

HGIEL/HO/COMPLIANCE/2024-25/128

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- 541019/973671

Scrip Symbol- HGINFRA

Dear Sir/Madam,

Sub: Incorporation of step-down subsidiary companies

Pursuant to Regulations 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that H.G. Solar Projects Private Limited, a wholly owned subsidiary of H.G. Infra Engineering Limited, has incorporated the following wholly owned subsidiary companies:

1. H.G. Jalore Solar Project Private Limited
2. H.G. Ajmer Solar Project Private Limited

The details required under Regulations 30 and 51 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, are enclosed as **Annexure A**.

This is for your information and records.

Thanking you,

Yours faithfully,

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

Ankita Mehra

Company Secretary & Compliance Officer
ACS No. - 33288

Encl.: As above

INCORPORATION OF STEP-DOWN SUBSIDIARY COMPANIES

Sr. No	Particulars	Details	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>H.G. Jalore Solar Project Private Limited (CIN- U35100RJ2024PTC094970)</p> <p>Authorized, Subscribed and Paid-up share capital: Rs. 1,00,000/- divided into 10,000 equity shares of Rs. 10/- each.</p> <p>Turnover: Not applicable (Yet to commence business operations)</p>	<p>H.G. Ajmer Solar Project Private Limited (CIN- U35100RJ2024PTC094971)</p> <p>Authorized, Subscribed and Paid-up share capital: Rs. 1,00,000/- divided into 10,000 equity shares of Rs. 10/- each.</p> <p>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>The transaction may be considered a related party transaction as the investment is in a step-down subsidiary as a 100% subsidiary of H.G. Solar Projects Private Limited (a wholly owned subsidiary of H.G. Infra Engineering Limited (the "Company").</p> <p>Ms. Poonam Singh Choudhary and Mr. Navneet Choudhary, directors of H.G. Jalore Solar Project Private Limited, belong to the promoter group of the Company.</p> <p>The shares have been subscribed at par and at arm's length.</p>	<p>The transaction may be considered a related party transaction as the investment is in a step-down subsidiary as a 100% subsidiary of H.G. Solar Projects Private Limited (a wholly owned subsidiary of H.G. Infra Engineering Limited (the "Company").</p> <p>Ms. Poonam Singh Choudhary and Mr. Navneet Choudhary, directors of H.G. Ajmer Solar Project Private Limited, belong to the promoter group of the Company.</p> <p>The shares have been subscribed at par and at arm's length.</p>
c)	Industry to which the entity being acquired belongs	Solar Power	Solar Power
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. Jalore Solar Project Private Limited will carry out business in the field of Solar Power.</p> <p>Impact of acquisition: As it is a newly incorporated company, there is no impact on the Company as of now.</p>	<p>H.G. Ajmer Solar Project Private Limited will carry out business in the field of Solar Power.</p> <p>Impact of acquisition: As it is a newly incorporated company, there is no impact on the Company as of now.</p>

e)	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable	Not Applicable
f)	Indicative time period for completion of the acquisition	Not Applicable	Not Applicable
g)	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration	Cash Consideration
h)	Cost of acquisition and/or the price at which the shares are acquired	Initial subscription to the share capital of Rs. 1,00,000/- divided into 10,000 Equity Shares of Rs. 10/- each.	Initial subscription to the share capital of Rs. 1,00,000/- divided into 10,000 Equity Shares of Rs. 10/- each.
i)	Percentage of shareholding / control acquired and / or number of shares acquired	100% investment by H.G. Solar Projects Private Limited, a wholly-owned subsidiary of the Company.	100% investment by H.G. Solar Projects Private Limited, a wholly-owned subsidiary of the Company.
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. Jalore Solar Project Private Limited incorporated on June 03, 2024, vide Certificate of incorporation issued by the Registrar of Companies, Central Registration Centre on June 04, 2024, under the provisions of the Companies Act, 2013, having its registered office in the State of Rajasthan. Its main object is to carry out business in the field of Solar Power.</p> <p>History/Turnover: Not applicable (Yet to commence business operations)</p>	<p>H.G. Ajmer Solar Project Private Limited incorporated on June 03, 2024, vide Certificate of incorporation issued by the Registrar of Companies, Central Registration Centre on June 04, 2024, under the provisions of the Companies Act, 2013, having its registered office in the State of Rajasthan. Its main object is to carry out business in the field of Solar Power.</p> <p>History/Turnover: Not applicable (Yet to commence business operations)</p>