



Date: 18-09-2025

To, The General Manager, Department of Corporate Services, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001 Scrip Code: 544223 ISIN: INEOAG901020	To, Manager-Listing Compliance, National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400051 Symbol: CEIGALL ISIN: INEOAG901020
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Subject: Outcome of Board Meeting in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") -

Dear Sir/Madam,

This is in continuation of our earlier communications dated March 29, 2025, regarding the Inter-Corporate Deposit (ICD) from Ceigall Infra Projects Private Limited (CIPPL), a Wholly Owned Subsidiary (WOS) of the Company, to C & C Constructions Limited (CCCL), and May 15, 2025, concerning the proposed merger of CIPPL with CCCL.

We wish to inform you that the Board of Directors of the Company, at its meeting held today, i.e., September 18, 2025, based on the advice of legal counsel and the recommendation of the Audit Committee, has considered and approved the lending of ₹50 Crores as convertible loan in the form of Inter-Corporate Deposit (ICD) to CCCL and to acquire Equity Shares of CCCL as may be approved the Hon'ble NCLT, instead of through the earlier proposal of acquisition of CCCL, by merger of CIPPL with CCCL.

Hearings for earlier proposed merger commenced before the NCLT; however, as the substantive progress is yet to be achieved, a revised application is being proposed for more effective consideration.

Board in its meeting today also approved providing security for the Rupee Term Loan facility sanctioned to Ceigall Southern Ludhiana Bypass Private Limited, SPV and making investment in its share capital to finance the project of the SPV.

We enclose herewith the brief details of the aforesaid matters as prescribed under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, as Annexure: A & B

CEIGALL INDIA LIMITED

Corporate Office : Plot No. 452, Udyog Vihar Phase-5, Near GPO Gurugram Behind Enkay Tower, Gurugram
Haryana-122016, Contact : 0124-420 6978

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In terms of the "Code of Conduct to Regulate, Monitor and Report Trading by Insiders" framed pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 amendments made thereunder, the Trading Window for dealing in securities of the Company by all Designated Persons (including their immediate relatives) shall re-open from Monday, September 22, 2025 (9.00 A.M).

The meeting of the Board commenced at 01.00 p.m. and concluded at 4.35 p.m.

The above information is uploaded on the website of the company www.ceigall.com

Thanking you,

FOR CEIGALL INDIA LIMITED

MEGHA KAINTH
COMPANY SECRETARY
Membership no: F7639

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Annexure-A

Details of the Inter Corporate Deposit Agreement executed between Ceigall India Limited and C&C Construction Limited.

Sr. No.	Particulars	Details
a.	Name(s) of parties with whom the agreement is entered.	C & C Constructions Limited, Company was under liquidation which is proposed to be revived by way of Application to Hon'ble National Company Law Tribunal, New Delhi.
b.	Purpose of entering into the agreement.	To provide Financial Assistance for the revival of C & C Constructions Limited
c.	Size of agreement.	INR 50,00,00,000/- (Rupees Fifty Crore only)
d.	Shareholding, if any, in the entity with whom the agreement is executed.	No such shareholding
e.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	On obtaining the Order of NCLT, Ceigall India Limited, initially is expected to hold upto 94% of the Shareholding and 5% by the existing shareholders & lenders of C & C Construction Limited. Eventually, Ceigall India Limited will reduce by offloading its shareholding in C & C Construction Limited from 94% to hold upto 75% of the Shareholding of C & C Construction Limited, in accordance with the SEBI Regulations and IBC Code.
f.	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationships.	Yes as a Holding Company (Ceigall India Limited) and its proposed Subsidiary Company (C & C Constructions Limited) subject to approval of NCLT order
g.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Considering that on obtaining the Order of the Hon'ble National Company Law Tribunal [NCLT], Ceigall India Limited will be the Holding Company of C & C Constructions Limited, a Listed Entity, and except to the extent of their shareholding in Ceigall India Limited, none of the Directors, their Relatives or the entities, through which they can be considered interested or concerned in the said proposed Application, hence, the proposal can't be considered as a Related Party Transaction among the interested Directors, KMPs, and their relatives but as a Related Party Transaction between the Holding Company and its proposed Subsidiary Company.

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Sr. No.	Particulars	Details										
h.	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Not Applicable. Details required will be disclosed after NCLT Order with reference to conversion of Loan into Equity.										
i.	In case of loan agreements, details of lender/borrower, nature of the loan, total amount of loan granted/taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis.	The agreement is in the nature of Inter Corporate Deposit (“ICD”) and the relevant details are as follows: <table border="1"><tr><td>ICD provided to</td><td>C & C Constructions Limited</td></tr><tr><td>Nature of the ICD</td><td>Secured</td></tr><tr><td>Total amount of ICD</td><td>INR 50 Crore</td></tr><tr><td>Date of execution of the ICD Agreement</td><td>18.09.2025</td></tr><tr><td>Details of the security provided</td><td>Deposit of Title Deeds of Property</td></tr></table>	ICD provided to	C & C Constructions Limited	Nature of the ICD	Secured	Total amount of ICD	INR 50 Crore	Date of execution of the ICD Agreement	18.09.2025	Details of the security provided	Deposit of Title Deeds of Property
ICD provided to	C & C Constructions Limited											
Nature of the ICD	Secured											
Total amount of ICD	INR 50 Crore											
Date of execution of the ICD Agreement	18.09.2025											
Details of the security provided	Deposit of Title Deeds of Property											
j.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable										
k.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i.name of parties to the agreement. ii.nature of the agreement. iii.date of execution of the agreement. iv.details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable										

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Annexure-B

Details regarding acquisition of Ceigall Southern Ludhiana Bypass Private Limited

S. No.	Particulars	Details of Information
1	Name of the target entity, details in brief such as size, turnover etc.;	Name of the Target Entity: Ceigall Southern Ludhiana Bypass Private Limited Brief details: Ceigall Southern Ludhiana Bypass Private Limited was incorporated as SPV on 11 th July 2022 and having NIL turnover.
2	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”;	The acquisition of shares involves no related party transaction. No promoter/ promoter group/ group companies have any interest in the entity in which shares are acquired.
3	Industry to which the entity being acquired belongs;	Infrastructure Construction for Highway on Hybrid Annuity Model (HAM) basis
4	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 acquirer was successful bidder for the NHAI Project and floated Ceigall Southern Ludhiana Bypass Private Limited as Special Purpose Vehicle (SPV) with for Construction of Six-Lane Greenfield Southern Ludhiana Bypass from Intersection with NH-44 near Village Rajgarh to Intersection with Delhi-Katra Expressway (NE-5) near Village Ballawal, Ludhiana (Km 00+000 to Km 25+240) under Hybrid Annuity Mode [HAM] as part of NH(O) in the State of Punjab. Accordingly, the company is required to invest in the SPV.

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5	Brief details of any governmental or regulatory approvals required for the acquisition;	No approvals are required as the investment is in line with the terms of the concession agreements with NHAI.								
6	Indicative time-period for completion of the acquisition;	Acquisition will be in tranches as per fund requirement of the Project								
7	Consideration - whether cash consideration or share swap or any other form and details of the same;	Consideration in cash								
8	Cost of acquisition and/or the price at which the shares are acquired;	Cost of acquisition – upto Rs. 19.37 Cr in the form of Equity Shares at the face values of Rs. 10/- per share.								
9	Percentage of shareholding / control acquired and / or number of shares acquired;	74% of the shares held/to be acquired by Ceigall India Limited								
10	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)	<p>Line of Business: Infrastructure Construction –Hybrid Annuity Model (HAM)</p> <p>Date of Incorporation: 11th July 2022</p> <p>History of last 3 years turnover:</p> <table border="1"><thead><tr><th>Financial Year</th><th>Turnover</th></tr></thead><tbody><tr><td>2022-2023</td><td>0</td></tr><tr><td>2023-2024</td><td>0</td></tr><tr><td>2024-2025</td><td>0</td></tr></tbody></table> <p>Country in which the acquired entity has presence: India</p>	Financial Year	Turnover	2022-2023	0	2023-2024	0	2024-2025	0
Financial Year	Turnover									
2022-2023	0									
2023-2024	0									
2024-2025	0									

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