

January 19, 2026

To
The Compliance Manager
BSE Limited
Corporate Relationship Dept.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.

To
The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai 400 051.

Scrip Code: 544419

Symbol: ARISINFRA

Subject: Outcome of the Board meeting held today on, January 19, 2026

Dear Sir/ Ma'am,

Pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform you that the Board of Directors of Arisinfra Solutions Limited ("Company") at their meeting held on Monday, January 19, 2026 which commenced at 06:00 P.M. I.S.T. and concluded at 07:00 P.M. I.S.T. have inter-alia, approved the following matters:

1. Incorporation of Joint Venture Company

The Board has approved the incorporation of a Joint Venture Company ("JV Company") in association with JS Infra Projects, subject to receipt of requisite approvals, if any.

The key terms of the proposed Joint Venture include:

Name of the JV Company: JS Infra Core Private Limited (subject to availability and approval by the Registrar of Companies) or any other name approved by the Registrar of Companies

Nature of business:

1) To manufacture, produce, process, refine, treat, import, export, buy, sell, supply, distribute and otherwise deal in asphalt, bitumen, tar products, asphalt mixtures, emulsions, roofing felts, road surfacing materials and all allied products and by-products thereof, including the development and application of asphalt-based technologies for road construction, paving, waterproofing and industrial uses.

2) To carry on the business of Trading, manufacturing, producing, supplying, and dealing in all types and grades of asphalt, bitumen, tar products, asphalt mixtures including precast concrete, ready-mix concrete, concrete blocks, and other related items.

3) To render advisory and consultancy services of any nature whatsoever in relation to real estate projects / real estate development/ infrastructure projects including but not limited to commercial offices, residential, hotels, warehousing, retail malls, plotted development project or similar projects and to provide advisory services, project management services and/or development management services of any nature whatsoever in relation to real estate projects / real estate development/ infrastructure projects including but not limited to corporate strategy, sales, marketing and construction including assisting clients in fund raising activities from HNIs, banks, institutional finance companies and other persons for such projects.

Shareholding pattern: The Company shall hold 70% of the paid-up share capital of the JV Company.

Authorized representatives/directors: Mr. Ronak Kishor Morbia, Chairman & Managing Director, or any other authorized representative as a subscriber to proposed JV Company and proposed Directors of the said JV will be as follows or any other directors appointed by the Board from time to time:

- 1) Mr. Latesh Shailesh Shah - Company Secretary and Compliance Officer
- 2) Mrs. Nishita Ronak Chheda - DGM - Finance & Insurance

The requisite details of Point no 1 as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11,2024 is enclosed herewith as **Annexure A**

2. **Shifting of Registered Office within the local limits of the same city of Aris Infra Solutions Limited**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held on Monday, January 19, 2026 have accorded their consent to shift the registered office of the Company **from** Unit No. G-A-04 to 07, Ground Floor - A Wing, Art Guild House, Phoenix Market City, L.B.S. Marg, Kurla (West), Mumbai - 400070, Maharashtra, India **to** **Unit No. FOF B - 02 to 06, Fourth Floor - B Wing, Art Guild House, Phoenix Market City, L.B.S. Marg, Kurla (West), Mumbai - 400070, Maharashtra, India** with effect from Monday, January 19, 2026.

This is for your information and record.

For Arisinfra Solutions Limited

Ronak Kishor Morbia
Chairman and Managing Director
DIN: 09062500

Place: Mumbai

Encl.: As mentioned above

Annexure A

Part I

The Disclosures pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for acquisition of shares of JV Co.

Sr. No.	Particulars	Disclosures
a)	Agreement / joint venture (JV) with companies:	
1.	Name of the entity(ies) with whom agreement/ JV is signed;	Arisinfra Solutions Limited (“Company”) has executed a joint venture agreement with JS Infra Projects, Sole Proprietorship will be holding shares in the proposed JV Company through Mr. Pinal Vinod Kothari 15% and Ms. Jasmine Pinal Kothari 15% (“JS Infra”) for incorporation of a joint venture company (“JV Co.”) in India by way of subscription of equity share capital of the JV Co. for carrying on the business as supply and distribute asphalt and allied road infrastructure materials, including procurement, production through third parties or partners, wherein the Company will hold 70% of the equity share capital of the JV Co. and the remaining 30% of the equity share capital will be held by JS Infra.
2.	Area of agreement/JV	JV Co. shall be formed for carrying on the following: 1) To manufacture, produce, process, refine, treat, import, export, buy, sell, supply, distribute and otherwise deal in asphalt, bitumen, tar products, asphalt mixtures, emulsions, roofing felts, road surfacing materials and all allied products and by-products thereof, including the development and application of asphalt-based technologies for road construction, paving, waterproofing and industrial uses. 2) To carry on the business of Trading, manufacturing, producing, supplying, and dealing in all types and grades of asphalt, bitumen, tar products, asphalt mixtures including precast concrete, ready-mix concrete, concrete blocks, and other related items. 3) To render advisory and consultancy services of any nature whatsoever in relation to real estate projects / real estate development/ infrastructure projects including but not limited to commercial offices, residential, hotels, warehousing, retail malls, plotted development project or similar projects and to provide advisory services, project management services and/or development management services of any nature whatsoever in relation to real estate projects / real estate development/ infrastructure projects including but not limited to corporate strategy, sales, marketing

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		and construction including assisting clients in fund raising activities from HNIs, banks, institutional finance companies and other persons for such projects.
3.	Domestic/international;	Domestic
4.	Share exchange ratio / JV ratio;	The shareholding in the proposed JV Co. shall be as following: Company – 70% JS Infra – 30%
5.	Scope of business operation of agreement / JV;	<ol style="list-style-type: none"> 1) To supply and distribute asphalt and allied road infrastructure materials, including procurement, production through third parties or partners 2) Execution- led delivery for road, highway and urban infrastructure projects; and 3) Such other allied products & services, advisory related to above said business as may be mutually agreed in the definitive agreements, consistent with the term sheet
6.	Details of consideration paid / received in agreement / JV;	<p>The JV Co. is yet to be incorporated. The shareholding of the JV Co. will be held as follows</p> <p>Company – 70% JS Infra – 30%</p> <p>Working capital will be funded by the Company through direct infusion and/or bank facilities backed by the Company's corporate guarantee.</p>
7.	Significant terms and conditions of agreement / JV in brief;	<p>Joint Venture Agreement inter alia provides for the following:</p> <p>(a) each of JS Infra and the Company shall have the right to nominate 2 (two) and 3(three) directors respectively on the board of directors of the JV Co. ("Board")</p> <p>(b) other customary and/or commercially agreed conditions with respect to representations, warranties, indemnities, termination and dispute resolution and any other commercial considerations related to the JV Co. will be determined based on the performance of the business of the JV Co. from time to time by both parties and related compliances shall be undertaken as per the applicable law.</p>

<p>8.</p>	<p>Whether the acquisition would fall within related party transactions 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>	<p>(a) The JV will be a related party transaction for the Company since the Company will hold 70% shareholding in the JV Co. (b) The transaction will be carried out on arm’s length basis.</p>
<p>9.</p>	<p>Size of the entity(ies);</p>	<p>The JV Co. is yet to be incorporated. The shareholding of the JV Co. will be held in Proportion (70:30) by the Company and JS Infra</p>
<p>10.</p>	<p>Rationale and benefit expected.</p>	<p>The proposed framework seeks to combine JS Infra’s on-ground execution capability with Aris Infra’s operating infrastructure, sourcing capabilities, and technology-enabled coordination systems, with the objective of evaluating an asset-light, partnership-driven approach to the asphalt segment.</p>
<p>b)</p>	<p>In the event that any such arrangement is called off for any reason, the same shall be disclosed along with the reasons for calling off the proposal</p>	<p>Not Applicable</p>

Part II

The Disclosures pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for acquisition/subscriber of shares of proposed JV Co.

Sr. No.	Particulars	Disclosures
a.	Name of the target entity, details in brief such as size, turnover etc.;	<p>The JV Co. is yet to be incorporated. Accordingly, name, size and turnover of the JV Co. are not available for disclosure.</p> <p>The JV Co. is yet to be incorporated. The shareholding of the JV Co. will be held in proportion (70:30) by the Company and JS Infra</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>a) The JV will be a related party transaction for the Company since the Company will hold 70% shareholding in the JV Co.</p> <p>(b) The transaction will be carried out on arm's length basis.</p>
c.	Industry to which the entity being acquired belongs;	<p>The JV Co. will undertake business:-</p> <ol style="list-style-type: none"> 1) To supply and distribute asphalt and allied road infrastructure materials, including procurement, production through third parties or partners 2) Execution- led delivery for road, highway and urban infrastructure projects; and 3) Such other allied products & services, advisory related to above said business as may be mutually agreed in the definitive agreements, consistent with the term sheet
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);	The proposed framework seeks to combine JS Infra's on-ground execution capability with Aris Infra's operating infrastructure, sourcing capabilities, and technology-enabled coordination systems, with the objective of evaluating an asset-light, partnership-driven approach to the asphalt segment.
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	Indicative time period for completion of the acquisition;	Proposed Transaction is expected to be completed once the JV Company is incorporated.

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g.	Consideration - whether cash consideration or share swap or any other form and details of the same;	<p>Subscription to 70% of the Equity Share Capital of the JV Company will be by way of cash Consideration.</p> <p>Further, in accordance with the Agreement, the Company intends to undertake any other commercial considerations related to the JV Co. will be determined based on the performance of the business of the JV Co. from time to time by both parties and related compliances shall be undertaken as per the applicable law.</p>
h.	Cost of acquisition and/or the price at which the shares are acquired;	The JV Co. is yet to be incorporated. The shareholding of the JV Co. will be held in proportion (70:30) by the Company and JS Infra.
i.	Percentage of shareholding / control acquired and / or number of shares acquired;	<p>The shareholding in the proposed JV Co. shall be as following:</p> <p>(a) Company – 70%; and</p> <p>(b) JS Infra– 30%.</p>
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);	Not applicable since the JV Co. is yet to be incorporated