

Corporate Governance

General information about company	
Scrip Code	541019
NSE Symbol	HGINFRA
MSEI Symbol	NOTLISTED
ISIN	INE926X01010
Name of the entity	H.G. Infra Engineering Limited
Date of start of financial year	01-APR-2024
Date of end of financial year	31-MAR-2025
Reporting Quarter	Quarterly
Date of Report	31-Dec-2024
Risk management committee	Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of Cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr.	Harendra Singh	00402458	Executive Director	Chairperson related to Promoter	MD	25-Jun-1967	No				Active	NA		21-Jan-2003				1	0	2	0			
2	Mr.	Vijendra Singh	01688452	Executive Director	Not Applicable		05-Jul-1965	No				Active	NA		21-Jan-2003				1	0	1	0			
3	Mr.	Dinesh Kumar Goyal	02576453	Executive Director	Not Applicable		25-Dec-1953	No				Active	NA		23-May-2018				1	0	0	0			
4	Mr.	Ashok Kumar Thakur	07573726	Non-Executive-Independent Director	Not Applicable		10-Aug-1954	No				Active	NA		15-May-2017	15-May-2022		91.17	3	3	4	4			
5	Ms.	Pooja Hemant Goyal	07813296	Non-Executive-Independent Director	Not Applicable		27-Jul-1978	No				Active	NA		15-May-2017	15-May-2022		91.17	2	2	2	0			
6	Mr.	Manjit Singh	02759940	Non-Executive-Independent Director	Not Applicable		16-Mar-1958	No				Active	NA		13-May-2022	13 May-2022		31.19	1	1	1	1			
7	Ms.	Monica Widhani	07674403	Non-Executive-Independent Director	Not Applicable		18-Jan-1959	No				Active	NA		08-Feb-2023	08-Feb-2023		22.24	5	5	8	2			
8	Ms.	Sharada Sunder	07599164	Non-Executive-Independent Director	Not Applicable		10-Jun-1967	No				Active	NA		08-Feb-2023	08-Feb-2023		22.24	2	2	1	0			

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07573726	Ashok Kumar Thakur	Non-Executive - Independent Director	Chairperson	17-May-2017		
2	00402458	Harendra Singh	Executive Director	Member	17-May-2017		
3	07599164	Sharada Sunder	Non-Executive - Independent Director	Member	07-Nov-2023		
4	07674403	Monica Widhani	Non-Executive - Independent Director	Member	08-Feb-2023		

Nomination and remuneration committee

Whether the Audit Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02759940	Manjit Singh	Non-Executive - Independent Director	Chairperson	13-May-2022		
2	07573726	Ashok Kumar Thakur	Non-Executive - Independent Director	Member	17-May-2017		
3	07599164	Sharada Sunder	Non-Executive - Independent Director	Member	08-Feb-2023		

Stakeholders Relationship Committee

Whether the Audit Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02759940	Manjit Singh	Non-Executive - Independent Director	Chairperson	07-Sep-2022		
2	00402458	Harendra Singh	Executive Director	Member	11-Sep-2017		
3	01688452	Vijendra Singh	Executive Director	Member	11-Sep-2017		
4	07674403	Monica Widhani	Non-Executive - Independent Director	Member	08-Feb-2023		

Risk Management Committee

Whether the Audit Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00402458	Harendra Singh	Executive Director	Chairperson	24-Jun-2020		
2	07573726	Ashok Kumar Thakur	Non-Executive - Independent Director	Member	12-May-2021		
3	02759940	Manjit Singh	Non-Executive - Independent Director	Member	13-May-2022		
4	07674403	Monica Widhani	Non-Executive - Independent Director	Member	07-Nov-2023		

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	24-Jul-2024			true	8	8	5
2	05-Aug-2024	11		true	8	8	5
3	11-Nov-2024	97		true	8	7	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending meeting (other than Board of Directors)
1	Audit Committee	05-Aug-2024				true	4	4	3	0
2	Audit Committee	11-Nov-2024	97			true	4	3	2	0
3	Nomination and remuneration committee	03-Jul-2024				true	3	3	3	0
4	Nomination and remuneration committee	09-Nov-2024	128			true	3	3	3	0
5	Nomination and remuneration committee	19-Dec-2024	39			true	3	3	3	0
6	Stakeholders Relationship Committee	25-Oct-2024				true	4	4	2	0
7	Risk Management	25-Oct-2024				true	4	4	3	0
8	Corporate Social Responsibility Committee	11-11-2024	16				6	6	3	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions

Disclosure of notes of material transaction with related party

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Other details of cyber security incidence or breaches or loss of data event

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr	Date of the event	Brief details of the event
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Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Ankita Mehra
2	Designation	Company Secretary and Compliance Officer

