



Ref No: PNC/SE/38/24-25

Date: 10.08.2024

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: Outcome of the Board meeting held on August 10, 2024

Pursuant to 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 **Saturday, August 10, 2024 at 12:30 P.M. and concluded at 02:55 p.m.** *inter-alia* considered, approved and taken on record the following:-

1. The Unaudited Standalone & Consolidated Financial Results for the quarter ended June 30, 2024, in compliance with Regulation 33 of SEBI (LODR) Regulations 2015;
2. Limited Review Report on the aforesaid Unaudited Standalone & Consolidated Financial Results for the quarter ended June 30, 2024;

We enclose herewith the Unaudited Standalone & Consolidated Financial Results for the quarter ended 30th June 2024 alongwith Limited Review Report issued by M/s. NSBP & Co., Chartered Accountants, Statutory Auditors of the Company on the said results.

3. Appointment of Mr. Deepak Gupta, Practicing Company Secretary (CP No. 4629) as scrutinizer for the process of remote e-voting as well as voting at the AGM in terms of Section 108 & 109 of the Companies Act, 2013;
4. Day and dates for closure of the Register of Members and Share Transfer Register for the purpose of Annual Book Closure and cut-off dates for the purpose of e-voting and dispatch of notice of AGM;
5. Fixed day, date, time and venue for 25th Annual General Meeting and considered the business to be transacted thereat;
6. Notice of 25th Annual General Meeting;
7. Based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Naresh Kumar Jain (DIN: 01281538) as an Additional Non- Executive Director in the capacity of Independent Director with effect from August 10, 2024 for a term of two (2) years subject to the approval of shareholders of the Company in General Meeting, in terms of provisions of the Companies Act 2013 and the SEBI Listing Regulations, 2015.
8. Based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Ms. Seema Singh (DIN: 10042852) as an Additional Non- Executive Director in the capacity of Independent Director with effect from August 10, 2024 for a term of two (2) years subject



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3/22-D, Civil Lines, Bypass Road,
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to the approval of shareholders of the Company in General Meeting, in terms of provisions of the Companies Act 2013 and the SEBI Listing Regulations, 2015.

Additional details of the Directors appointed, Pursuant to Regulation 30 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/ 123 dated July 13, 2023 are as under:

Particulars	MR. NARESH KUMAR JAIN (DIN: 01281538)	MS. SEEMA SINGH (DIN: 10042852)
Reason for change viz. Appointment, resignation, removal, death or otherwise	Appointment	Appointment
Date Of Appointment/Cessation (As Applicable) & Term Of Appointment	Appointed as an Additional Non-Executive Director in the capacity of Independent Director of the Company with effect from August 10, 2024 for a term of two (2) years subject to the approval of shareholders of the Company in General Meeting.	Appointed as an Additional Non-Executive Director in the capacity of Independent Director of the Company with effect from August 10, 2024 for a term of two (2) years subject to the approval of shareholders of the Company in General Meeting.
Brief Profile	<p>Mr. Naresh Kumar Jain is a science graduate and has completed his law degree from Delhi University in 1974. He is a fellow member of the Institute of Company Secretaries of India and an honorary fellow member of The Institute of Certified Public Secretaries – Kenya. He has an experience of more than 49 years in the field of Legal Compliances, Legal Management, Secretarial Functions, Statutory Compliances, Listing and Corporate Governance which includes more than 38 years of managerial experience in senior positions. He retired as the Secretary and CEO of The Institute of Company Secretaries of India. Under his leadership, the Institute recorded an outstanding growth and development on all fronts.</p> <p>He as an Independent Director strengthens the Company's Board with his vast experience and specialization in Legal and Compliance matters.</p> <p>Mr. Jain has attended a week long Board Leadership Programme, South Asia, organised by Global Corporate</p>	<p>Ms. Seema Singh completed her graduation (B.Sc) and post-graduation (M.Sc) from Lucknow University in the year 1984. Also a qualified JAIIB (Junior Associate of Indian Institute of Bankers) and CAIIB (Certified Associate of Indian Institute of Bankers) from IIBF (Indian Institute of Banking & Finance), Mumbai.</p> <p>She is holding over 33 years of experience in the Banking sector in the areas of Human Resource Management and Development, Profit Center Management, Business Development, Administration, Client Servicing, Audit & Inspection, Operations, Sales, Marketing and Finance as Chief Finance Officer, treasurer, Appellant Authority, Chief Vigilant Officer. Having experience of setting up of two Public Sector Banks, India Post Payments Bank and Bharatiya Mahila Bank, both being Government of India initiatives. Apart from aforesaid also worked as Principal Officer for overseeing and ensuring compliance with</p>





PNC Infratech Limited

An ISO 9001 : 2015 Certified Company

	<p>Governance Forum, IFC, World Bank Group in Washington, DC and was a faculty in "Train the Trainer-Corporate Governance Board Leadership Programme" organised by Global Corporate Governance Forum, IFC, World Bank Group, Washington, DC in Mumbai and New Delhi.</p> <p>Mr. Jain is presently a Corporate Advisor and Trainer for Board leadership teams on diverse subjects with focus on Corporate Governance, Board's roles, responsibilities and liabilities, corporate compliance management, Sustainability etc.</p>	<p>regulatory guidelines on Anti Money Laundering (AML) and Combating of Financing of Terrorism (CFT).</p> <p>Presently, she is the Lead HR & Talent Acquisition in EURO Exim Bank. She was ex CHRO & CFO of India Post Payments Bank.</p>
Disclosure Of Relationships Between Directors	Mr. Naresh Kumar Jain is not related to any other Director of the Company.	Ms. Seema Singh is not related to any other Director of the Company
Information as required pursuant to BSECircular ref. no. LIST/COMP/14/2018-19 and NSE Circular ref. no. NSE/CML/2018/24, dated June 20, 2018	Mr. Naresh Kumar Jain is not debarred from holding the office of director by virtue of any order of Securities and Exchange Board of India or any other such authority.	Ms. Seema Singh is not debarred from holding the office of director by virtue of any order of Securities and Exchange Board of India or any other such authority.
Other Information	Mr. Naresh Kumar Jain meets the criteria of independence under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Ms. Seema Singh meets the criteria of independence under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to take the above information on record.

Thanking you,

For PNC Infratech Limited

Tapan Jain
Digitally signed by
Tapan Jain
Date: 2024.08.10
15:04:58 +05'30'

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

Encl: a/a



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3/22-D, Civil Lines, Bypass Road,
NH-2, Agra-282002

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