

**GPTINFRA/CS/SE/2025-26**

**October 29, 2025**

**The Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001  
Scrip Code - 533761**

**National Stock Exchange of India Ltd.,  
Exchange Plaza,  
Plot no. C-1, Block G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051  
Scrip ID - GPTINFRA**

Dear Sir/Madam,

**Subject: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In continuation to our letter dated September 26, 2025, regarding postal ballot notice and with reference to the captioned subject, and based on the Report of the Scrutinizer for the remote e-voting process, we wish to inform you that the Shareholders of the Company have passed the below mentioned resolutions with requisite majority, which is deemed to have been passed on Monday, October 27, 2025, being the last date of e voting.

Sl. No	Special Business:	
1	Special Resolution	Adoption of new set of Memorandum of Association of the Company as per the Companies Act, 2013.
2	Special Resolution	Adoption of set of Articles of Association of the Company as per the Companies Act, 2013.
3	Special Resolution	Appointment of Dr. Om Tantia, Promoter (DIN:00001342), as a Non-Executive Director designated as Chairman of the Company.
4	Special Resolution	Change in designation of Mr. Atul Tantia (DIN:00001238) from Executive Director & CFO of the Company to Joint Managing Director & CFO of the Company.

The detailed disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI master circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-A**, **Annexure-B** and **Annexure-C** to this letter.

This intimation and copy of new set of MOA & set of AOA is being uploaded on Company's website and can be accessed at [www.gptinfra.in](http://www.gptinfra.in).

Kindly take the aforesaid information on record and oblige.

**For GPT Infracore Limited**

**Sonam Lakhota  
Company Secretary and Compliance Officer  
M. No.: A41358  
Encl: A/a**

**Annexure-A**

**Brief Details with respect to Adoption of New set of Memorandum of Association (“MOA”) of the Company:**

Sl. No.	Particulars	Details
1.	Adoption of New set of Memorandum of Association as per the provisions of the Companies Act, 2013	<p>The Shareholders of the Company has vide Postal Ballot Results approved the Adoption of new set of Memorandum of Association (‘MOA’) in place of existing Memorandum of Association of the Company which was adopted in line with the requirements under the Companies Act, 1956 prevalent at the time of incorporation of the Company. Now, with a view to align with the format prescribed under the Companies Act, 2013, the existing MOA has been substituted and replaced with a new MOA.</p> <p>A summary of the key changes made in the MOA is detailed below:</p> <ul style="list-style-type: none"> <li>• The title of the Clause III (A) be and is hereby amended from “The main objects to be pursued by the Company on its incorporation are” to “Main objects to be pursued by the company on its incorporation are:” with no changes in the existing sub-clauses numbered 1 to 2.</li> <li>• The title of the Clause III (B) be and is hereby amended from “The objects incidental or ancillary to the attainment of the above Main Objects are” to “Matters which are necessary for furtherance of the objects specified in clause III (A) are:”</li> <li>• The sub clauses numbered 36 to 69 are inserted under the title Clause III (B) after existing sub clause no. 35 which was previously mentioned under III.C. of the MOA.</li> <li>• The existing Clause III.C. i.e. “The other objects for which the Company is established are:” containing sub clause numbered 1 to 34, be and is hereby stand deleted in full.</li> <li>• The existing Clause IV stands deleted and replaced by new Clause IV i.e. “The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.”</li> </ul>

		<ul style="list-style-type: none"> <li>The existing Clause V stands deleted and replaced by new Clause V i.e., “The Authorised Share Capital of the Company is ₹1,30,00,00,000 (Rupees One Hundred Thirty Crores only) divided into 13,00,00,000 (Thirteen Crore) Equity Shares of Rs.10 each with powers to increase and reduce the Capital for the time being into several classes and to attach thereto such preferential special rights, privileges or conditions as may be thought fit and according to the provisions of the Companies Act, 2013 for the time being with power to divide the share capital into several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act, or provided by the Articles of Association of the Company for the time being.”</li> </ul>
--	--	--

**Annexure-B**

**Brief Details with respect to Adoption of set of Articles of Association (“AOA”) of the Company:**

Sl. No.	Particulars	Details
1.	Adoption of set of Articles of Association (“AOA”) of the Company as per The Companies Act, 2013	<p>The Shareholders of the Company has vide Postal Ballot Results approved the Adoption of set of Articles of Association (‘AOA’) in place of existing Articles of Association of the Company.</p> <p>Earlier, the Company had altered its AOA to implement new provisions of the Act. However, in view of frequent changes thereafter, it was thought fit by the Board of Directors of the Company that certain clauses of the existing AOA of the Company should be amended/modified and certain new clauses should also be inserted or replaced in place of existing clauses of AOA to align the same with the prevailing provisions of the Act and rules made thereunder.</p> <p>Reasons for the changes in AOA is detailed below:</p> <ul style="list-style-type: none"> <li>The new AOA has been restructured and aligned with the recent changes made in the</li> </ul>

		<p>provisions of the Act and its Rules, the Revised Secretarial Standards issued by the Institute of Company Secretaries of India and other applicable laws;</p> <ul style="list-style-type: none"><li>• No regulations contained in Table `F' in the Schedule I to the Companies Act, 2013, shall apply to this Company, except in so far as the same are repeated, contained or expressly made applicable in these Articles or by the said Act.</li><li>• The regulations for the management of the Company and for the observance of the Members thereof and their representatives, shall subject to any exercise of the statutory powers of the Company with reference to the deletion or alteration of, or addition to its regulation by Resolution, as prescribed by the Companies Act, 2013 as amended from time to time, be such as are contained in these Articles.</li><li>• Provisions of the Act, which permit the Company to do certain acts when authorized by AOA, or, which require the Company to do acts in a prescribed manner unless the AOA otherwise provides, have been specifically included.</li><li>• Since the changes required for aligning the existing AOA with the Act and the rules made thereunder were numerous, it was considered expedient to adopt a set of AOA in substitution to the existing AOA.</li></ul>
--	--	---

**Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for change in designation**

Sl. No	Particulars	Dr. Om Tantia, Promoter (DIN:00001342)	Mr. Atul Tantia (DIN:00001238)
		Non-Executive Director designated as Chairman of the Company	Joint Managing Director & CFO of the Company
1	Reason for change viz. appointment, resignation, removal, death or otherwise.	Change in designation i.e., from Additional Non-Executive Director designated as Chairman to Non-Executive Director designated as Chairman	Change in designation from Executive Director & CFO to Joint Managing Director & CFO of the Company
2	Date of appointment/cessation (as applicable) & term of appointment.	September 24, 2025  Dr. Om Tantia Non-Executive Non-Independent Director designated as Chairman of the Company, liable to retire by rotation shall be entitled to receive sitting fees for attending meetings of the Board or Committees as may be determined by the Board from time to time and as per the terms of the appointment letter of Dr. Om Tantia including reimbursement of various out of pocket expenses viz traveling expenses etc incurred for the Business of the Company and attending the Board/Committee meetings of the Company for performing duties as director of the Company as paid to other Non- Executive Directors of the Company.	September 24, 2025  Mr. Atul Tantia, Joint Managing Director & CFO of the Company, liable to retire by rotation shall be entitled to receive the same salary along with all the perquisites and allowances so payable to him as an Executive Director & CFO post his elevation to Joint Managing Director & CFO of the Company.
3	Brief profile (in case of appointment)	Dr. Om Tantia is one among the Promoter of the Company. He is the Managing Director of the GPT Healthcare Limited, a group company of GPT Infraprojects Limited. As one of the promoters of the Company and GPT Group, he has been associated with the group for more than 25 years.	Mr. Atul Tantia holds Bachelor of Science degree in Economics with concentration in Finance and Management from the Wharton School, University of Pennsylvania, USA and Bachelor of Science degree in Systems Engineering with concentration in Logistics and Project Management

		<p>Dr. Om Tantia holds a degree of Bachelor of Medicine and Bachelor of Surgery from the University of North Bengal and a degree of Master of Surgery in general surgery from the Sawai Man Singh Medical College, Jaipur, University of Rajasthan.</p> <p>He has been honored with several achievements and awards in the Medical field. He has been recognized as a surgeon of excellence by Surgical Review Corporation, USA. He was a past president of Association of the Minimal Access Surgeons of India. He holds an honorary professorship bestowed by the Indian Medical Association. He is also a Fellow Member of the Association of Surgeons of India (FAIS) in general surgery.</p>	<p>from SEAS, University of Pennsylvania, USA. He has an experience of more than 20 years in the area of manufacturing, infrastructure, finance, accounts, banking, compliance, Investor relations, Risk Management and Corporate Governance.</p>
4	<p>Disclosure of relationships between directors (in case of appointment of a director).</p>	<p>Not related to any Director/ KMP of the Company.</p>	<p>Mr. Atul Tantia is the brother of Mr. Vaibhav Tantia, Director &amp; COO of the Company</p>
5	<p>Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.</p>	<p>Dr. Om Tantia is not debarred from accessing the capital markets and /or restrained from holding the position of Director in any company by virtue of any order of the Securities and Exchange Board of India or any other such authority.</p>	<p>Mr. Atul Tantia is not debarred from accessing the capital markets and /or restrained from holding the position of Director in any company by virtue of any order of the Securities and Exchange Board of India or any other such authority.</p>