

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - H.G. Infra Engineering Limited
 2. Quarter ending - 31-Dec-2021

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of ID in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Harendra Singh	00402458	ABPPS7339L	C,ED	MD	21-Jan-2003				25-Jun-1967	NA		1	0	2	0	AC,SC,RC	
Mr.	Vijendra Singh	01688452	ACUPS5415K	ED		21-Jan-2003				05-Jul-1965	NA		1	0	1	0	SC,RC	
Mr.	Dinesh Kumar Goyal	02576453	ABIPG2076K	ED		23-May-2018				25-Dec-1953	NA		1	0	0	0		
Mr.	Ashok Kumar Thakur	07573726	ABHPT9653J	ID		15-May-2017	15-May-2017		56	10-Aug-1954	NA		3	3	4	4	AC,RC,NRC	
Ms.	Pooja Hemant Goyal	07813296	AIRPG0214F	ID		15-May-2017	15-May-2017		56	27-Jul-1978	NA		2	2	2	0	NRC	
Mr.	Onkar Singh	07853887	AEVPS4615N	ID		08-Sep-2017	08-Sep-2017		52	13-Jul-1956	NA		1	1		1	AC,SC,NRC	

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashok Kumar Thakur	ID	Chairperson	17-May-2017	
2	Harendra Singh	C,ED	Member	17-May-2017	
3	Onkar Singh	ID	Member	11-Sep-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Onkar Singh	ID	Chairperson	23-May-2018	
2	Harendra Singh	C,ED	Member	11-Sep-2017	
3	Vijendra Singh	ED	Member	11-Sep-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Harendra Singh	C,ED	Chairperson	24-Jun-2020	
2	Vijendra Singh	ED	Member	24-Jun-2020	
3	Ashok Kumar Thakur	ID	Member	12-May-2021	
4	Kailash Chandra Gupta	Member	Member	24-Jun-2020	08-Nov-2021
5	Satish Kumar Sharma	Member	Member	24-Jun-2020	08-Nov-2021
6	Sanjay Bafna	Member	Member	08-Nov-2021	
7	Vinod Kumar Giri	Member	Member	08-Nov-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

D. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pooja Hemant Goyal	ID	Chairperson	17-May-2017	
2	Ashok Kumar Thakur	ID	Member	17-May-2017	
3	Onkar Singh	ID	Member	24-Jun-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

D. Corporate Social Responsibility committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vijendra Singh	ED	Chairperson	20-April 2014	
2	Harendra Singh	ED	Member	20-April 2014	
3	Onkar Singh	ID	Member	11-sep 2017	
4	Dinesh Kumar Goyal	ED	Member	12-May 2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
04-Aug-2021	08-Nov-2021	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	95

iv Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	04-Aug-2021		Yes		
Audit Committee		08-Nov-2021	Yes	3	2
Nomination & Remuneration Committee	04-Aug-2021		Yes		
Corporate Social Responsibility Committee		08-Nov-2021	Yes	4	1
Risk Management Committee		08-Nov-2021	Yes	3	1
Stakeholders Relationship Committee		24-Dec-2021	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	95

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
---	--

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee – **Yes**
 - b. Nomination & remuneration committee - Yes
 - c. Stakeholders relationship committee - Yes
 - d. Risk management committee (applicable to the top 100 listed entities) - Yes
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - Yes
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- Yes
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - Yes
6. b. Any comments/observations/advice of Board of Directors may be mentioned here:

--

Name : **Ankita Mehra**
Designation : **Company Secretary & Compliance Officer**

Signatory Details	
Name of Signatory	Ankita Mehra
Designation of person	Company Secretary & Compliance Officer
Place	Jaipur
Date	18-01-2022