

HGIEL/HO/COMPLIANCE/2024-25/442

26.03.2025

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 Sir/Madam,

Sub: Voting Results of Postal Ballot through remote e-voting process and the Scrutinizer' Report

This is further to our letter dated February 24, 2025, submitting the Notice of Postal Ballot along with the explanatory statement, seeking consent of the Members of the Company by way of a Special Resolution through remote e-voting process on the following resolution:

Sr. No.	Resolution
1.	To consider and approve the appointment of Dr. Sunil Kumar Chaudhary (DIN:00515672) as an Independent Director of the Company for a term of three consecutive years.

In this regard, the remote e-voting process concluded today i.e., Wednesday, March 26, 2025, at 5:00 p.m. (IST). Based on the Scrutinizer's Report on the Postal Ballot conducted through remote e-voting, we hereby inform that the Members of the Company have duly passed the Resolution with the requisite majority.

Accordingly, please find enclosed:

- Voting results of the said Postal Ballot through remote e-voting, in relation to the aforesaid businesses, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (**Annexure - 1**).
- The Scrutinizer's Report dated March 26, 2025, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**Annexure - 2**).

The Voting Results and the Scrutinizer's Report are also available on the Company's website at www.hginfra.com and the website of MUFG Intime India Private Limited at <https://in.mpms.mufg.com/>.

Yours Sincerely

For **H.G. Infra Engineering Limited**

Ankita Mehra
Company Secretary & Compliance Officer
ACS No. – 33288

Encl: As above

H.G. INFRA ENGINEERING LTD.

Voting Results

H.G. Infra Engineering Limited

Resolution Required :Special

1 - To consider and approve the appointment of Dr. Sunil Kumar Chaudhary (DIN:00515672) as an Independent Director of the Company for a term of three consecutive years.

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
Promoter and Promoter Group	E-Voting	46780176	46779476	99.9985	46779476	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		46779476	99.9985	46779476	0	100.0000	0.0000
Public Institutions	E-Voting	9702408	8701036	89.6791	8701036	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		8701036	89.6791	8701036	0	100.0000	0.0000
Public Non Institutions	E-Voting	8688527	7831	0.0901	6879	952	87.8432	12.1568
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7831	0.0901	6879	952	87.8432	12.1568
Total		65171111	55488343	85.1425	55487391	952	99.9983	0.0017



Deepak Arora & Associates

Practicing Company Secretaries

23 Ka- 4 Jyoti Nagar, Near Vidhan Sabha, Jaipur- 302005
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ANNEXURE-2

REPORT OF SCRUTINIZER

*[Pursuant to Section 110 and 108 of the Companies Act, 2013 and rule 20 and 22 of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairperson
H.G. Infra Engineering Limited ("the Company")
14, PANCHWATI COLONY RATANADA, JODHPUR,
RAJASTHAN, INDIA, 342001

Dear Sir,

Subject: Scrutinizer's Report on Remote e-Voting of Postal Ballot process in respect of passing of resolution set-out in the notice dated February 05, 2025.

I, Heena Lakhani, Partner of M/s. Deepak Arora & Associates, a Practicing Company Secretaries Firm, Jaipur, having its office at 23 ka 4, Jyoti Nagar, Near Vidhan Sabha, Jaipur, Rajasthan-302005, was appointed as a scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Postal ballot voting only by way of remote e-voting process (e-voting), in a fair and transparent manner, pursuant to Section 110 and 108 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended up to date, in respect of the Resolution contained in the Notice of the Postal Ballot dated February 05, 2025.

Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), (iii) General Circular issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of postal ballot process on the Resolution contained in the Notice of the Postal Ballot dated February 05, 2025.

Scrutinizer's Responsibility

My responsibility as a scrutinizer for the postal ballot process is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepares a Scrutinizer's Report of the votes cast by the members **"in Favor"** or **"Against"** on the Resolution as stated in the Postal Ballot Notice. My report is based on the reports generated from the E-voting system provided by MUFG Intime India Private Limited ("MUFG") (formally known as Link Intime India Private Limited) ("E-voting facility provider/RTA/ MUFG"), engaged by the Company to provide e-voting facility to its Members.

The Company had availed the e-voting facility offered by MUFG for conducting e-voting by electronic means.

I submit my report as under

1. The MUFG Intime India Private Limited (formally known as Link Intime India Private Limited) (MUFG), Registrar and Share Transfer Agent ("RTA") of the Company, completed the dispatch of Notice of the Postal Ballot by electronic mode to shareholders who had already registered their email addresses with the Company / Depositories, in compliance with the Circulars issued by the Ministry of the Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India. Pursuant to MCA circulars, the hard copy of Notice, Postal Ballot Form and pre- paid business envelope were not sent to the Members. Accordingly, the communication of the assent or dissent of the Members has taken place through e-voting facility/system only.
2. In accordance with the Notice of the Postal Ballot sent to the shareholders on February 24, 2025 and the **'Advertisement'** published pursuant to Rule 20(4) (v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on February 25, 2025, the voting period for remote e-voting commenced at 9:00 A.M. on Tuesday, February 25, 2025 and closed at 5:00 P.M. on Wednesday, March 26, 2025. The e-Voting module was disabled by MUFG for voting thereafter.
3. The Shareholders holding shares as on the "cut off" date i.e. Friday, February 14, 2025, were entitled to vote on the resolutions as set out in the Notice of the Postal Ballot.
4. After the closure of remote e-Voting time and period, We have download the votes cast through remote E-voting on **Wednesday, March 26, 2025 at 05:26 PM (IST)** in the presence of Mr. Vijay Gupta and Ms. Neha Sharma who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from

the evoting website of MUFG <https://instavote.linkintime.co.in> and were reconciled with the records maintained by the Registrar and Transfer Agent of the Company.

5. A summary of the results of the scrutiny of the above postal ballot voting by electronic means in respect of the passing of Resolution contained in the Postal Ballot Notice, is as under:

SPECIAL BUSINESS

Item No. 1 (as an Special Resolution): To consider and approve the appointment of Dr. Sunil Kumar Chaudhary (DIN:00515672) as an Independent Director of the Company for a term of three consecutive years:

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

Postal Ballot Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting	220*	55487391	99.9983

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

Postal Ballot Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting	12*	952	0.0017

- (iii) **Invalid** votes:

Postal Ballot Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0

* Out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 1 equity shareholder has partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 1

equity shareholder has been considered as two separate votes. However, 231 equity shareholders in number voted during the remote e-voting.

Based on the aforesaid result I report that aforesaid resolution as set out in item no 1 of the Notice have been **Passed with Requisite Majority**.

All electronic data, relevant records, Register and all other papers relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company 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**

Heena Lakhani (Partner)
ACS No.: 53279, CP No.: 24299
UDIN NO.: A053279F004159854

Harendar Singh
Chairperson and Managing Director
DIN: 00402458

Place: *Jaipur*
Date: *March 26, 2025*