

PNC Rajasthan Highways Private Limited

Ref No: PNCRHPL/SE/2025-26/06

May 22, 2025

To,
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Dear Sir/Madam,

Sub: Outcome of Board Meeting.

With reference to the subject cited, this is to inform the Exchange that the Board of Directors of PNC Rajasthan Highways Private Limited at its meeting held on 21st Day of May 2025 at the corporate office of the company situated at PNC Tower, 3/22-D, Civil Lines, Agra-Delhi Bypass Road, NH-2, Agra-282002 has approved/noted the following:

A. Appointment of Mr. Rahul Ghadage as the Nominee Director on the Board of the Company

The Board of Directors of the Company have appointed Mr. Rahul Ghadage (DIN: 10811990) as "Nominee Director " with immediate effect. The required details pursuant to SEBI Listing Regulations are annexed herewith in Annexure-I.

B. Appointment of Mr. Deen Dayal Swami as the Nominee Director on the Board of the Company

The Board of Directors of the Company have appointed Mr. Deen Dayal Swami (DIN: 11078362) as "Nominee Director" with immediate effect. The required details pursuant to SEBI Listing Regulations are annexed herewith in Annexure-I.

C. Appointment of Mr. Sanved Raut as the Nominee Director on the Board of the Company

The Board of Directors of the Company have appointed Mr. Sanved Raut (DIN: 10977847) as "Nominee Director" with immediate effect. The required details pursuant to SEBI Listing Regulations are annexed herewith in Annexure-I.

D. Resignation of Mr. Anil Kumar Rao (Managing Director)

The Board took note of the resignation tendered by Mr. Anil Kumar Rao (DIN: 01224525) Director has stepped down from the Directorship of the Company with effect from the conclusion of the said Board Meeting.

Regd. Office: Cabin No. 5, NBCC Plaza, Tower 11, 4th Floor, Pushp Vihar, Sector-V, Saket, New Delhi-110017
(India)

Corporate Office: Unit No. 601-602, 6th Floor, Windsor House, Off CST Road, Kalina, Santacruz East, Mumbai 400
098, Maharashtra, India

Tel: +91 22 61073200; email: rhpl_dl@highwayconcessions.com; Website: www.highwaystrust.com
CIN: U45203DL2016PTC304751

PNC Rajasthan Highways Private Limited

E. Resignation of Mr. Pankaj Kumar Agarwal (Director)

The Board took note of the resignation tendered by Mr. Pankaj Kumar Agarwal (DIN: 05168566) Director who has stepped down from the Directorship of the Company with effect from the conclusion of the said Board Meeting.

F. Resignation of Mr. Vivek Singh (CFO and Company Secretary)

The Board took note of the resignation tendered by Mr. Vivek Singh (Membership No. A41139) as the Chief Financial Officer (CFO), Company Secretary & Compliance Officer and the Key Managerial Personnel ("KMP") of the Company with effect from the conclusion of the said Board Meeting.

G. Resignation of Statutory Auditor of the Company

The Board took note of the resignation tendered by the Statutory Auditors of the Company M/s, RMA & Associates LLP, (Firm Reg. No. 000978N/N500062) with effect from the conclusion of the said Board Meeting i.e. with effect from May 21, 2025 due to their pre-occupation in other assignments consequent to which they are not in a position to devote their time to the affairs of the Company.

H. Change in Ownership

In continuation to our announcement dated January 15, 2024 we hereby inform that PNC Infra Holdings Limited, Holding Company and PNC Infratech Limited, Ultimate Holding Company of the Company (collectively called as "Sellers") have transferred their entire equity stake in PNC Rajasthan Highways Private Limited ("**Target SPV**" or "**the Company**") to Highways Infrastructure Trust, an infrastructure investment trust registered with the Securities and Exchange Board of India ("Purchaser") on May 22, 2025. Consequent to which the company cease to be a wholly owned subsidiary of PNC Infra Holdings Limited.

The Meeting concluded at 06:30 P.M on 21st Day of May, 2025.

You are requested to kindly take the same on your records.

The said information is also being uploaded on the website of the Company i.e. www.prhpl.com.

**Thanking You,
For PNC Rajasthan Highways Private Limited**

**Sanved Raut
Director
DIN: 10977847**

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Annexure I

S. No.	Particular	Details of Change				
		Rahul Ghadage (DIN: 10811990)	Deendayal Swamy (DIN: 11078362)	Sanved Raut (DIN: 10977847)	Anil Kumar Rao (DIN: 01224525)	Pankaj Kumar Agarwal (DIN: 05168566)
1.	Reason for change viz. appointment, Resignation , removal, death or otherwise	Appointment	Appointment	Appointment	Resignation	Resignation
2.	Date of appointment/cessation (as applicable) & term of appointment	21 st Day of May, 2025	21 st Day of May, 2025	21 st Day of May, 2025	21 st Day of May, 2025	21 st Day of May, 2025
3.	Brief profile (in case of appointment)	He has over 18 years of experience in operation and maintenance, business development, procurement, contracts and legal aspects of infrastructure projects. He has played a pivotal role in acquisition of many assets and has also been a leading member for various asset transactions. He holds a bachelor's degree in civil engineering from the Walchand College of Engineering,	He has over 15 years of experience in operation and maintenance of infrastructure projects. He holds a diploma in Civil Engineering from Board of Technical Education Rajasthan, Jodhpur.	He has over 15 years of experience in corporate finance and M&A. He holds a bachelor's degree in Aerospace Engineering from IIT Bombay and a Master of Business Administration from the Indian Institute of Management, Ahmedabad.	NA	NA

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		Sangli and a Master of Business Administration (Executive) from the Indian Institute of Management, Kozhikode.				
4.	Disclosure of relationships between directors (in case of appointment of a Director)	None of the Directors are related to each other	None of the Directors are related to each other	None of the Directors are related to each other	NA	NA
5.	Other Information	Mr. Rahul Ghadage, Mr. Deendayal Swamy and Mr. Sanved Raut are not debarred from holding the office of director by virtue of any order of Securities and Exchange Board of India or any such authority.			NA	NA

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