



Date-12th September, 2018

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai-400 001
Scrip Code- 541019

To,
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Mumbai- 400051
Scrip Code- HGINFRA

Sub: Scrutinizer's Report of 16th Annual General Meeting

Dear Sir/Madam,

With reference to the captioned subject, please find enclosed Scrutinizer Report of 16th Annual General Meeting of the Company.

Kindly take the above on record.

Yours faithfully,

H.G. Infra Engineering Limited


Harendra Singh
Managing Director
Din-00402458



H. G. INFRA ENGINEERING LTD.

(Erstwhile known as H.G. Infra Engineering (P) Ltd.)

Visit us at : www.hginfra.com
E-mail : info@hginfra.com

Corp. Office : III Floor, Sheel Mohar Plaza, A-1, Tilak Marg, C-Scheme
Jaipur-302001 (Raj.)
Regd. Office : 14, Panchwati Colony, Ratanada, Jodhpur-342001 (Raj.)

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CS. IRA BAXI
B.Sc., FCS, PGDMSM
Practicing Company Secretary

CORPORATE TOWER
PLOT NO: 21 & 22
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SECOND PULIYA COMMERCIAL CENTRE
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To,
The Chairman,
16th Annual General Meeting of the Shareholders of
H.G. Infra Engineering Limited (CIN: L45201RJ2003PLC018049)
14, Panchwati Colony Ratanada, Jodhpur
Rajathan-342001

Dear Sir,

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-voting and voting on Poll by your Shareholders, at the 16th Annual General Meeting of your Company held on Monday, 10th September, 2018 at 10.00 a.m at Hotel Radisson, Gaurav Path Road, 8, Residency Road, Jodhpur.

Please find enclosed Consolidated Results of remote e-voting and Poll.

My report on remote E-voting is based on the data downloaded from website <https://instavote.linkintime.co.in> and the data provided/ authenticated by your Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited.

I trust you will find report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.



IRA BAXI
Practicing Company Secretary
FCS: 5456; CP. No.: 4712

Date: 11/09/2018
Place: Jodhpur



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REPORT OF SCRUTINIZER

[CONSOLIDATED]

Based on Results of remote e-Voting & Poll at the 16th Annual General Meeting held on Monday, 10th September, 2018 at 10.00 a.m., Consolidated Results of each item on the Agenda as set out in the notice dated 30th July, 2018 is annexed herewith.

CONSOLIDATED RESULTS OF ITEM NO.1 – ORDINARY RESOLUTION

Subject	To receive, Consider and Adopt:-
	<ul style="list-style-type: none">The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon;The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.

Particulars	Number of Votes Contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	57236100	1547996	58784096	100%
Dissent	NIL	NIL	NIL	NIL
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57236100	1547996	58784096	100%

Accordingly, out of total **58784096** valid votes cast via remote e-voting and Poll, **58784096** votes were cast **ASSENTING** to the Ordinary Resolution constituting **100%** of the e-voting and Poll, **NIL** votes were cast **DISSENTING** to the Ordinary Resolution constituting **NIL** of the e-voting and Poll.

Thus, the Ordinary Resolution as contained in Item No. 1, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.






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CONSOLIDATED RESULTS OF ITEM NO.2 – ORDINARY RESOLUTION

Subject	To declare a Final Dividend of Rs 0.50/- per equity shares of the Company for the Financial Year 2017-18.
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	57286100	1547996	58834096	100%
Dissent	NIL	NIL	NIL	NIL
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58834096** votes were cast **ASSENTING** to the Ordinary Resolution constituting **100%** of the e-voting and Poll, **NIL** votes were cast **DISSENTING** to the Ordinary Resolution constituting **NIL** of the e-voting and Poll.

Thus, the Ordinary Resolution as contained in Item No. 2, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO.3 – ORDINARY RESOLUTION

Subject	To appoint a Director in place of Mr. Vijendra Singh (DIN: 01688452) who retires by rotation and being eligible, offers himself for reappointment.
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	57286100	1547996	58834096	100%
Dissent	NIL	NIL	NIL	NIL
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58834096** votes were cast **ASSENTING** to the Ordinary Resolution constituting **100%** of the e-voting and Poll, **NIL** votes were cast **DISSENTING** to the Ordinary Resolution constituting **NIL** of the e-voting and Poll.

Thus, the Ordinary Resolution as contained in Item No. 3, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO.4 – ORDINARY RESOLUTION

Subject	To Ratify the Payment of Remuneration to the Cost Auditors for the Financial Year 2018-19
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	57286100	1547996	58834096	100%
Dissent	NIL	NIL	NIL	NIL
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58834096** votes were cast **ASSENTING** to the Ordinary Resolution constituting **100%** of the e-voting and Poll, **NIL** votes were cast **DISSENTING** to the Ordinary Resolution constituting **NIL** of the e-voting and Poll.

Thus, the Ordinary Resolution as contained in Item No. 4, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO.5 – ORDINARY RESOLUTION

Subject	To Appoint Mr. Dinesh Kumar Goyal as Director and Whole Time Director
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	57286100	1547996	58834096	100%
Dissent	NIL	NIL	NIL	NIL
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58834096** votes were cast **ASSENTING** to the Ordinary Resolution constituting **100%** of the e-voting and Poll, **NIL** votes were cast **DISSENTING** to the Ordinary Resolution constituting **NIL** of the e-voting and Poll.

Thus, the Ordinary Resolution as contained in Item No. 5, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO. 6 – SPECIAL RESOLUTION

Subject	To make Investments, give Loans, Guarantees and provide Securities under section 186 of the Companies Act, 2013
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	56641532	1547996	58189528	98.90%
Dissent	644568	NIL	644568	1.10%
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58189528** votes were cast **ASSENTING** to the Special Resolution constituting **98.90%** of the E-voting and Poll, **644568** votes were cast **DISSENTING** to the Special Resolution constituting **1.10%** of the e-voting and Poll.

Thus, the Special Resolution as Contained in Item No. 6, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO. 7 – SPECIAL RESOLUTION

Subject	To Borrow Funds under section 180(1)(C) of the Companies Act, 2013
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	56641532	1547996	58189528	98.90%
Dissent	644568	NIL	644568	1.10%
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58189528** votes were cast **ASSENTING** to the Special Resolution constituting **98.90%** of the E-voting and Poll, **644568** votes were cast **DISSENTING** to the Special Resolution constituting **1.10%** of the e-voting and Poll.

Thus, the Special Resolution as Contained in Item No. 7, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO. 8 – SPECIAL RESOLUTION

Subject	Creation of Mortgage and Charge on the Assets of the Company
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	56641532	1547996	58189528	98.90%
Dissent	644568	NIL	644568	1.10%
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58189528** votes were cast **ASSENTING** to the Special Resolution constituting **98.90%** of the E-voting and Poll, **644568** votes were cast **DISSENTING** to the Special Resolution constituting **1.10%** of the e-voting and Poll.

Thus, the Special Resolution as Contained in Item No. 8, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO. 9 – SPECIAL RESOLUTION

Subject	Place of Keeping and Inspection of Registers, Returns, etc.
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	57286100	1547996	58834096	100%
Dissent	NIL	NIL	NIL	NIL
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58834096** votes were cast **ASSENTING** to the Special Resolution constituting **100%** of the e-voting and Poll, **NIL** votes were cast **DISSENTING** to the Special Resolution constituting **NIL** of the e-voting and Poll.

Thus, the Special Resolution as contained in Item No. 9, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO. 10 – SPECIAL RESOLUTION

Subject	To Approve Employees Stock Option Plan 2018
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	54692912	1547996	56240908	97.11%
Dissent	1674058	NIL	1674058	2.89%
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	56366970	1547996	57914966	100%

Accordingly, out of total **57914966** valid votes cast via remote e-voting and Poll, **56240908** votes were cast **ASSENTING** to the Special Resolution constituting **97.11%** of the e-voting and Poll, **1674058** votes were cast **DISSENTING** to the Special Resolution constituting **2.89%** of the e-voting and Poll.

Thus, the Special Resolution as contained in Item No. 10, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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CONSOLIDATED RESULTS OF ITEM NO. 11 – SPECIAL RESOLUTION

Subject	To extend approval of Employees Stock Option Plan 2018 to the employees of Subsidiary Company (IES):-
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	54692912	1547996	56240908	97.11%
Dissent	1674058	NIL	1674058	2.89%
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	56366970	1547996	57914966	100%

Accordingly, out of total **57914966** valid votes cast via remote e-voting and Poll, **56240908** votes were cast **ASSENTING** to the Special Resolution constituting **97.11%** of the e-voting and Poll, **1674058** votes were cast **DISSENTING** to the Special Resolution constituting **2.89%** of the e-voting and Poll.

Thus, the Special Resolution as contained in Item No. 11, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.





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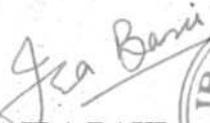
CONSOLIDATED RESULTS OF ITEM NO. 12 – SPECIAL RESOLUTION

Subject	Change in Registered Office of the Company within the State
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Particulars	Number of Votes Contained in			% of total number of valid votes cast
	E-Votes	Poll	Total	
Assent	57286100	1547217	58833317	99.999%
Dissent	NIL	779	779	0.001%
Invalid/ Abstain	NIL	NIL	NIL	NIL
Total	57286100	1547996	58834096	100%

Accordingly, out of total **58834096** valid votes cast via remote e-voting and Poll, **58833317** votes were cast **ASSENTING** to the Special Resolution constituting **99.999%** of the e-voting and Poll, **779** votes were cast **DISSENTING** to the Special Resolution constituting **0.001%** of the e-voting and Poll.

Thus, the Special Resolution as contained in Item No. 12, of the Notice Dated 30th July, 2018 is passed with **REQUISITE MAJORITY**.



IRA BAXI
Practicing Company Secretary
FCS: 5456; CP. No.: 4712

Date: 11/09/2018
Place: Jodhpur