

Ref No: PNC/SE/29/25-26

Date: 01.08.2025

To,  
The Manager  
Department of Corporate Services  
BSE Limited  
Floor 25, P.J. Towers,  
Dalal Street, Mumbai-400 001  
Scrip Code: 539150  
Dear Sir,

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai- 400 051  
NSE Symbol: PNCINFRA

**Sub: Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015 - SALE OR DISPOSAL OF AN ASSET/UNDERTAKING OF THE COMPANY**

This is further to our intimations dated January 15, 2024, September 28, 2024, May 22, 2025 and in accordance with the provisions of the Regulation 30 and other provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that PNC Infratech Limited ("Company") along with its Wholly Owned Subsidiary namely PNC Infra Holdings Limited have transferred their entire stake in PNC Bareilly Nainital Highways Private Limited (Special Purpose Vehicle-SPV), to Vertis Infrastructure Trust ("VIT") (formerly known as Highways Infrastructure Trust), on 31<sup>st</sup> July / 01<sup>st</sup> August, 2025. Accordingly, the SPV has duly been handed over to VIT to take it forward in terms of the respective concession agreement. Now, out of the twelve identified Special Purpose Vehicles ("SPVs") for transfer under the Share Purchase Agreement ("SPA") executed on 15.1.2024 (as amended from time to time), the Company has transferred total eleven SPVs.

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 are as under:

SN.	Description	Particulars/Details												
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	<p>The total reported revenues for the financial year ended 31<sup>st</sup> March 2025 were as follows:</p> <table><tr><th>Assets Name</th><th>Amount (Rs. in Lakhs)</th><th>% of share in Consolidated Revenue</th></tr><tr><td>PNC Bareilly Nainital Highways Private Limited</td><td>6752.32</td><td>1</td></tr></table> <p>Net Worth as at 31-03-2025 were as follows:</p> <table><tr><th>Asset Name</th><th>Amount (Rs. in Lakhs)</th><th>% of share in Consolidated Net Worth</th></tr><tr><td>PNC Bareilly Nainital Highways Private Limited</td><td>(3409.47)</td><td>(0.57)</td></tr></table> <p>Note: (i) The revenues and net worth numbers mentioned above are as recorded in the audited financial statements as per Ind AS.</p>	Assets Name	Amount (Rs. in Lakhs)	% of share in Consolidated Revenue	PNC Bareilly Nainital Highways Private Limited	6752.32	1	Asset Name	Amount (Rs. in Lakhs)	% of share in Consolidated Net Worth	PNC Bareilly Nainital Highways Private Limited	(3409.47)	(0.57)
Assets Name	Amount (Rs. in Lakhs)	% of share in Consolidated Revenue												
PNC Bareilly Nainital Highways Private Limited	6752.32	1												
Asset Name	Amount (Rs. in Lakhs)	% of share in Consolidated Net Worth												
PNC Bareilly Nainital Highways Private Limited	(3409.47)	(0.57)												
2.	Date on which the agreement for sale has been entered into	January 15, 2024												
3.	The expected date of completion of sale/disposal	The Equity shares for the asset were transferred on July 31 <sup>st</sup> , 2025 and all other steps of the transaction were duly												



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

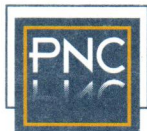
Email : ho@pncinfratech.com

Regd. Office : NBCC Plaza, Tower II,  
4th Floor, Pushp Vihar, Sector-V, Saket  
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Web. : www.pncinfratech.com  
CIN : L45201DL1999PLC195937



# PNC Infratech Limited

An ISO 9001 : 2015 Certified Company

SN.	Description	Particulars/Details
		completed on August 1 <sup>st</sup> , 2025.  The sale process of equity in the remaining one (1) asset, viz. PNC Challakere Karnataka Highways Private Limited (HAM Project) is expected to be completed in the H1 of FY26.
4.	Consideration received from such sale/disposal	The transaction was concluded at an Enterprise Value of Rs 716.2 Crores which includes Rs 153.48 crores received against equity and debentures and Rs 239.35 crores against Unsecured Loans on July 31 and August 1, 2025. In addition to the consideration received by the Company as above, there are certain other receivables amounting to approximately Rs. 80 crore which would be received by the Company from the Buyer (VIT) as stipulated in the definitive agreement, going forward.
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	<b>Name of Buyer:</b> Vertis Infrastructure Trust ("VIT") (formerly known as Highways Infrastructure Trust), an Infrastructure Investment Trust (InvIT) settled under the Indian Trusts Act, 1882 and registered with SEBI with registration IN/InvIT/21-22/0019, having its principal place of business at 2nd Floor, Piramal Tower, Peninsula Corporate Park, Lower Parel, Mumbai 400 013.  Further, the Buyer does not belong or relate to the promoter/promoter group/group companies.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	The transaction does not fall within the purview of the related party transaction.
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same include compliance with regulation 37A of LODR Regulations.	Yes  The shareholders have approved the transaction in the 25 <sup>th</sup> Annual General Meeting by passing a Special Resolution dated 28 <sup>th</sup> September 2024.
8.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale	Not applicable

We request you to take the above information on record.

Thanking you,

**For PNC Infratech Limited**

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



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