

Integrated Governance

H.G. INFRA ENGINEERING LIMITED

General information about company

| | |
|---|--------------------------|
| Scrip code | 541019 |
| NSE Symbol | HGINFRA |
| MSEI Symbol | NOTLISTED |
| ISIN | INE926X01010 |
| Date of start of financial year | 01-04-2025 |
| Date of end of financial year | 31-03-2026 |
| Reporting Quarter Type | Quarterly |
| Date of Quarter Ending | 31-12-2025 |
| Type of company | Equity |
| Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity? | true |
| Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity? | true |
| Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? | false |
| Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity? | true |
| Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity? | true |
| Risk management committee | true |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |
| Is SCORE ID Available ? | true |
| SCORE Registration ID | COMZ00275 |
| Reason For No SCORE ID | |
| Type of Submission | Original |
| Remarks (website dissemination) | |

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 | | | | | | | | | | true | | | | | | | | | | | | | | |
|--|--------------|------------------------|----------|--------------------------------------|---------------------------------|-------------------------|---------------------------------------|--------------------------------|------------------------------|--|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|-------------------------------|---|--|---|--|----------------------|-----------------------------|-----------------------------|
| Whether the listed entity has a Regular Chairperson | | | | | | | | | | Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | | | | | | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | true | | | | | | | | | | | | | | |
| Sr no. | Title(Mr/Ms) | Name of the Director | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | 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[Refer Regulation 17A(1) of Listing Regulations] | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 28(1) of Listing Regulations] | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 28(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 | false | | | | Active | NA | 21-01-2003 | | | | 1 | 0 | 2 | 0 | | | | |
| 2 | Mr | Vijendra Singh | 01688452 | Executive Director | Not Applicable | | false | | | | Active | NA | 21-01-2003 | | | | 1 | 0 | 1 | 0 | | | | |
| 3 | Mr | Ashok Kumar Thakur | 07573726 | Non-Executive - Independent Director | Not Applicable | | false | | | | Active | NA | 15-05-2017 | 15-05-2022 | | 103.16 | 3 | 3 | 5 | 5 | | | | |
| 4 | Ms | Monica Widhani | 07674403 | Non-Executive - Independent Director | Not Applicable | | false | | | | Active | NA | 08-02-2023 | 08-02-2023 | | 34.23 | 4 | 4 | 6 | 3 | | | | |
| 5 | Ms | Sharada Sunder | 07599164 | Non-Executive - Independent Director | Not Applicable | | false | | | | Active | NA | 08-02-2023 | 08-02-2023 | | 34.23 | 2 | 2 | 2 | 0 | | | | |
| 6 | Mr | Manjit Singh | 02759940 | Non-Executive - Independent Director | Not Applicable | | false | | | | Active | NA | 13-05-2022 | 13-05-2022 | | 43.18 | 1 | 1 | 1 | 1 | | | | |
| 7 | Mr | Sunil Kumar Chaudhary | 00515672 | Non-Executive - Independent Director | Not Applicable | | false | | | | Active | NA | 05-02-2025 | 05-02-2025 | | 10.26 | 1 | 1 | 1 | 0 | | | | |
| 8 | Mr | Devendra Bhushan Gupta | 00225916 | Executive Director | Not Applicable | | false | | | | Active | NA | 01-06-2025 | | | | 1 | 0 | 0 | 0 | | | | |

Annexure I

II. Composition of Committees

| | |
|--|--|
| Disclosure of notes on composition of committees explanatory | |
|--|--|

Audit Committee Details

| Whether the Audit Committee has a Regular Chairperson | | | | | | | true | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|--|
| 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 | 17-05-2017 | | | |
| 2 | 00402458 | Harendra Singh | Executive Director | Member | 17-05-2017 | | | |
| 3 | 07599164 | Sharada Sunder | Non-Executive - Independent Director | Member | 07-11-2023 | | | |
| 4 | 07674403 | Monica Widhani | Non-Executive - Independent Director | Member | 08-02-2023 | | | |

Nomination and remuneration committee

| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | | true | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| 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 | 13-05-2022 | | |
| 2 | 07573726 | Ashok Kumar Thakur | Non-Executive - Independent Director | Member | 17-05-2017 | | |
| 3 | 07599164 | Sharada Sunder | Non-Executive - Independent Director | Member | 08-02-2023 | | |

Stakeholders Relationship Committee

| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | | | true | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|--|
| 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 | 07-09-2022 | | | |
| 2 | 00402458 | Harendra Singh | Executive Director | Member | 11-09-2017 | | | |
| 3 | 01688452 | Vijendra Singh | Executive Director | Member | 11-09-2017 | | | |
| 4 | 07674403 | Monica Widhani | Non-Executive - Independent Director | Member | 08-02-2023 | | | |
| 5 | 00515672 | Sunil Kumar Chaudhary | Non-Executive - Independent Director | Member | 05-02-2025 | | | |

Risk Management Committee

| Whether the Risk Management Committee has a Regular Chairperson | | | | | | | true | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|--|
| 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 | 24-06-2020 | | | |
| 2 | 07674403 | Monica Widhani | Non-Executive - Independent Director | Member | 07-11-2023 | | | |
| 3 | 07573726 | Ashok Kumar Thakur | Non-Executive - Independent Director | Member | 12-05-2021 | | | |
| 4 | 02759940 | Manjit Singh | Non-Executive - Independent Director | Member | 13-05-2022 | | | |
| 5 | 00515672 | Sunil Kumar Chaudhary | Non-Executive - Independent Director | Member | 05-02-2025 | | | |

Corporate Social Responsibility Committee

| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | | | true | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks | |
| 1 | 01688452 | Vijendra Singh | Executive Director | Chairperson | 20-04-2014 | | | |
| 2 | 00402458 | Harendra Singh | Executive Director | Member | 20-04-2014 | | | |
| 3 | 02759940 | Manjit Singh | Non-Executive - Independent Director | Member | 07-09-2022 | | | |
| 4 | 00225916 | Devendra Bhushan Gupta | Executive Director | Member | 01-06-2025 | | | |
| 5 | 07599164 | Sharada Sunder | Non-Executive - Independent Director | Member | 08-02-2023 | | | |
| 6 | 07573726 | Ashok Kumar Thakur | Non-Executive - Independent Director | Member | 08-05-2024 | | | |

Other Committee

Annexure I

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 | 14-07-2025 | | | true | 8 | 7 | 4 |
| 2 | 13-08-2025 | 29 | | true | 8 | 8 | 5 |
| 3 | 12-11-2025 | 90 | | true | 8 | 8 | 5 |

Annexure I

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 | Reson 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 the meeting (other than Board of Directors) |
| 1 | Audit Committee | 13-08-2025 | | | | true | 4 | 4 | 3 | 0 |
| 2 | Audit Committee | 12-11-2025 | 90 | | | true | 4 | 4 | 3 | 0 |
| 3 | Nomination and remuneration committee | 25-09-2025 | | | | true | 3 | 3 | 3 | 0 |
| 4 | Nomination and remuneration committee | 24-11-2025 | 59 | | | true | 3 | 3 | 3 | 0 |
| 5 | Stakeholders Relationship Committee | 03-11-2025 | | | | true | 5 | 5 | 3 | 0 |
| 6 | Risk Management Committee | 11-11-2025 | 7 | | | true | 5 | 5 | 4 | 0 |
| 7 | Corporate Social Responsibility Committee | 03-11-2025 | | | | true | 6 | 6 | 3 | 0 |

Annexure I

| Sr | V. Affirmations | Subject | Compliance status (Yes/No) |
|----|--|---------|----------------------------|
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | | true |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | | true |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | | true |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee | | true |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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. | | true |
| 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. | | true |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | | true |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | | |

Annexure I

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

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 | | false |
|--|-------------------|----------------------------|
| 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 |
| No records available | | |

Signatory Details

| | |
|-----------------------|--|
| Name of signatory | Ankita Mehra |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Jaipur |
| Date | 21-01-2026 |

Investor Grievance Details

| | |
|---|---|
| No. of investor complaints pending at the beginning of Quarter | 0 |
| No. of investor complaints received during the Quarter | 0 |
| No. of investor complaints disposed off during the Quarter | 0 |
| No. of investor complaints those remaining unresolved at the end of the Quarter | 0 |

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

| Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies | | | | | |
|--|--|---------------------|---|---|--|
| Sr.No. | Name of the unlisted company in which shares or voting rights have been acquired | Date of acquisition | Aggregate holding (% shares or voting rights) as at the end of the previous quarter | % shares or voting rights acquired during the quarter | Aggregate holding (% shares or voting rights) as at the end of the quarter |
| No records available | | | | | |

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

| Any Other Information for Disclosure of Imposition of Fine or Penalty | | | | | |
|---|---|--|--|--|--|
| Sr.No. | Name of the authority | Nature and details of the action(s) taken or order(s) passed | Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority | Details of the violation(s)/ contravention(s) committed or alleged to be committed | Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible |
| 1 | OFFICE OF THE JOINT COMMISSIONER CORPORATE CIRCLE-I, STATE TAX, UTTAR PRADESH GOODS AND SERVICES TAX, GHAZIABAD ZONE-I, GHAZIABAD | Imposition of Penalty of Rs. 1,18,512 | 08-12-2025 | wrongful availment of GST Input tax credit for the financial year 2019-20 | Except the amount mentioned herein, there is no other impact on the financial or operation of the Company. |
| 2 | OFFICE OF THE JOINT COMMISSIONER CORPORATE CIRCLE-I, STATE TAX, UTTAR PRADESH GOODS AND SERVICES TAX, GHAZIABAD ZONE-I, GHAZIABAD | Imposition of Penalty of Rs. 3,085 | 09-12-2025 | wrongful availment of GST Input tax credit for the financial year 2020-21 | Except the amount mentioned herein, there is no other impact on the financial or operation of the Company. |
| 3 | OFFICE OF THE JOINT COMMISSIONER CORPORATE CIRCLE-I, STATE TAX, UTTAR PRADESH GOODS AND SERVICES TAX, GHAZIABAD ZONE-I, GHAZIABAD | Imposition of Penalty of Rs. 2,410 | 09-12-2025 | wrongful availment of GST Input tax credit for the financial year 2022-23 | Except the amount mentioned herein, there is no other impact on the financial or operation of the Company. |
| 4 | OFFICE OF THE JOINT COMMISSIONER CORPORATE CIRCLE-I, STATE TAX, UTTAR PRADESH GOODS AND SERVICES TAX, GHAZIABAD ZONE-I, GHAZIABAD | Imposition of Penalty of Rs. 3,000 | 09-12-2025 | wrongful availment of GST Input tax credit for the financial year 2024-25 | Except the amount mentioned herein, there is no other impact on the financial or operation of the Company. |
| 5 | Dy. Excise and Taxation Commissioner, Gurugram (South) | Imposition of late fee of Rs. 1,150 | 22-12-2025 | Section 73(9) of HGST/CGST Act, 2017 r/w 5 & 20 of IGST Act, 2017 for the financial year 2021-22 | Except the amount mentioned herein, there is no other impact on the financial or operation of the Company. |

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

| Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes | | | | |
|--|----------------------------|--|---|--|
| Sr.No. | Name of the opposing party | Date of initiation of the litigation / dispute | Status of the litigation / dispute as per last disclosure | Current status of the litigation / dispute |
| 1 | Income Tax Department | 26-03-2025 | Matter is Subjudice | Appeal Filed |
| 2 | Income Tax Department | 25-03-2025 | Matter is Subjudice | Appeal Filed |