



May 05, 2023

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- 541019/973671

Scrip Symbol- HGINFRA

Dear Sir/Madam,

Sub: Disclosure of Voting Results in respect of the Extra Ordinary General Meeting ("EGM") of the Company

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), please find enclosed the Voting Results as **Annexure-I** and Combined Scrutinizer's Report as **Annexure-II** on the resolutions passed at the Extra Ordinary General Meeting of the Company held on Thursday, May 04, 2023 at 2:00 p.m. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The said resolutions have been approved by Members with the requisite majority.

The above information shall also be available 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**

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

Encl: as above

H. G. INFRA ENGINEERING LTD.



Annexure-I

Voting Results of the Extra Ordinary General Meeting pursuant to Regulation 44(3) of the Listing Regulations

Date of EGM	May 04, 2023
Total number of shareholders on record date (i. e. as on Thursday, April 27, 2023)	64,516
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	10
Public	33

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H. G. INFRA ENGINEERING LTD.

Resolution Required: (Special)			1 - To consider and approve the appointment of Ms. Sharada Sunder (DIN: 07599164) as an Independent Director of the Company for a 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	48573152	100.0000	48573152	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		48573152	100.0000	48573152	0.0000	100.0000	0.0000
Public Institutions	E-Voting	10136937	9341992	92.1579	9341992	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		9341992	92.1579	9341992	0.0000	100.0000	0.0000
Public Non Institutions	E-Voting	6461017	601	0.0093	600	1	99.8336	0.1664
	Poll		230	0.0036	230	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		831	0.0129	830	1	99.8797	0.1203
Total		65171111	57915975	88.8676	57915974	1	100.0000	0.0000

Resolution Required: (Special)			2 – To consider and approve the appointment of Ms. Monica Widhani (DIN:07674403) as an Independent Director of the Company for a 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	48573152	100.0000	48573152	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		48573152	100.0000	48573152	0.0000	100.0000	0.0000
Public Institutions	E-Voting	10136937	9341992	92.1579	9341992	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		9341992	92.1579	9341992	0.0000	100.0000	0.0000
Public Non Institutions	E-Voting	6461017	601	0.0093	601	0.0000	100.0000	0.0000
	Poll		230	0.0036	230	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		831	0.0129	831	0.0000	100.0000	0.0000
Total		65171111	57915975	88.8676	57915975	0.0000	100.0000	0.0000

Resolution Required: (Special)			3 – To consider and approve the amendment in Articles of Association ("AoA") of the Company					
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	48573152	100.0000	48573152	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		48573152	100.0000	48573152	0.0000	100.0000	0.0000
Public Institutions	E-Voting	10136937	9341992	92.1579	9341992	0.0000	100.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		9341992	92.1579	9341992	0.0000	100.0000	0.0000
Public Non Institutions	E-Voting	6461017	601	0.0093	601	0.0000	100.0000	0.0000
	Poll		230	0.0036	230	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		831	0.0129	831	0.0000	100.0000	0.0000
Total		65171111	57915975	88.8676	57915975	0.0000	100.0000	0.0000

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Annexure-II

Deepak Arora & Associates

Practicing Company Secretaries

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

Ph. : 0141- 2740960, 9351788834, 9829188834

Email : cs@csdeepakarora.com

www.csdeepakarora.com

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
H.G. INFRA ENGINEERING LIMITED ("the Company")
01st Extra Ordinary General Meeting ("EGM") 2023-24
of the Company held on Thursday, 04th May, 2023 At 2.00 P.M.(IST) through Video
Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting through Remote E-Voting & E-Voting during the EGM of the Company held through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

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 was 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 EGM, 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 EGM dated April 05, 2023 proposed at the EGM of the Equity Shareholders of the Company held on Thursday, 04th May, 2023 at 2.00 P.M. (IST) 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 EGM by the shareholders on the resolutions proposed in the Notice of the EGM 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 EGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

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2. The RTA of the company completed the dispatch of Notice of the EGM by electronic mode to shareholders who had already registered their email addresses with the Company / Depositories, in compliance with the MCA circulars dated December 28, 2022 and May 05, 2022 read with circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021 and December 08, 2021 and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023.
3. The Company had availed the e-voting facility both for remote e-voting prior to the EGM and e-voting at the EGM 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 EGM sent to the shareholders on April 10, 2023 and the '*Advertisement*' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on April, 11, 2023 respectively, the voting period for remote e-voting commenced at 9:00 AM on May 01, 2023 and closed at 5:00 PM on May 03, 2023. The e-Voting module was disabled by RTA for voting thereafter.
5. The Shareholders holding shares as on the "cut off" date i.e. 27th April, 2023, were entitled to vote on the resolutions as set out in the Notice of the EGM.
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 EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM.
7. After the closure of e-voting at the EGM, the votes cast through e-voting at the EGM and through remote e-voting prior to the date of EGM 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 EGM are as under:

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Resolution 1: To consider and approve the appointment of Ms. Sharada Sunder (DIN: 07599164) as an Independent Director of the Company for a 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
86	57915974	100%

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.00%

(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 consider and approve the appointment of Ms. Monica Widhani (DIN:07674403) as an Independent Director of the Company for a 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
87	57915975	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	0.00

(iii) **Invalid** votes:

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

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Resolution 3- To consider and approve the amendment in Articles of Association ("AoA") of the Company: **(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
87	57915975	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	0.00

(iii) **Invalid** votes:

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

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It is to be noted that all the aforesaid resolutions were passed by the members of the Company with requisite majority.

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 EGM 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

Countersigned by:
for **H.G. INFRA ENGINEERING LIMITED**

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ARORA Date: 2023.05.05
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Deepak Arora (Partner)
FCS No.: 5104 , CP No.: 3641
UDIN NO. F005104E000258016

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MEHRA Date: 2023.05.05
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Ankita Mehra
Company Secretary & Compliance Officer
M. No.: A33288

Place: Jaipur
Date: May 05, 2023