



PNC Infratech Limited

An ISO 9001 : 2015 Certified Company

Ref No: PNC/SE/56/24-25

Date: 28.09.2024

To,
The Manager
Department of Corporate Services
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai-400 001
Scrip Code: 539150

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, BandraKurla Complex,
Bandra (East), Mumbai- 400 051
NSE Symbol: PNCINFRA

Dear Sir,

Sub: Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015- SALE OR DISPOSAL OF THE ASSETS/UNDERTAKINGS OF THE COMPANY

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations 2015”) and any other applicable provisions of the SEBI Listing Regulations 2015, we would like to inform you that the shareholders of the Company in the Annual General meeting held on **Saturday, September 28, 2024 at 11:00 A.M.** through Video Conferencing (“VC”)/other Audio-Visual Means (“OAVM”) has approved the sale or disposal of the assets/undertakings of the company.

Details as required pursuant to Para A of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is as under:

SN.	Description	Particulars/Details																		
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	<p>The total reported revenues for the financial year ended 31st March 2024 were as follows:</p> <table border="1"><thead><tr><th>Assets Name</th><th>Amount (Rs. in Lakhs)</th><th>% of share in Consolidated Revenue</th></tr></thead><tbody><tr><td>PNC Rajasthan Highways Private Limited</td><td>2912.69</td><td>0.34</td></tr><tr><td>PNC Chitradurga Highways Private Limited</td><td>6000.00</td><td>0.69</td></tr><tr><td>PNC Aligarh Highways Private Limited</td><td>5121.14</td><td>0.59</td></tr><tr><td>PNC Bundelkhand Highways Private Limited</td><td>7724.58</td><td>0.89</td></tr><tr><td>PNC Khajuraho Highways Private Limited</td><td>6905.64</td><td>0.80</td></tr></tbody></table>	Assets Name	Amount (Rs. in Lakhs)	% of share in Consolidated Revenue	PNC Rajasthan Highways Private Limited	2912.69	0.34	PNC Chitradurga Highways Private Limited	6000.00	0.69	PNC Aligarh Highways Private Limited	5121.14	0.59	PNC Bundelkhand Highways Private Limited	7724.58	0.89	PNC Khajuraho Highways Private Limited	6905.64	0.80
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Corporate Office : PNC Tower,
3/22-D, Civil Lines, Bypass Road,
NH-2, Agra-282002

Tel. : 91-562-4054400 (30 Lines)
91-562-4070000 (30 Lines)

Fax : 91-562-4070011

Email : ho@pncinfratech.com

Regd. Office : NBCC Plaza, Tower II,
4th Floor, Pushp Vihar, Sector-V, Saket
New Delhi--110017 (India)

Tel. : 91-11-29574800 (10 Lines)
91-11-29566511, 64724122

Fax : +91-11-29563844

Email : delhioffice@pncinfratech.com

Web. : www.pncinfratech.com

CIN : L45201DL1999PLC195937



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SN.	Description	Particulars/Details		
		PNC TriveniSangam Highways Private Limited	17482.80 2.02	
		PNC Challakere (Karnataka) Highways Private Limited	22669.83 2.62	
		PNC Meerut Haridwar Highways Private Limited	32501.79 3.76	
		PNC Bithur Kanpur Highways Private Limited	31063.20 3.59	
		PNC Unnao Highways Private Limited	47621.70 5.51	
		PNC Gomti Highways Private Limited	22923.50 2.65	
		PNC Bareilly Nainital Highways Private Limited	6249.61 0.72	
		<i>Net Worth as at 31-03-2024 were as follows:</i>		
		<i>Asset Name</i>	<i>Amount (Rs. in Lakhs)</i>	<i>% of share in Consolidated Net Worth</i>
		PNC Rajasthan Highways Private Limited	623.54	0.12
		PNC Chitradurga Highways Private Limited	5597.68	1.08
		PNC Aligarh Highways Private Limited	5060.12	0.98
		PNC Bundelkhand Highways Private Limited	6378.48	1.23
		PNC Khajuraho Highways Private Limited	6912.79	1.33
		PNC TriveniSangam Highways Private Limited	10294.79	1.99



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		<table border="1"><tr><td>PNC Challakere (Karnataka) Highways Private Limited</td><td>6944.29</td><td>1.34</td></tr><tr><td>PNC Meerut Haridwar Highways Private Limited</td><td>6421.89</td><td>1.24</td></tr><tr><td>PNC Bithur Kanpur Highways Private Limited</td><td>10446.13</td><td>2.01</td></tr><tr><td>PNC Unnao Highways Private Limited</td><td>6708.46</td><td>1.29</td></tr><tr><td>PNC Gomti Highways Private Limited</td><td>7095.18</td><td>1.37</td></tr><tr><td>PNC Bareilly Nainital Highways Private Limited</td><td>-4581.93</td><td>-0.88</td></tr></table>	PNC Challakere (Karnataka) Highways Private Limited	6944.29	1.34	PNC Meerut Haridwar Highways Private Limited	6421.89	1.24	PNC Bithur Kanpur Highways Private Limited	10446.13	2.01	PNC Unnao Highways Private Limited	6708.46	1.29	PNC Gomti Highways Private Limited	7095.18	1.37	PNC Bareilly Nainital Highways Private Limited	-4581.93	-0.88
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		<i>Note: (i) The revenues and net worth numbers mentioned above are as recorded in the audited financial statements as per Ind AS.</i>																		
2.	Date on which the agreement for sale has been entered into	15 January, 2024																		
3.	The expected date of completion of sale/disposal	Completion of the sale depends on and is expected after the satisfaction of the conditions precedents set out in the Master Securities Purchase Agreement dated 15 January, 2024 ("SPA") which includes third party approvals and regulatory approvals as well as the fulfillment of certain contractual covenants.																		
4.	Consideration received from such sale/disposal	Approximate aggregate enterprise value of all Target SPVs of INR 9,005.7crores together with earnouts and subject to any adjustments as agreed with the seller and specified in the Master Securities Purchase Agreement dated 15 January, 2024 ("SPA").																		
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Name of Buyer: Highway Infrastructure Trust an infrastructure investment trust settled under the Indian Trusts Act, 1882 and registered with SEBI with registration IN/InvIT/21-22/0019, having its principal place of business at 2nd Floor, Piramal Tower, Peninsula Corporate Park, Lower Parel, Mumbai 400013. Further, the Buyer does not belong or relate to the promoter/ promoter group /group companies.																		
6.	Whether the transaction would fall within related party transactions? If yes,	The transaction does not fall within the purview of the related party transaction.																		



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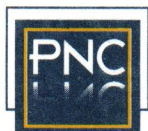
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	whether the same is done at "arm's length"	
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Yes The shareholders have approved the transaction in the 25 th Annual General Meeting, held today i.e. 28 th September, 2024.
8.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale	Not applicable

We request you to take the above information on record.

Thanking you,

For PNC Infratech Limited

Tapan Jain

Company Secretary & Compliance Officer

ICSI M. No.: A22603



DNV

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