

PNC Infratech Limited

Completes Sale of Equity Stake in Ten of the Company's Road Assets

New Delhi, 22 May 2025: PNC Infratech Limited ("the Company"), along with its Wholly Owned Subsidiary, viz. PNC Infra Holdings Limited (PNC Infra), is pleased to announce the completion of Sale of Equity Stake in Ten (10) of the Company's Road Assets (Projects/Special Purpose Vehicles - SPVs), as listed hereunder, to Highways Infrastructure Trust (HIT), an Infrastructure Investment Trust (InvIT) whose sponsor is affiliated with funds, vehicles and/or accounts managed and/or advised by affiliates of KKR & Co Inc, as on 21st/22nd May 2025.

1. PNC Rajasthan Highways Pvt Ltd
2. PNC Chitradurga Highways Pvt Ltd
3. PNC Aligarh Highways Pvt Ltd
4. PNC Bundelkhand Highways Pvt Ltd
5. PNC Khajuraho Highways Pvt Ltd
6. PNC Triveni Sangam Highways Pvt Ltd
7. PNC Bithur Kanpur Highways Pvt Ltd
8. PNC Gomti Highways Pvt Ltd
9. PNC Unnao Highways Pvt Ltd
10. PNC Meerut Haridwar Highways Pvt Ltd

In January 2024, the Company executed definitive agreements with HIT to divest 12 of its road assets (Transaction), comprising of 11 National Highway (NH) Hybrid Annuity Mode (HAM) assets and 1 State Highway BOT Toll asset with approximately 3,800 lane-km aggregate length, located in the states of Uttar Pradesh, Madhya Pradesh, Karnataka, and Rajasthan, in two (2) tranches.

Tranche I of the Transaction comprising 10 HAM assets has been concluded for an equity consideration of INR 1,827.6 Crores, after adjustments on account of certain items of works descope in the above projects. The Company, through its aforesaid SPVs, has also received/will be receiving an amount of approximately INR 624.0 Crores towards certain additional items of work executed under the Change of Scope (COS) provisions of the agreements. There are certain other receivables of approximately INR 200.0 Crores that would be received by the Company as stipulated in the definitive agreements, upon realization of the same by the SPVs going forward. Both the above amounts are not part of the equity consideration mentioned above. The equity invested in the ten assets by the Company is INR 1,371 Crores.

As the Transaction concluded, all the ten assets/projects/SPVs have duly been handed over to HIT to take them forward in terms of the respective concession agreements. The sale process of equity in the remaining two (2) assets, viz. PNC Bareilly Nainital Highways Private Limited (BOT Toll Project) and PNC Challakere Karnataka Highways Private Limited (HAM Project) is expected to be completed in the H1 of FY26 upon completion of the respective Conditions Precedent for these two assets.

This divestment is aligned with the Company's strategic objective of recycling the capital invested in operating road assets and reinvesting the capital in fund-based opportunities in the infrastructure space.