



October 31, 2023

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Scrip Code- 541019/973671

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East)
Mumbai- 400 051

Scrip Symbol- HGINFRA

Dear Sir/Madam,

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

This is to inform you that the Extra-Ordinary General Meeting ('EGM') of H.G. Infra Engineering Limited (the 'Company') was held today on October 31, 2023 at 02:00 p.m. (IST) through Video Conferencing (VC) in accordance 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 Voting Results of the EGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-A and the Consolidated Scrutinizer's Report on remote e-voting and e-voting during the EGM as Annexure-B.

The Voting Results along with the Scrutinizer's Report are also being made available on the Company's website at www.hginfra.com and on the website of Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company, at <https://instavote.linkintime.co.in>

Based on the Scrutinizer's Report dated October 31, 2023 on the combined voting results of the remote e-voting and voting through electronic means conducted at the EGM, the resolution as set out in the notice of the EGM was passed by the shareholders with requisite majority.

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

Voting Results of the Extra-Ordinary General Meeting ('EGM')

Date of EGM	October 31, 2023
Total number of shareholders on the record date (i.e. Tuesday, October 24, 2023)	79,577
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter and Promoter group	
Public	
No. of shareholders attended the meeting through Video Conferencing	61
Promoter and Promoter group	10
Public	51

H. G. INFRA ENGINEERING LTD.

Resolution Required: (Ordinary/Special)			Special Resolution (Resolution No. 1)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	Total 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	4,85,73,157	4,85,72,852	99.9994	4,85,72,852	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		4,85,72,852	99.9994	4,85,72,852	0.0000	100.0000	0.0000
Public Institutions	E-Voting	96,01,678	87,62,358	91.2586	87,46,763	15,595	99.8220	0.1780
	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		87,62,358	91.2586	87,46,763	15,595	99.8220	0.1780
Public Non Institutions	E-Voting	69,96,276	2720	0.0389	2707	13	99.5221	0.4779
	Poll		1	0.0000	1	0.0000	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		2721	0.0389	2,708	13	99.5222	0.4778
Total		6,51,71,111	5,73,37,931	87.9806	5,73,22,323	15,608	99.9728	0.0272



Deepak Arora & Associates

Practicing Company Secretaries

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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 Chairman

H.G. INFRA ENGINEERING LIMITED ("the Company")

Extra Ordinary General Meeting ("EGM")

of the Company held on Tuesday, 31st October, 2023 at 2.00 P.M. (IST) through Video Conferencing (VC).

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting through Remote E-Voting prior to the EGM & E-Voting during the EGM of the Company held through Video Conferencing (VC).

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 Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015), in respect of resolution as set out in the Notice of the EGM dated October 07, 2023 proposed at the EGM of the Equity Shareholders of the Company held on Tuesday, 31st October, 2023 at 2.00 P.M. (IST) through VC, 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 prior to the EGM 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 October 09, 2023 and the '*Advertisement*' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on October 10, 2023, the voting period for remote e-voting commenced on Friday, at 9:00 AM (IST) October 27, 2023 and closed on Monday, at 5:00 PM (IST) October 30, 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. October 24, 2023, were entitled to vote on the resolution 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 approve the sale or disposal of the assets/undertakings 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
84	5,73,22,323	99.97%

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	15,608	0.03%

(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 hereby confirmed that the aforesaid resolution was passed as per regulation 37A, where votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution and the aforesaid resolution was passed by the members of the Company with requisite majority.

All electronic data and relevant records of e-voting will remain in our 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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Deepak Arora (Partner)
FCS No.: 5104, CP No.: 3641
UDIN NO. F005104E001552091

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by ANKITA
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Date: 2023.10.31
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Ankita Mehra
Company Secretary & Compliance Officer
M. No.: A33288

Place: Jaipur
Date: October 31, 2023