

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - H.G. Infra Engineering Limited
2. Quarter/ending - 30-Jun-2022

i. Composition Of Board Of Director

Ti t l e (M r / M s)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	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 Independent Directorship 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	Membershi p in Committee s 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-2022	62	10-Aug-1954	NA		3	3	4	4	AC,RC,NRC	
Mrs.	POOJA HEMANT GOYAL	07813296	AIRPG0214F	ID		15-May-2017	15-May-2022	62	27-Jul-1978	NA		2	2	2	0	NRC	
Mr.	ONKAR SINGH	07853887	AEVPS4615N	ID		08-Sep-2017	08-Sep-2017	58	13-Jul-1956	NA		1	1	2	1	AC,SC,NRC	
Mr.	MANJIT SINGH	02759940	ACEPS0679P	ID		13-May-2022	13-May-2022	2	16-Mar-1958	NA		1	1	1	0	AC,RC,NRC	

Company Remarks	1. Mr. Harendra Singh reappointed as a MD w.e.f May 15, 2022 2. Mr. Vijendra Singh reappointed as a WTD w.e.f May 15, 2022 3. Mr. Ashok Kumar Thakur reappointed as an ID w.e.f May 15, 2022 4. Ms. Pooja Hemant Goyal reappointed as an ID w.e.f May 15, 2022 5. Mr. Manjit Singh become member of board as an additional ID w.e.f May 13, 2022
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	
4	MANJIT SINGH	ID	Member	13-May-2022	

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	MANJIT SINGH	ID	Member	13-May-2022	
5	SANJAY BAPNA	MEMBER	Member	08-Nov-2021	
6	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	13-May-2022
2	ASHOK KUMAR THAKUR	ID	Member	17-May-2017	
3	ONKAR SINGH	ID	Member	24-Jun-2020	
4	MANJIT SINGH	ID	Chairperson	13-May-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	VUENDRA SINGH	ED	Chairperson	20-04-2014	
2	HARENDRA SINGH	ED	Member	20-04-2014	
3	ONKAR SINGH	ID	Member	11-09-2017	
4	DINESH KUMAR GOYAL	ED	Member	12-05-2021	

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
03-Feb-2022	23-May-2022	Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	108

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	03-Feb-2022		Yes		
Audit Committee		23-May-2022	Yes	4	3
Nomination & Remuneration Committee	14-Feb-2022		Yes		
Nomination & Remuneration Committee		12-May-2022	Yes	3	3
Risk Management Committee	03-Feb-2022		Yes		
Risk Management Committee		21-May-2022	Yes	4	2
Corporate Social Responsibility Committee		23-May-2022	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	108

v. Related Party Transactions

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

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**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

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