



October 25, 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: Incorporation of Section 8 Company

Pursuant to Regulations 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that H.G. Infra Engineering Limited has incorporated a company under Section 8 of the Companies Act, 2013 to undertake its Corporate Social Responsibility (CSR) activities.

The details required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1 /P/CIR/2023/123 dated July 13, 2023, are given 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

Incorporation of Section 8 Company

Sr. No	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	H.G. Foundation (CIN: U88900RJ2023NPL090763), a company incorporated under Section 8 of the Companies Act, 2013 having authorized capital of Rs. 1,00,000/- (Divided into 10,000 Equity Shares of Rs. 10/- each). Turnover-Not Applicable
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"	H.G. Foundation is incorporated as a wholly owned subsidiary of H.G. Infra Engineering Limited (the "Company"). The Promoter & Promoter Group (Mr. Harendra Singh, Mr. Vijendra Singh, Mr. Girish Pal Singh, Mr. Hodal Singh and Ms. Nisha Singh) of the Company are also the directors in H.G. Foundation.
c)	Industry to which the entity being acquired belongs	Non-Profit Organization
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)	To undertake CSR activities, in terms of section 135 of the Companies Act, 2013 read with Rule 4 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, and welfare activities of the Company
e)	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
f)	Indicative time period for completion of the acquisition	The H.G. Foundation is incorporated on October 25, 2023
g)	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration Subscription by the Company is 100% along with individual subscriber being the nominee of the Company.
h)	Cost of acquisition and/or the price at which the shares are acquired;	Rs. 1,00,000/- (10,000 Equity Shares of Rs. 10/- each) The Company has subscribed the equity shares of H.G. Foundation at a face value of Rs. 10/- each.

H. G. INFRA ENGINEERING LTD.



i)	Percentage of shareholding / control acquired and / or number of shares acquired	<p>100%</p> <p>H.G. Foundation is incorporated as a wholly owned subsidiary of the Company under Section 8 of the Companies Act, 2013 with an initial subscription of 10,000 Equity Shares of Rs. 10/- each aggregating to Rs. 1,00,000/- (Rupees One Lakh Only)</p>
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)	<p>H.G. Foundation is incorporated in India vide certificate of incorporation dated October 25, 2023 issued by the Registrar of Companies, Central Registration Centre, as a wholly owned Subsidiary Company under Section 8 of the Companies Act, 2013 to undertake CSR & Welfare activities of the Company.</p> <p>H.G. Foundation is yet to commence its business operations.</p>

H. G. INFRA ENGINEERING LTD.