

September 26, 2020

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 Sirs,

Sub: Voting Results & Scrutinizer's Report of 18th Annual General Meeting ("AGM") of the Company

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results (Annexure-1) and Scrutinizer's Report (Annexure-2) on the resolutions passed at the 18th Annual General Meeting ("AGM") of the Company held on Friday, September 25, 2020 at 2:00 p.m. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The said resolutions have been approved by Members with requisite majority.

The above information is also being uploaded 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**


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



Encl: as above

H. G. INFRA ENGINEERING LTD.

Annexure-1

Voting Results of the 18th Annual General Meeting pursuant to regulation 44 of the Listing Regulations

Date of AGM	September 25, 2020
Total number of shareholders on record date (i.e.as on Friday, September 18, 2020)	19,283
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	8
Public	50



Resolution Required : (Ordinary)			1 - To receive, consider and adopt: A.Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of Board of Directors and Auditors thereon; B.Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 and the Report of Auditors thereon.					
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	46901978	46901973	100.0000	46901973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46901973	100.0000	46901973	0	100.0000	0.0000
Public Institutions	E-Voting	13123514	10448313	79.6152	10448313	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10448313	79.6152	10448313	0	100.0000	0.0000
Public Non Institutions	E-Voting	5145619	1352613	26.2867	1351798	815	99.9397	0.0603
	Poll		1388	0.0270	1388	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1354001	26.3137	1353186	815	99.9398	0.0602
Total		65171111	58704287	90.0772	58703472	815	99.9986	0.0014

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Vijendra Singh (DIN: 01688452), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	46901978	46901973	100.0000	46901973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46901973	100.0000	46901973	0	100.0000	0.0000
Public Institutions	E-Voting	13123514	10448313	79.6152	10448313	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10448313	79.6152	10448313	0	100.0000	0.0000
Public Non Institutions	E-Voting	5145619	1352603	26.2865	1351788	815	99.9397	0.0603
	Poll		1388	0.0270	1388	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1353991	26.3135	1353176	815	99.9398	0.0602
Total		65171111	58704277	90.0771	58703462	815	99.9986	0.0014



Resolution Required : (Ordinary)			3 - To approve the appointment of Mr. Dinesh Kumar Goyal (DIN: 02576453) as an Executive Director (Whole-Time Director).					
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	46901978	46901973	100.0000	46901973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46901973	100.0000	46901973	0	100.0000	0.0000
Public Institutions	E-Voting	13123514	10448313	79.6152	10448313	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10448313	79.6152	10448313	0	100.0000	0.0000
Public Non Institutions	E-Voting	5145619	1351603	26.2671	1350788	815	99.9397	0.0603
	Poll		1388	0.0270	1388	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1352991	26.2941	1352176	815	99.9398	0.0602
Total		65171111	58703277	90.0756	58702462	815	99.9986	0.0014

Resolution Required : (Ordinary)			4 - To appoint M/s. Shridhar & Associates, CharteredAccountants, as Joint Statutory Auditors 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	46901978	46901973	100.0000	46901973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46901973	100.0000	46901973	0	100.0000	0.0000
Public Institutions	E-Voting	13123514	10448313	79.6152	10448313	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10448313	79.6152	10448313	0	100.0000	0.0000
Public Non Institutions	E-Voting	5145619	1352603	26.2865	1351787	816	99.9397	0.0603
	Poll		1388	0.0270	1388	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1353991	26.3135	1353175	816	99.9397	0.0603
Total		65171111	58704277	90.0771	58703461	816	99.9986	0.0014



Resolution Required : (Special)			5 - To authorize capital raising through issuance of equity shares and/or equity linked securities.					
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	46901978	46901973	100.0000	46901973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46901973	100.0000	46901973	0	100.0000	0.0000
Public Institutions	E-Voting	13123514	10448313	79.6152	10448313	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10448313	79.6152	10448313	0	100.0000	0.0000
Public Non Institutions	E-Voting	5145619	1352613	26.2867	1351784	829	99.9387	0.0613
	Poll		1388	0.0270	1388	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1354001	26.3137	1353172	829	99.9388	0.0612
Total		65171111	58704287	90.0772	58703458	829	99.9986	0.0014

Resolution Required : (Ordinary)			6 - To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2021.					
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	46901978	46901973	100.0000	46901973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46901973	100.0000	46901973	0	100.0000	0.0000
Public Institutions	E-Voting	13123514	10448313	79.6152	10448313	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10448313	79.6152	10448313	0	100.0000	0.0000
Public Non Institutions	E-Voting	5145619	1352611	26.2867	1351795	816	99.9397	0.0603
	Poll		1388	0.0270	1388	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1353999	26.3137	1353183	816	99.9397	0.0603
Total		65171111	58704285	90.0772	58703469	816	99.9986	0.0014





Deepak Arora & Associates

(Practicing Company Secretaries)

23 Ka-4 Jyoti Nagar, 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

18th Annual General Meeting of the Equity Shareholders

Of **H.G. INFRA ENGINEERING LIMITED** held on Friday, 25th September, 2020 At 2.00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Deepak Arora, Partner of M/s. Deepak Arora & Associates, a Company Secretary Firm having its office at 23 ka 4, Jyoti Nagar, Near Vidhan Sabha, Jaipur-302005, Rajasthan appointed as a scrutinizer of H.G. INFRA ENGINEERING LTD. ("the Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) 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 the below mentioned resolution passed at the 18th Annual General Meeting ("AGM") of the Equity Shareholders of **H.G. INFRA ENGINEERING LTD.** Held on Friday, 25th September, 2020 at 2.00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (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 AGM by the shareholders on the resolutions proposed in the Notice of the 18th Annual General Meeting of the Company is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM 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.
2. The Company had availed the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) offered by LINK INTIME INDIA PRIVATE LIMITED ("RTA") for conducting e-voting by the Shareholders of the Company.



[Handwritten signature]

3. In accordance with the Notice of the 18th Annual General Meeting sent to the shareholders and the '**Advertisement**' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on September 03, 2020, the remote e-voting opened at 9:00 AM on September 22, 2020 and closed at 5:00 PM on September 24, 2020.
4. The Shareholders holding shares as on the "cut off" date i.e. 18th September, 2020, were entitled to vote on the proposed resolutions (item no. 1 to 6 as set out in the Notice dated August 25, 2020 convening the 18th Annual General Meeting of H.G. INFRA ENGINEERING LTD).
5. 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 LINK INTIME INDIA PRIVATE LIMITED ("RTA") had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
6. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked in the presence of two witnesses, who are not in the employment of the company.
7. The overall result of Remote e-voting together with e-voting during AGM are as under:

Resolution 1: To receive, Consider and Adopt:-

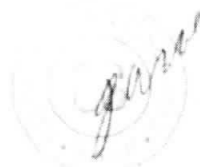
1. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of Board of Directors and the Auditors thereon;
2. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 and the Report of the Auditors thereon. **(Ordinary 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
52	5,87,03,472	99.9986

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
02	815	0.0014



(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 appoint a Director in place of Mr. Vijendra Singh (DIN:01688452), who retires by rotation and being eligible, offers himself for re-appointment.
(Ordinary Resolution)

(i) Voted in favour of resolution:

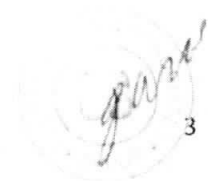
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
51	5,87,03,462	99.9986

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
02	815	0.0014

(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 3- To approve the appointment of Mr. Dinesh Kumar Goyal (DIN: 02576453) as an Executive Director (Whole-Time Director) **(Ordinary 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
50	5,87,02,462	99.9986

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
02	815	0.0014

(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 4- To appoint M/s. Shridhar & Associates, Chartered Accountants, as Joint Statutory Auditors of the Company. **(Ordinary 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
50	5,87,03,461	99.9986



[Handwritten signature]

Continuation Sheet

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
03	816	0.0014

(iii) **Invalid votes:**

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

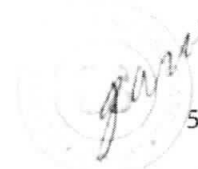
Resolution 5- To Authorize capital raising through issuance of equity shares and/or equity linked securities. **(Special Resolution)**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
51	5,87,03,458	99.9986

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
03	829	0.0014



(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 6 - To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2021. **(Ordinary 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
50	5,87,03,469	99.9986

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
03	816	0.0014

(iv) Invalid votes:

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



Continuation Sheet

All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 18th Annual General Meeting 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 P2001RJ080000

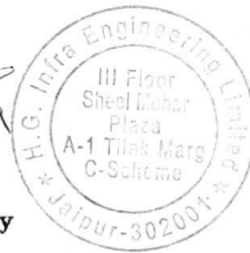


Deepak Arora (Partner)
FCS No.: 5104, CP No.: 3641
UDIN NO. F005104B000779240

Countersigned By:
for **H.G. INFRA ENGINEERING LIMITED (PART IX)**



Ankita Mehra
Company Secretary
M.No.: A33288



Place: Jaipur
Date: 26.09.2020