

HGIEL/HO/COMPLIANCE/2024-25/371

23-01-2025

BSE LimitedPhiroze 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: Incorporation of a Wholly Owned Subsidiary Company ('WoS')

In continuation to our earlier announcements dated July 25, 2024 and December 10, 2024 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that H.G. Infra Engineering Limited (the 'Company') has incorporated a wholly owned subsidiary company namely "H.G. Bahuvan Jagarnathpur Highway Private Limited" a Special Purpose Vehicle ('SPV') on January 23, 2025 to undertake the below-mentioned project awarded by Ministry of Road Transport and Highways (MORTH):

Project	Project Cost (INR in Crore)	Mode	Length (In KM)	Construction Period
Improvement and up-gradation in two lane with paved shoulders configuration of newly declared NH 227B Bahuvan Madar Majha to Jagarnathpur (Design Km 160.200 to Km 224.040) "84 Kosi Parikrama Marg" in the State of Uttar Pradesh on Hybrid Annuity Mode Package VI	763.11	Hybrid Annuity Mode (HAM)	63.84	2 Years

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD1 /P/CIR/2023/123 dated July 13, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 is enclosed as **Annexure A**.

This is for your information and records.

Thanking you,

Yours faithfully,

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

Ankita MehraCompany Secretary & Compliance Officer
ACS No. - 33288

Encl: As above

H.G. INFRA ENGINEERING LTD.

Annexure A

Sr. No	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>H.G. Bahuvan Jagarnathpur Highway Private Limited (CIN: U42101RJ2025PTC099539) is incorporated as a wholly owned subsidiary ('WOS') of H.G. Infra Engineering Limited (the 'Company') as a Special Purpose Vehicle ('SPV') having authorised capital of Rs. 15,00,000 divided into 1,50,000 equity shares of Rs 10/- each and subscribed capital of Rs. 15,00,000 divided into 1,50,000 equity shares of Rs 10/- each.</p> <p>Size/Turnover: Not applicable (yet to commence business operations).</p>
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	<p>H.G. Bahuvan Jagarnathpur Highway Private Limited being a Wholly Owned Subsidiary is a related party. The Transaction falls within the ambit of related party transactions.</p> <p>Except to the extent of shares held by the Company in H.G. Bahuvan Jagarnathpur Highway Private Limited the promoter/promoter group/ group companies does not have any interest.</p>
c)	Industry to which the entity being acquired belongs	Infrastructure
d)	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>H.G. Bahuvan Jagarnathpur Highway Private Limited is incorporated as a wholly owned subsidiary, as a SPV for Improvement and up-gradation in two lane with paved shoulders configuration of newly declared NH 227B Bahuvan Madar Majha to Jagarnathpur (Design Km 160.200 to Km 224.040) "84 Kosi Parikrama Marg" in the State of Uttar Pradesh on Hybrid Annuity Mode Package VI</p>
e)	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
f)	Indicative time period for completion of the acquisition	Not applicable
g)	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration
h)	Cost of acquisition and/or the price at which the shares are acquired	Initial subscription to the share capital of Rs. 15,00,000/- divided into 1,50,000 Equity Shares of Rs. 10/- each.
i)	Percentage of shareholding / control acquired and / or number of shares acquired	100%
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>H.G. Bahuvan Jagarnathpur Highway Private Limited is incorporated in India vide certificate of incorporation dated January 23, 2025 as a wholly owned Subsidiary Company as a Special Purpose Vehicle and is yet to commence its business operations.</p>