

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	Half Yearly	
Date of Quarter Ending	30-09-2025	
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?	true	
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	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. 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																								
Whether the listed entity has a Regular Chairperson						true																		
Whether Chairperson is related to MD or CEO						true	Disqualification of Directors under section 164 of the Companies Act, 2013																	
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)	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	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		100.15	3	3	4	4			
4	Ms	Monica Widhani	07674403	Non-Executive - Independent Director	Not Applicable		false				Active	NA		08-02-2023	08-02-2023		31.22	4	4	6	3			
5	Ms	Sharada Sunder	07599164	Non-Executive - Independent Director	Not Applicable		false				Active	NA		08-02-2023	08-02-2023		31.22	2	2	2	0			
6	Mr	Manjit Singh	02759940	Non-Executive - Independent Director	Not Applicable		false				Active	NA		13-05-2022	13-05-2022		40.17	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		7.25	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

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

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	21-05-2025			true	8	8	5
2	14-07-2025	53		true	8	7	4
3	13-08-2025	29		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	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 the meeting (other than Board of Directors)
1	Audit Committee	21-05-2025				true	4	4	3	0
2	Audit Committee	13-08-2025	83			true	4	4	3	0
3	Nomination and remuneration committee	11-04-2025				true	3	3	3	0
4	Nomination and remuneration committee	02-05-2025				true	3	3	3	0
5	Nomination and remuneration committee	19-05-2025				true	3	3	3	0
6	Nomination and remuneration committee	25-09-2025	128			true	3	3	3	0
7	Risk Management Committee	02-05-2025				true	5	5	4	0
8	Corporate Social Responsibility Committee	12-05-2025	9			true	6	6	3	0

Annexure I

V. 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	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		

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Ankita Mehra
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Ankita Mehra
Designation of person	Company Secretary and Compliance Officer
Place	Jaipur
Date	28-10-2025

Additional Half yearly Disclosure DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)

Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.			
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	true		
Name	Rajeev Mishra		
Designation	CFO		
Place	Jaipur		
Date	28-10-2025		

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
1	Angul Sundargarh Transmission Limited	28-07-2025	0.00	100.00	100.00
2	H.G. Bikaner Solar Project Private Limited	19-09-2025	51.00	48.83	99.83
3	H.G. Muknasar Solar Project Private Limited	19-09-2025	51.00	48.83	99.83
4	H.G. Paleena Solar Project Private Limited	19-09-2025	51.00	48.82	99.82

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	National Highways Authority of India - For DV08	Imposition of Penalty of Rs. 2,00,000/- regarding non-functioning of ATMS System including TMCS Camera, VSDS, VIDS, VMS etc. including command control center	08-09-2025	Non-functioning of ATMS System including TMCS Camera, VSDS, VIDS, VMS etc. including command control center	There is no immediate impact on financial, operations or other activities of the Company.
2	National Highways Authority of India- For DV09	Imposition of Penalty of Rs. 2,00,000/- regarding non-functioning of ATMS System including TMCS Camera, VSDS, VIDS, VMS etc. including command control center	08-09-2025	Non-functioning of ATMS System including TMCS Camera, VSDS, VIDS, VMS etc. including command control center	There is no immediate impact on financial, operations or other activities 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