



Ref No: PNC/SE/13/25-26

Date: 30.05.2025

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, Bandra Kurla Complex,  
Bandra (East), Mumbai-400 051  
NSE Symbol: PNCINFRA

Dear Sir,

**Sub: Outcome of the Board meeting held on May 30, 2025**

Pursuant to the Regulation 30, 33 and any other applicable provisions of the SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015(SEBI Listing Regulations 2015), we would like to inform you that the Board of Directors of the Company in their meeting held on **Friday, May 30, 2025 at 10:00 A.M. and concluded at 02:00 p.m.** *inter-alia* considered, approved and taken on record the following:-

1. Audited Standalone and Consolidated Financial Results of the Company for the quarter (Q4) and year ended March 31, 2025. A copy thereof has also been sent for publication as per the requirements;
2. Auditor's Report on Audited Standalone and Consolidated Financial Results along with the declaration to the effect that the Report of Auditor is with unmodified opinion with respect to Audited Standalone and Consolidated Financial Results of the Company for the quarter (Q4) and year ended March 31, 2025;
3. Recommended a final dividend of 30% i.e. Rs.0.60/- (Sixty Paise) per equity shares at face value of Rs. 2/- each for the financial year ended 31st March, 2025, subject to the approval of the shareholders at the forthcoming Annual General Meeting ("AGM") of the Company, which if approved, shall be paid, within thirty days from the conclusion of the AGM;
4. Appointment of M/s. DR Associates, Company Secretaries (Firm Regn. No.: P2007DE003300), as Secretarial Auditors of the Company, subject to the approval of shareholders of the Company, for a first term of 5 years commencing from FY 2025-26 to FY 2029-30 ;
5. Re-appointed M/s Sudhir Kumar Jain & Associates, Chartered Accountants as Internal Auditor of the Company for the financial year 2025-26;
6. Approved Annual Report of the Company for F.Y. 2024-25;

We enclose herewith the Audited Standalone & Consolidated Financial Results for the quarter and year ended 31<sup>st</sup> March 2025 alongwith Audit Report issued by M/s. NSBP & Co., Chartered Accountants, Statutory Auditors of the Company on the said results.

We also enclose herewith Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Audit Report with unmodified opinion.



**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



# PNC Infratech Limited

An ISO 9001 : 2015 Certified Company

Additional details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024 relating to change in auditors of the Company are attached herewith as **Annexure A**.

The above information is also being uploaded on the Company's website at [www.pncinfratech.com](http://www.pncinfratech.com).

We request you to take the above information on record.

Thanking you,

**For PNC Infratech Limited**

**Tapan Jain**  
**Company Secretary & Compliance Officer**  
**M. No.: A22603**

Encl: a/a



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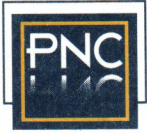
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CIN : L45201DL1999PLC195937



## ANNEXURE-A

Particulars	Secretarial Auditor	Internal Auditor
<b>Name</b>	M/s. DR Associates, Company Secretaries	M/s Sudhir Kumar Jain & Associates, Chartered Accountants
<b>Reason for change viz. Appointment, re-appointment, resignation, removal, death or otherwise</b>	Appointment	Re-Appointment
<b>Date Of Appointment/ re-appointment Cessation (As Applicable) &amp; Term Of Appointment/ re-appointment</b>	The Board at its meeting held on 30th May 2025 approved the appointment of M/s. DR Associates, Company Secretaries as Secretarial Auditors, for a first term of 5 years effective from financial year 2025-26 till the financial year 2029-30 subject to approval of the shareholders.	The Board at its meeting held on 30th May 2025 approved the re-appointment of M/s Sudhir Kumar Jain & Associates, Chartered Accountants as Cost Auditors for Financial Year 2025-26.
<b>Brief Profile (in case of appointment)</b>	Enclosed	Not Applicable





**PROFILE OF DR ASSOCIATES**

Name of the LLP / Regn. Number/ Peer Review Certificate Number/ UIN	DR Associates Firm Regn. No.: P2007DE003300 Peer Review Certificate No.: 6160/2024
Registered Office Address	Unit No. 212, Tower- C, Bhutani Cyber Park, Plot No. C-28-29, Sector- 62, Noida- 201301
Contact	Ph. No. 91-120- 4462384, Mobile: 9811423461 E-mail: deepak@drassociates.org
Partners	1. Suchitta Koley, FCS 2. Deepak Gupta, FCS 3. Rajesh Lakhanpal, FCS
Nature of Activities	1. Secretarial Audit of Listed and unlisted Companies, Corporate Governance audit, Secretarial Compliance Report and other certifications for ESOPs, Preferential Allotments etc. 2. Advisory and providing various professional services in Corporate Restructuring viz. Mergers, Amalgamations, Demergers, Fast Track mergers, Slump sale etc. 3. Corporate Insolvency Resolution Process and Winding up of Companies including Voluntary Liquidation under Insolvency and Bankruptcy Code, 2016. 4. Advisory and Consultancy in various Corporate Actions under Companies Act, 2013 viz. Buyback of Shares, Issue of Private Placement / Preferential issue of Securities, Shifting of registered office etc. 5. Advisory and Consultancy in various Securities Laws viz. SEBI (ICDR), SEBI (LODR), SEBI (PIT) Regulations, SEBI (SAST) Regulations and other related regulations. 6. Due Diligence of Companies under various Corporate laws for various purposes. 7. Advisory and Consultancy under various Foreign Exchange laws viz. Foreign Direct Investment, External Commercial Borrowings and Compliances for setting up wholly owned subsidiaries and Joint ventures abroad. 8. Professional Services as Retainer Consultants to provide advisory under various Corporate laws to various Multi-National Companies and various Indian Corporate groups.

**DR ASSOCIATES**  
Company Secretaries



Unit No. 212, Tower- C, Bhutani Cyber Park,  
Plot No. C-28-29, Sector- 62, Noida- 201301  
Tel:- 91-120- 4462384  
E-mail: deepak@drassociates.org  
Website: www.drassociates.org  
**Peer Review Certificate No.: 6160/2024**

	<ol style="list-style-type: none"><li>9. Acted as Scrutinizer in General Meetings &amp; Postal Ballot.</li><li>10. Advisor to the Nationalised Bank regarding compliances under Securities Laws.</li><li>11. Handled assignments of Compounding of Offences under Companies Act, 2013 from Hon'ble NCLT and Regional Director, NR, MCA and Compounding of violation of Foreign Exchange laws from Reserve Bank of India.</li><li>12. Incorporation of Private Limited, Public Limited and Section 8 Companies, Limited Liability Partnership, Conversion of LLP to Companies and vice versa</li></ol>
Clients Details	The detail of Clients list shall be provided on the specific request of the Company.



**Date: 30.05.2025**

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, Bandra Kurla Complex,  
Bandra (East), Mumbai-400 051  
NSE Symbol: PNCINFRA

Dear Sir,

**Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended thereof from time to time, we hereby declare that the Statutory Auditor of the Company, M/s. NSBP & Company (Firm Registration No.001075N) have issued audit report with unmodified Opinion on Audited Financial Results (Standalone and Consolidated) of the Company for the year ended 31<sup>st</sup> March, 2025.

You are requested to take the above on your records.

Thanking you,

**For PNC Infratech Limited**

  
**Devendra Kumar Agarwal**  
(Chief Financial Officer)

