevant records of e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you

Yours faithfully,

for Deepak Arora and Associates
Company Secretaries
ICSI Unique Code: I2001RJ191000



Deepak Arora (Partner)
FCS No.: 5104, CP No.: 3641
UDIN NO. F005104C000912120

Countersigned by:
for H.G. INFRA ENGINEERING LIMITED (PART IX)


Ankita Mehra
Company Secretary
M. No.: A33288



Place: Jaipur
Date: 07.09.2021