

HGIEL/HO/COMPLIANCE/2026-27/708

October 11, 2026

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Scrip Code- 541019/ 977063

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East)
Mumbai- 400 051

Scrip Symbol- HGINFRA

Dear Sir/Madam,

Sub: Incorporation of a Section 8 Company

We refer to our earlier announcements dated July 13, 2026, and August 11, 2026, wherein we had informed about the receipt of letter of award from Department of Skill, Employment & Entrepreneurship Government of Rajasthan for the project of Operation and Management of ITI Bhiwadi Cluster under Component-I of PM-SETU (Pradhan Mantri Skilling and Employability Transformation through Upgraded ITIs).

In accordance with the conditions stipulated under the Request for Proposal (RFP) of the aforesaid project, the Company ("H.G. Infra Engineering Limited") was required to establish a Special Purpose Vehicle (SPV) in the form of a not-for-profit company under Section 8 of the Companies Act, 2013.

Accordingly, we are pleased to inform you that the Company has incorporated a company named "**H.G. Talent Edge Foundation ITI Bhiwadi**" on October 10, 2026, under Section 8 of the Companies Act, 2013, as a not-for-profit organization.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure A**.

This is for your information and records.

Thanking you,

Yours faithfully,

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

ANKITA
MEHRA
 Digitally signed by
 ANKITA MEHRA
 Date: 2026.10.11
 10:37:51 +05'30'

Ankita Mehra

Company Secretary & Compliance Officer
Mem. No. A33288

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.	H.G. Talent Edge Foundation ITI Bhiwadi (CIN: U85500RJ2026NPL118837) has been incorporated as a Subsidiary (Section 8 Company) of H.G. Infra Engineering Limited (the 'Company') having authorised capital of Rs. 100,000 divided into 10,000 equity shares of Rs 10/- each and subscribed capital of Rs. 1,00,000 divided into 10,000 equity shares of Rs 10/- each. Size/Turnover: Not applicable (yet to commence business operations).
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"	H.G. Talent Edge Foundation ITI Bhiwadi being a Subsidiary is a related party. The Transaction falls within the ambit of related party transactions. Except to the extent of shares held by the Company in H.G. Talent Edge Foundation ITI Bhiwadi and the Directorship held by promoters/ promoter group/ group companies does not have any interest.
c)	Industry to which the entity being acquired belongs	Non-Profit Organization
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)	To establish, operate and act as a non-profit special purpose vehicle for supporting the implementation of the PM Setu (Pradhan Mantri skilling and employability transformation through upgraded ITIs) scheme of Government of India. Impact of acquisition as it is a newly incorporated company, hence there is no impact on the Company.
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 51% of share capital amounting to Rs. 51,000/- divided into 5,100 Equity Shares of Rs. 10/- each.
i)	Percentage of shareholding / control acquired and / or number of shares acquired	51%
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)	H.G. Talent Edge Foundation ITI Bhiwadi is incorporated in India vide certificate of incorporation received on October 10, 2026 as a Section 8 Company under the Companies Act, 2013 and is yet to commence its business operations.

**ANKITA
MEHRA**

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 ANKITA MEHRA
 Date: 2026.10.11
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H.G. INFRA ENGINEERING LTD.