



September 07, 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 Sir/Madam,

Sub: Proceedings/Outcome of the 19th Annual General Meeting of the Company

This is to inform you that the 19th Annual General Meeting (AGM) of the Company was held on Monday, September 06, 2021 at 2:00 p.m. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in Compliance with and as per circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

In this regard, please find enclosed herewith the Summary of the proceedings of the AGM pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as Annexure – I.

The details required under Regulation 30 of the Listing Regulations read with SEBI circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015, are also enclosed herewith as Annexure – II.

This will also be hosted on the Company's website at: www.hginfra.com

This is for your information and record.

Thanking you,

Yours faithfully

For **H.G. Infra Engineering Limited**
Ankita Mehra
 Company Secretary & Compliance Officer
 M. No. A33288


Encl: As above

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Annexure-I
SUMMARY OF THE PROCEEDINGS OF THE 19TH ANNUAL GENERAL MEETING OF THE COMPANY

The 19th Annual General Meeting (AGM) of the shareholders of H.G. Infra Engineering Limited (the "Company") was held on Monday, September 06, 2021 at 2:00 p.m. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Ms. Ankita Mehra, Company Secretary & Compliance Officer of the Company commenced the AGM and welcomed the members to the meeting.

The Company Secretary informed the members that the AGM is being held through VC / OAVM in accordance with the circulars and guidelines issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). Accordingly, the physical attendance and the facility to appoint proxy had been dispensed with.

The Company Secretary provided the general instructions to the members regarding participation in the meeting.

The Company Secretary confirmed that the requisite quorum was present through Video Conferencing to conduct the proceedings of the meeting.

All Directors were present for the meeting. The representatives of the Statutory and Secretarial Auditors and Senior Management Officials of the Company were also present at the meeting.

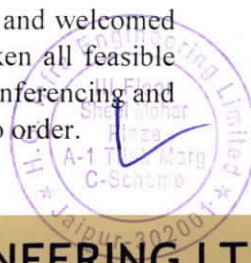
The Annual Report, containing the Notice of the AGM, Report of Board of Directors along with annexures, the Audited Standalone and Consolidated Financial Statements and Auditors' Reports, for the financial year ended 31st March, 2021, was taken as read as the same was already circulated to the Members. As there were no qualifications, observations, adverse comments or remarks in the Auditor's report issued by the Statutory Auditors and the Secretarial Auditors, the same were not required to be read.

The documents which were statutorily required to be kept open were available electronically for inspection by the members during the AGM.

The Company Secretary informed the members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on Friday, September 03, 2021 and ended at 5.00 p.m. on Sunday, September 05, 2021. The Company Secretary informed the Members that the facility for voting through e-voting system was also made available during the Meeting for Members who had not cast their vote prior to the Meeting.

The Company Secretary thereafter briefed the flow of the events for the meeting and requested Mr. Harendra Singh, Chairman of the Company to commence the proceedings of the meeting.

Mr. Harendra Singh, Chairman of the Company, chaired the proceedings of the meeting and welcomed all the participants to the meeting. The Chairman confirmed that the Company had taken all feasible efforts under the current circumstances to enable members to participate through video conferencing and vote at the AGM. The requisite quorum being present, the Chairman called the meeting to order.


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The Chairman addressed the members of the Company with a brief speech wherein he apprised them about the infrastructure sector, highlights on business performance, financials, the Company's technology infrastructure, efforts made to ensure the safety and welfare of the employees, future outlook, etc.

The members were then requested to raise their queries. Members who had registered themselves as speakers, addressed the Meeting through VC / OAVM and sought clarifications on the Company's accounts and businesses. After all the queries raised through speaker shareholders and web chat options, the necessary clarifications/responses were provided to the members by the Chairman.

The following items of business as stated in the Notice of the AGM were then taken up for consideration:

Item No.	Resolutions	Type of resolution (Ordinary/Special)
1.	To receive, consider and adopt: <ul style="list-style-type: none"> 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 	Ordinary 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
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
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
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
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
7.	To approve the capital raising by way of issuance of equity shares and/or equity-linked securities	Special Resolution
8.	To ratify the remuneration payable to Cost Auditors of the Company for the financial year ending March 31, 2022	Ordinary Resolution

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The Company Secretary informed the members that the e-voting facility would be open till 30 minutes after the closure of the meeting for the Members who attended the Meeting but had not voted earlier.

The Company Secretary further informed that Mr. Deepak Arora, Partner, M/s. Deepak Arora & Associates, Practicing Company Secretaries (Membership No. F5104, COP: 3641) was appointed as Scrutinizer to scrutinize the remote e-voting process and voting through the e-voting system at the AGM. She also informed that the combined results of the remote e-voting and e-voting at the AGM would be announced and displayed on the website of the Company and would also be submitted to Stock Exchanges.

The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

The Chairman, thereafter, thanked the members, directors and other invitees for their participation in the AGM and declared the meeting as closed.

The meeting concluded at 3:29 p.m. after being open for 30 minutes for e-voting.

Based on the Scrutinizer's Report dated September 07, 2021 on the combined voting results of the remote e-voting and voting through electronic means conducted at the AGM, all the resolutions were passed by the Members with requisite majority.

Thanking you,

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

Ankita Mehra

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



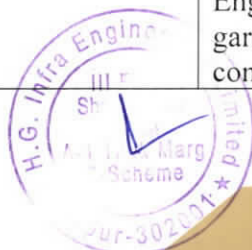
Notes:

- i) The Company will separately intimate the voting result (remote e-voting and voting at the meeting through electronic voting system) to the stock exchanges.
- ii) The dividend declared at the Meeting will be credited to the members on or before October 05, 2021 and physical warrants/ cheques shall be dispatched to the members, who have not registered their ECS mandates.

Annexure-II

Re-appointment of Directors: Mr. Harendra Singh, Mr. Vijender Singh and Mr. Ashok Kumar Thakur

S. No.	Details of Events that need to be provided	Information of such event(s)		
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	At the 19th Annual General Meeting held on September 06, 2021, the shareholders of the Company have: <ol style="list-style-type: none"> (1) Re-appointed Mr. Harendra Singh (DIN:00402458) as Managing Director of the Company, liable to retire by rotation, for a second term of 5 (five) consecutive years commencing from May 15, 2022 to May 14, 2027. (2) Re-appointed Mr. Vijender Singh (DIN:01688452) as Whole-time Director of the Company, liable to retire by rotation, for a second term of 5 (five) consecutive years commencing from May 15, 2022 to May 14, 2027. (3) Re-appointed Mr. Ashok Kumar Thakur (DIN: 07573726) as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years commencing from May 15, 2022 to May 14, 2027. 		
b)	Date of appointment/cessation (as applicable) & term of appointment	Name	Date of Re-appointment	Term
		Mr. Harendra Singh	May 15, 2022	5 (five) years commencing from May 15, 2022 to May 14, 2027
		Mr. Vijendra Singh	May 15, 2022	5 (five) years commencing from May 15, 2022 to May 14, 2027
		Mr. Ashok Kumar Thakur	May 15, 2022	5 (five) years commencing from May 15, 2022 to May 14, 2027
c)	Brief profile (in case of appointment)	Mr. Harendra Singh Mr. Harendra Singh has been on the Board of Company since its incorporation and was appointed as Managing Director of the Board for a period of five years with effect from May 15, 2017. He holds a bachelor's degree in Engineering (Civil) from Jodhpur University and has garnered more than 27 years of experience in the construction industry.		


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		<p>Mr. Vijendra Singh</p> <p>Mr. Vijendra Singh has been on the Board of Company since its incorporation. After garnering a basic education, he amassed more than 29 years of experience in the construction industry. He was appointed as a Whole Time Director on the Board for a period of five years with effect from May 15, 2017.</p> <p>Mr. Ashok Kumar Thakur</p> <p>With a master's degree in commerce from Lucknow University, Mr. Ashok Kumar Thakur has over 39 years of experience in the banking industry. He has been an Independent Director on the Board with effect from May 15, 2017. Prior to this, he has held various positions at Union Bank of India, including general manager (HR) at Corporate Office, general manager (Kolkata zone) and deputy general manager (regional head) at Kolkata and Chandigarh. He has also been chairman at the Rewa Siddhi Gramin Bank.</p>
d)	Disclosure of relationships between directors (in case of appointment of a director)	<p>Mr. Harendra Singh and Mr. Vijendra Singh are brothers and not related to any other Director of the Company.</p> <p>Mr. Ashok Kumar Thakur is not related to any of the Directors of the Company.</p>
e)	Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated 20th June, 2018	<p>Mr. Harendra Singh, Mr. Vijendra Singh and Mr. Ashok Kumar Thakur are not debarred from holding the office of director on account of any order of SEBI or any other such authority.</p>

