

HGIEL/HO/COMPLIANCE/2025-26/520

August 13, 2025

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

Scrip Symbol- HGINFRA

Dear Sir/ Madam,

Subject: Intimation of sale of subsidiary under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), this is to inform you that the Board of Directors (the “Board”) of H.G. Infra Engineering Limited (the “Company”) at its meeting held today i.e. Wednesday, August 13, 2025, has inter alia considered and approved the proposal for divestment of 100% Equity Stake/ Investment held in its following wholly Owned Subsidiaries to Neo Infra Income Opportunities Fund (hereinafter referred to as “Acquirer”);

- (a) H.G. Khammam Devarapalle PKG-1 Private Limited;
- (b) H.G. Khammam Devarapalle PKG-2 Private Limited;
- (c) H.G. Raipur Visakhapatnam AP-1 Private Limited;
- (d) H.G. Raipur Visakhapatnam OD-6 Private Limited; and
- (e) H.G. Raipur Visakhapatnam OD-5 Private Limited

The Company and Acquirer have executed a Binding Offer document today in relation to the sale of the aforesaid subsidiaries.

None of the aforesaid mentioned subsidiaries are material subsidiaries of the Company.

The details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 , are annexed herewith.

This is for your information and records.

Thanking you,

Yours sincerely,

For H.G. Infra Engineering Limited

Ankita Mehra

Company Secretary and Compliance Officer
 ACS No. A33288

Encl. a/a

H.G. INFRA ENGINEERING LTD.

ANNEXURE A

Sale or disposal of the undertakings/assets of the Company

Sr. No.	Details of Events that need to be provided	Information of such events(s)																																	
(a)	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	<p>The total reported revenues for the financial year ended March 31, 2025 were as follows:</p> <table border="1"> <thead> <tr> <th>Asset Name</th> <th>INR Crore</th> <th>% Share in Consolidated Revenue</th> </tr> </thead> <tbody> <tr> <td>H.G. Khammam Devarapalle PKG-1 Private Limited (“SPV 1”)</td> <td>296.42</td> <td>5.9%</td> </tr> <tr> <td>H.G. Khammam Devarapalle PKG-2 Private Limited (“SPV 2”)</td> <td>287.58</td> <td>5.7%</td> </tr> <tr> <td>H.G. Raipur Visakhapatnam AP-1 Private Limited (“SPV 3”)</td> <td>273.89</td> <td>5.4%</td> </tr> <tr> <td>H.G. Raipur Visakhapatnam OD-5 Private Limited (“SPV 4”)</td> <td>462.72</td> <td>9.2%</td> </tr> <tr> <td>H.G. Raipur Visakhapatnam OD-6 Private Limited (“SPV 5”)</td> <td>329.10</td> <td>6.5%</td> </tr> </tbody> </table> <p>Net Worth as at March 31, 2025 were as follows:</p> <table border="1"> <thead> <tr> <th>Asset Name</th> <th>INR Crore</th> <th>% Share in Consolidated Net worth</th> </tr> </thead> <tbody> <tr> <td>H.G. Khammam Devarapalle PKG-1 Private Limited (“SPV 1”)</td> <td>110.64</td> <td>2.2%</td> </tr> <tr> <td>H.G. Khammam Devarapalle PKG-2 Private Limited (“SPV 2”)</td> <td>92.45</td> <td>1.8%</td> </tr> <tr> <td>H.G. Raipur Visakhapatnam AP-1 Private Limited (“SPV 3”)</td> <td>95.54</td> <td>1.9%</td> </tr> <tr> <td>H.G. Raipur Visakhapatnam OD-5</td> <td>131.44</td> <td>2.6%</td> </tr> </tbody> </table>	Asset Name	INR Crore	% Share in Consolidated Revenue	H.G. Khammam Devarapalle PKG-1 Private Limited (“SPV 1”)	296.42	5.9%	H.G. Khammam Devarapalle PKG-2 Private Limited (“SPV 2”)	287.58	5.7%	H.G. Raipur Visakhapatnam AP-1 Private Limited (“SPV 3”)	273.89	5.4%	H.G. Raipur Visakhapatnam OD-5 Private Limited (“SPV 4”)	462.72	9.2%	H.G. Raipur Visakhapatnam OD-6 Private Limited (“SPV 5”)	329.10	6.5%	Asset Name	INR Crore	% Share in Consolidated Net worth	H.G. Khammam Devarapalle PKG-1 Private Limited (“SPV 1”)	110.64	2.2%	H.G. Khammam Devarapalle PKG-2 Private Limited (“SPV 2”)	92.45	1.8%	H.G. Raipur Visakhapatnam AP-1 Private Limited (“SPV 3”)	95.54	1.9%	H.G. Raipur Visakhapatnam OD-5	131.44	2.6%
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H.G. INFRA ENGINEERING LTD.

		Private Limited (“SPV 4”)		
		H.G. Raipur Visakhapatnam OD-6 Private Limited (“SPV 5”)	132.19	2.6%
(b)	Date on which the agreement for sale has been entered into	The binding offer document is executed on 13-Aug-2025 and the Share Purchase Agreement will be executed shortly.		
(c)	The expected date of completion of sale/disposal	Completion of the sale depends on and is expected after the satisfaction of condition precedents set out in the Binding Offer dated 13-Aug-2025 (“BO”) and followed by Share Purchase Agreement (“SPA”) which includes third party approvals and regulatory approvals as well as the fulfillment of certain contractual covenants. The transaction is expected to get completed in next 12 months.		
(d)	Consideration received from such sale/ disposal	Approximate aggregate Enterprise value of all the target SPVs combined will be INR 3584 Crore. This is subject to any adjustments as agreed between the party and specified in the BO/SPA.		
(e)	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group /group companies. If yes, details thereof	<p>Neo Infra Income Opportunities Fund (“NIOF”), a registered scheme under Neo Credit Alternatives Investment Trust, a Category II Alternative Investment Fund registered with the Securities and Exchange Board of India managed by its investment manager, Neo Asset Management Private Limited (“NAM”), a company registered under the Companies Act, 2013 having corporate identification number U67100MH2021PTC371799 having its registered office at Unit 903, B Wing, 9th Floor, Marathon Futurex, Mafatlal Mill Compound, NM Joshi Marg, Lower Parel, Mumbai- 400013</p> <p>Further, the Buyer does not belong to the promoter/ promoter group/ promoter group companies.</p>		
(f)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”	The transaction would not fall under a related party transaction.		
(g)	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not applicable		
(h)	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation /merger, shall be disclosed by the Company with respect to such slump sale	Not applicable as the transaction is not a slump sale.		

H.G. INFRA ENGINEERING LTD.