



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: Proceedings/Outcome of the Extra-Ordinary General Meeting of the Company**

This is to inform you that the Extra-Ordinary General Meeting (EGM) of the Shareholders of the Company was held on Thursday, May 04, 2023 at 02:00 p.m. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

In this regard, please find enclosed herewith the summary of proceedings of the EGM pursuant to Regulations 30 and 51 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as **Annexure A**.

This will also be hosted on the Company website at [www.hginfra.com](http://www.hginfra.com)

This is for your information and records.

Thanking you,

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

**Ankita Mehra**  
Company Secretary and Compliance Officer  
ICSI M. No.: A33288

Encl: As above

**H. G. INFRA ENGINEERING LTD.**



**SUMMARY OF THE PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING  
OF H.G. INFRA ENGINEERING LIMITED**

The Extra Ordinary General Meeting (EGM) of the shareholders of H.G. Infra Engineering Limited (“the Company”) was held on Thursday, May 04, 2023 at 02:00 p.m. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in accordance with the circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), the Securities and Exchange Board of India (SEBI) and other applicable circulars issued in this regard.

Ms. Ankita Mehra, Company Secretary & Compliance Officer of the Company, commenced the EGM and welcomed the shareholders, auditors and invitees to the meeting.

The Chairperson of the Board of Directors, Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the meeting. The representatives of the Statutory Auditor and Secretarial Auditors/Scrutinizer and Senior Management Officials of the Company were also present at the meeting.

The Company Secretary thereafter 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. He informed the shareholders that the Company had taken all feasible efforts to enable its shareholders to participate through VC and vote at the EGM in a seamless manner.

The Chairman confirmed that the requisite quorum was present through Video Conferencing/ OAVM and called the meeting to order.

Thereafter, the Company Secretary provided general instructions to the shareholders regarding the participation in the meeting.

The notice of the Extra Ordinary General Meeting, being already circulated to the shareholders, was taken as read.

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

The Company Secretary informed the shareholders 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 shareholders of the Company in respect of the resolutions transacted at the meeting. The remote e-voting commenced at 9.00 a.m. Monday, May 01, 2023 and ended at 5.00 p.m. on Wednesday, May 03, 2023. The Company Secretary further informed the shareholders that the facility for voting through e-voting system was also made available during the meeting for shareholders who had not cast their vote prior to the meeting.

The Company Secretary further informed that Mr. Deepak Arora, Partner, M/s. Deepak Arora & Associates, Practicing Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinising the process of remote e-voting held prior to the EGM and e-voting during the EGM.

Shareholders were provided the facilities to ask questions or express their views on the items of the business of the EGM. There were no questions/queries raised by any Shareholder during the EGM.

## H. G. INFRA ENGINEERING LTD.



The following items of business as stated in the Notice of the EGM were transacted at the meeting:

Item No.	Resolutions	Type of Resolution (Ordinary/Special)
<b>Special Business</b>		
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.	<b>Special Resolution</b>
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.	<b>Special Resolution</b>
3.	To consider and approve the amendment in Articles of Association ("AoA") of the Company.	<b>Special Resolution</b>

The Chairman thereafter informed the shareholders that the e-voting facility would be open for 30 minutes after the closure of the meeting to enable shareholders to cast their votes. He also informed that the combined results of the remote e-voting and e-voting at the EGM will be announced within the time stipulated under the applicable laws and the same will be intimated to the stock exchanges and uploaded on the website of the company as well as on the website of the Link Intime India Pvt. Ltd. (Company's RTA).

The Chairman thanked shareholders, auditors and other invitees for their participation in the EGM and declared the meeting closed.

The meeting concluded at 02:45 p.m. after being open for 30 minutes for e-voting.

Based on the Scrutinizer's Report dated May 05, 2023 on the combined voting results of the remote e-voting and voting through electronic means conducted at the EGM, all the resolutions were passed by the shareholders with requisite majority.

**Thanking you,**

Yours faithfully

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

**Ankita Mehra**

Company Secretary & Compliance Officer

M. No. A33288

**H. G. INFRA ENGINEERING LTD.**



Notes:

- i. The Transcript of the EGM will be made available on the website of the Company at [www.hginfra.com](http://www.hginfra.com)
- ii. The details required under Regulations 30 & 51 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015 will be disclosed to the stock exchanges separately.
- iii. The Company will separately disclose the combined results of e-voting, along with the Scrutinizer's report, to the stock exchanges pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## H. G. INFRA ENGINEERING LTD.