

Date: 28/03/2026

BSE Limited

Listing Department

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.
Maharashtra, India.

Scrip Code: 539150

Email: corp.relations@bseindia.com

National Stock Exchange of India Limited

Listing Department

Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
Maharashtra, India

Symbol: PNCINFRA

E-mail: takeover@nse.co.in

PNC Infratech Limited

NBCC Plaza, Tower II, 4th Floor, Pushp Vihar,
Sector 5, New Delhi, Delhi, 110017

E-mail: complianceofficer@pncinfratech.com

Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended ("Takeover Regulations")

Dear Sir/Madam,

This is to inform that Pradeep Kumar Jain HUF, Chakresh Kumar Jain HUF and Yogesh Kumar Jain HUF (collectively, "Transferors") have disposed an aggregate of 1,96,08,000 equity shares of PNC Infratech Limited ("Target Company") through off-market transfers to Meena Jain, Chakresh Kumar Jain, Madhavi Jain and Ashita Jain (collectively, "Transferees") pursuant to the partition of the Transferors. All of the Transferors and Transferees are members of the promoter group of the Target Company.

In this regard, please find enclosed herewith the disclosure under Regulation 29(2) of Takeover Regulations.

This is for your information and record.

Yours truly,

For Pradeep Kumar Jain HUF

For Chakresh Kumar Jain HUF

For Yogesh Kumar Jain HUF

For Pradeep Kumar Jain H.U.F.

For Chakresh Kumar Jain H.U.F.

For Yogesh Kumar Jain H.U.F.

Pradeep Kumar Jain
Karta

Chakresh Kumar Jain
Karta

Karta
Yogesh Kumar Jain
Karta

Karta

Disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	PNC Infratech Limited (" Target Company ")		
Name(s) of the sellers and Persons Acting in Concert (PAC) with the sellers	<u>Transferors:</u> Pradeep Kumar Jain HUF Chakresh Kumar Jain HUF Yogesh Kumar Jain HUF (collectively, "Transferors") <u>Transferees:</u> Meena Jain Chakresh Kumar Jain Madhavi Jain Ashita Jain (collectively, "Transferees") The shareholding of the Transferors, Transferees, along with other members of the promoter and promoter group of the Target Company is set out in the "Annexure"		
Whether the sellers belong to Promoter/Promoter group	The Transferors and the Transferees are members of the promoter and promoter group of the Target Company.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition/ disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the transaction under consideration, holding of:			
a) Shares carrying voting rights			
<u>Transferors:</u> Pradeep Kumar Jain HUF Chakresh Kumar Jain HUF Yogesh Kumar Jain HUF <u>Transferees:</u> Meena Jain Chakresh Kumar Jain Madhavi Jain Ashita Jain <u>Others:</u> Other members of the promoter and promoter group of the Target Company	52,50,000 92,56,500 51,01,500 74,26,500 25,14,000 1,79,98,500 78,73,500 8,84,20,500	2.05% 3.61% 1.99% 2.89% 0.98% 7.02% 3.07% 34.46%	2.05% 3.61% 1.99% 2.89% 0.98% 7.02% 3.07% 34.46%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than	Nil	Nil	Nil

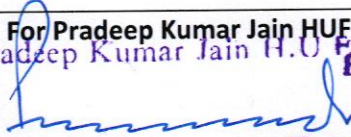
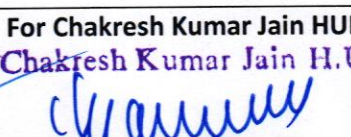
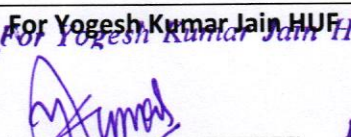
by shares			
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	14,38,41,000	56.07%	56.07%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold			
<u>Transferors:</u>			
Pradeep Kumar Jain HUF	(52,50,000)	(2.05%)	(2.05%)
Chakresh Kumar Jain HUF	(92,56,500)	(3.61%)	(3.61%)
Yogesh Kumar Jain HUF	(51,01,500)	(1.99%)	(1.99%)
<u>Transferees:</u>			
Meena Jain	52,50,000	2.05%	2.05%
Chakresh Kumar Jain	20,00,000	0.78%	0.78%
Madhavi Jain	72,56,500	2.83%	2.83%
Ashita Jain	51,01,500	1.99%	1.99%
<u>Others:</u>			
Other members of the promoter and promoter group of the Target Company	-	-	-
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	Nil	Nil
d) Shares encumbered/ invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+d)	-	-	-
After the acquisition/sale of shares, holding of:			
a) Shares carrying voting rights			
<u>Transferors:</u>			
Pradeep Kumar Jain HUF	Nil	Nil	Nil
Chakresh Kumar Jain HUF	Nil	Nil	Nil
Yogesh Kumar Jain HUF	Nil	Nil	Nil
<u>Transferees:</u>			
Meena Jain	1,26,76,500	4.94%	4.94%
Chakresh Kumar Jain	45,14,000	1.76%	1.76%
Madhavi Jain	2,52,55,000	9.84%	9.84%
Ashita Jain	1,29,75,000	5.06%	5.06%

Others: Other members of the promoter and promoter group of the Target Company	8,84,20,500	34.46%	34.46%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	14,38,41,000	56.07%	56.07%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off-market transfers inter-se among members of the promoter group of the Target Company, pursuant to the partition of the Transferors.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 27, 2026		
Equity share capital / total voting capital of the TC before the said acquisition / sale	25,65,39,165 equity shares of INR 2 each, amounting to INR 51,30,78,330		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	25,65,39,165 equity shares of INR 2 each, amounting to INR 51,30,78,330		
Total diluted share/voting capital of the TC after the said acquisition / sale	25,65,39,165 equity shares of INR 2 each, amounting to INR 51,30,78,330		

Notes:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Pradeep Kumar Jain HUF  Karta Pradeep Kumar Jain Karta	For Chakresh Kumar Jain HUF  Karta Chakresh Kumar Jain Karta	For Yogesh Kumar Jain HUF  Karta Yogesh Kumar Jain Karta
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Date: 28/03/2026

Place: Agre

Annexure

Shareholding of the members of the promoter and promoter group

Names of the members of the promoter and promoter group	Pre-transaction shareholding in the Target Company		Post-transaction shareholding in the Target Company	
	Number	% of total share capital	Number	% of total share capital
Transferors				
Pradeep Kumar Jain HUF	52,50,000	2.05	Nil	Nil
Chakresh Kumar Jain HUF	92,56,500	3.61	Nil	Nil
Yogesh Kumar Jain HUF	51,01,500	1.99	Nil	Nil
Transferees				
Meena Jain	74,26,500	2.89	1,26,76,500	4.94
Chakresh Kumar Jain	25,14,000	0.98	45,14,000	1.76
Madhavi Jain	1,79,98,500	7.02	2,52,55,000	9.84
Ashita Jain	78,73,500	3.07	1,29,75,000	5.06
Other members of the promoter and promoter group				
Vaibhav Jain	2,23,71,500	8.72	2,23,71,500	8.72
Yogesh Jain	1,67,94,000	6.55	1,67,94,000	6.55
Pradeep Kumar Jain	1,53,49,500	5.98	1,53,49,500	5.98
Naveen Kumar Jain	73,96,000	2.88	73,96,000	2.88
Abhinandan Jain	17,43,000	0.68	17,43,000	0.68
Naveen Kumar Jain HUF	1,500	0.00	1,500	0.00
NCJ Infrastructure Private Limited	2,47,65,000	9.65	2,47,65,000	9.65