

**Date:** May 14, 2026

To,  
The Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

**Scrip Code: PVVINFRA | 536659**  
**ISIN: INE428B01021**

Dear Sir/Madam,

**Subject: Outcome of the Meeting of the Board of Directors of PVV Infra Limited held on Thursday, May 14, 2026.**

**Ref:** Regulation 30 and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”); read with prior intimation bearing Ref. No. PVV/SEC/2025-26/01 dated April 16, 2026 filed pursuant to Regulation 29 of SEBI LODR

Pursuant to Regulation 30 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), and with reference to the prior intimation bearing Ref. No. PVV/SEC/2025-26/01 dated May 07, 2026, we hereby inform you that the Meeting of the Board of Directors of PVV Infra Limited (“the Company”) was held on Thursday, May 14, 2026, which commenced at 5:30 P.M. (IST) and concluded at 11:00 P.M. (IST). The Board of Directors has, inter alia, considered and approved the following:

**AGENDA NO. 1: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION**

The Board of Directors of the Company, inter alia, considered and approved the increase in the Authorized Share Capital of the Company from Rs. 120,00,00,000/- (Rupees One Hundred and Twenty Crores only) divided into 24,00,00,000 (Twenty-four Crores) Equity Shares of Rs. 5/- each to Rs. 170,00,00,000/- (Rupees One Hundred and Seventy Crores only) divided into 34,00,00,000 (Thirty-four Crores) Equity Shares of Rs. 5/- each and consequent alteration of Clause V of the Memorandum of Association of the Company, subject to approval of the shareholders of the Company through Extraordinary General Meeting (EGM) in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

*The details as required under SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are set out in **Annexure – A** to this outcome.*

**AGENDA NO. 2: ISSUE OF CONVERTIBLE EQUITY SHARE WARRANTS ON PREFERENTIAL BASIS**

The Board of Directors of the Company, at its meeting held on May 14, 2026, inter alia, considered and approved the issuance of up to 6,65,00,000 (Six Crore Sixty-Five Lakh) convertible equity share warrants of face value of Rs. 5/- (Rupees Five only) each, at an issue price of Rs. 7.50/- (Rupees Seven and Fifty Paise only) per convertible equity share warrant, including a premium of Rs. 2.50/- (Rupees Two and Fifty Paise only) per warrant, aggregating up to Rs. 49,87,50,000/- (Rupees Forty-Nine Crore Eighty-Seven Lakh Fifty Thousand only), on a preferential basis, to the proposed allottees as set out in Annexure – B, in accordance with the provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), subject to the approval of the shareholders of the Company by way of Special Resolution through an Extraordinary General Meeting (EGM), and subject to receipt of such other statutory and regulatory approvals as may be required.

The convertible equity share warrants proposed to be allotted on a preferential basis shall, upon conversion into equity shares, rank pari passu with the existing equity shares of the Company in all respects, including as to dividend and voting rights, and shall be subject to lock-in requirements as prescribed under Chapter V of the SEBI ICDR Regulations.

The relevant date for determination of the floor price / issue price, in accordance with Regulation 161 of the SEBI ICDR Regulations, is May 14, 2026.

*The details as required under SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are set out in **Annexure –B** to this outcome.*

**AGENDA ITEM 3: POWER OF ATTORNEY GIVEN TO Mr. SHUBH GANGULLY (DIN: 01229359) FOR SIGNING OF BIDS ON BEHALF OF THE COMPANY FOR WAY SIDE AMENITIES (WSA) OF NHAI**

The power of attorney for signing of bid on behalf of the Company and to act as the authorized signatory for the bidding process for way side amenities (WSA) of NHAI, including the signing of all requisite documents as required for the bidding process shall be given to Shubh Gangully, Managing director of the Company (DIN: 01229359).

- 1.NHLML/WSA/2026/AP/04/DBOT/ dated 27.03.2026,
- 2.NHLML-WSA0WEST(MISC)/1/E-3410 dated 06.04.2026
- 3.NHLML/WSA/2026/DSD4/e1636 dated 09.04.2026 for the following sites as given below:

S.No.	Site Code/Description	State	Site Location	Total Land Area (in Ha)	GPS (Lat.)	GPS (Long.)
1.	Raipur-Vizag/RV3/Pkg AP2/399+600/LHS/AP	Andhra Pradesh	Amarayavalasa	5.006	18.353333	83.259722

2.	Raipur-Vizag/RV3/Pkg AP2/398+900/RHS/AP	Andhra Pradesh	Amarayavalasa	4.89	18.357408	83.2583 33
3.	Bengaluru-Chennai/BCE2/Phase II/Pkg 01/92+320/LHS/AP	Andhra Pradesh	Ganginayanipalle	12.75	13.10434	78.5855 9
4.	Bengaluru-Chennai/BCE2/Phase II/Pkg 01/92+320/RHS/AP	Andhra Pradesh	Ganginayanipalle	12.75	13.10185	78.5874 4
5.	NH-752D/Ujjain-Garoth/46+400/LHS/Dhanodiya/MP	Madhya Pradesh	Dhanodia	4.20	23.517314 32	75.7782 676
6.	NH-752D/Ujjain-Garoth/46+400/RHS/Dhanodiya/MP	Madhya Pradesh	Dhanodia	4.20	23.517464 96	75.7790 6962
7.	Delhi-Dehradun/Saharanpur to Ganeshpur/Pkg 02/38+000/LHS/UP	Uttar Pradesh	Saharanpur	2.00	30.110405 56	77.8371 1389
8.	Delhi/Dehradun/Saharanpur to Ganeshpur/Pkg 02/38+300/RHS/UP	Uttar Pradesh	Saharanpur	2.00	30.111530 56	77.8403 4167

**AGENDA ITEM 4: APPOINTMENT OF MRS. DEEPIKA SHARMA (DIN: 08390184) AS INDEPENDENT DIRECTOR**

The Board of Directors has, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mrs. Deepika Sharma (DIN: 08390184) as an Independent Director of the Company for a term of five (5) consecutive years with effect from May 14, 2026, not liable to retire by rotation, subject to the approval of shareholders and such other regulatory approvals as may be required. The Board is satisfied that Mrs. Deepika Sharma fulfils the conditions specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI LODR for appointment as an Independent Director.

*The details as required under SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are set out in **Annexure – C** to this outcome.*

**AGENDA ITEM 5: RESIGNATION OF MRS. SABBANA NAGAMANI (DIN: 10367155) AS INDEPENDENT DIRECTOR OF THE COMPANY.**

Took note of resignation of Mrs. Sabbana Nagamani (Din: 10367155) as Independent Director of the company effective 14<sup>th</sup> May 2026.

*The details as required under SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are set out in **Annexure – D** to this outcome.*

**AGENDA ITEM 6: RESIGNATION OF MR. HEBBAGILUMANE NAGARAJ (DIN: 09355963) AS DIRECTOR OF THE COMPANY**

Took note of resignation of Mr. Hebbagilumane Nagaraj (Din: 09355963) as Independent Director of the company effective 14<sup>th</sup> May 2026.

*The details as required under SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are set out in **Annexure – E** to this outcome.*

**AGENDA ITEM 7: APPROVAL OF NOTICE OF EXTRAORDINARY GENERAL MEETING (EGM)**

The Board of Directors of the Company, at its meeting held on May 14, 2026, considered and approved the draft Notice of the Extraordinary General Meeting (EGM) of the Company, to be convened for seeking the approval of the Members of the Company for the following matters:

1. Increase in the Authorised Share Capital of the Company and consequent alteration of Clause V of the Memorandum of Association by way of Ordinary Resolution in accordance with Section 61 read with Section 13 of the Companies Act, 2013;
2. Issuance of up to 6,65,00,000 (Six Crore Sixty-Five Lakhs) Convertible Equity Share Warrants on a preferential basis to Promoters / Non-Promoters in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 by way of Special Resolution in accordance with Sections 42 and 62(1)(c) of the Companies Act, 2013; and
3. Appointment of Mrs. Deepika Sharma (DIN: 08390184) as an Independent Director of the Company by way of Ordinary Resolution in accordance with Section 152 of the Companies Act, 2013.

The Notice of the EGM along with the Explanatory Statement, prepared in accordance with Section 102 of the Companies Act, 2013, will be dispatched / transmitted to the Members of the Company and filed with BSE Limited in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same will also be made available on the website of the Company at [www.pvvinfra.com](http://www.pvvinfra.com) and on the website of BSE Limited in due course.

**AGENDA ITEM 8: APPOINTMENT OF SCRUTINIZER FOR REMOTE E-VOTING AT THE EXTRAORDINARY GENERAL MEETING**

The Board of Directors of the Company, at its meeting held on May 14, 2026, appointed CS Vinay Babu Gade, Practicing Company Secretary (Membership No.: 20592; Certificate of Practice No.: 20707), Proprietor of M/s Vinay Babu Gade, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and voting at the Extraordinary General Meeting (EGM) in a fair and transparent manner, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,  
Yours Truly,  
**For PVV INFRA LIMITED**



**(Akhilesh Kumar)**  
Company Secretary & Compliance Officer

**Annexure – A**

*Details pertaining to Increase in Authorised Share Capital of the Company and Consequent Alteration of Capital Clause of Memorandum of Association.*

S. No.	Particulars	Details
1	Existing Authorized Share Capital	Rs. 120,00,00,000/- divided into 24,00,00,000 Equity Shares of Rs. 5/- each
2	Revised Authorized Share Capital	Rs. 170,00,00,000/- divided into 34,00,00,000 Equity Shares of Rs. 5/- each
3	Reason for Increase in Authorized Share Capital	To facilitate the proposed preferential issue of Convertible Equity Share Warrants and consequent allotment of Equity Shares upon exercise thereof, and for future business requirements of the Company
4	Nature of Approval Required	Approval of Shareholders through Extraordinary General meeting (EGM)
5	Proposed Amendment in Memorandum of Association	Alteration of Clause V of Memorandum of Association relating to Authorized Share Capital
6	Existing Clause V	The Authorized Share Capital of the Company is Rs. 120,00,00,000/- divided into 24,00,00,000 Equity Shares of Rs. 5/- each
7	Proposed Clause V	The Authorized Share Capital of the Company shall be Rs. 170,00,00,000/- divided into 34,00,00,000 Equity Shares of Rs. 5/- each
8	Applicable Provisions	Sections 13, 61 and 64 of the Companies Act, 2013
9	Mode of Approval	Extraordinary General Meeting (EGM) / Remote E-Voting

**Annexure – B**

*Disclosure pursuant to Regulation 163 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018*

S. No.	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertible securities etc.).	Equity Share Warrants for cash, with a right to apply for and get allotted, within a period of 18 (Eighteen) months from the date of allotment of warrants, one Equity Share of face value of Rs 5/- each for each Warrant.
2	Type of issue (further public offering, rights issue, depository receipts, qualified institutional placement, preferential allotment etc.).	Preferential issue of Equity Share Warrants in accordance with the provisions of the Companies Act, 2013 read with the rules made there under and provisions of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.
3	Total number of securities proposed to be issued or the total amount for which securities will be issued.	Upto 6,65,00,000 (Six crore sixty-five lakh) Convertible equity share warrants
4	Face Value	Rs. 5/- per Equity Share
5	Issue Price	Rs. 7.50/- per Equity Share
6	Total Issue Size	Rs. 49,87,50,000.00 /- (Rupees Forty-Nine Crore Eighty-Seven Lakh Fifty Thousand only)
7	Basis on which the price has been arrived at	In accordance with Chapter V of SEBI ICDR Regulations, 2018
8	Relevant Date	14.05.2026
9	Proposed Allottees	Provided Below
10	Lock-in Requirement	As applicable under Chapter V of SEBI ICDR Regulations
11	Time within which allotment shall be completed	Within 15 days from the date of passing of Special Resolution or receipt of regulatory approvals, whichever is later
12	Names of investors	List is attached
13	Post allotment of securities – outcome of the subscription, Issue	Issue Price shall be Rs 7.50/- per equity share warrant including premium of Rs 2.50/- per equity share

	price/allotted price (in case of convertibles)	warrant determined in accordance with Chapter V of SEBI ICDR Regulations.
14	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument.	Equity share Warrants for cash, with a right to apply for and get allotted, within a period of 18 (Eighteen) months from the date of allotment of warrants, one Equity Share of face value of Rs 5/- each for each Warrant. Option for conversion is available only upon payment of full price of the Equity Warrants.
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable

**List of allottees:**

S.No.	Name of the Allottees	Category	No. of warrants
1.	Pinnamaneni Estates Private Limited	Promoter	1,38,65,250.00
2.	Krishna Karthik Pothur	Public	19,95,000.00
3.	Codemosaic Systems Private Limited	Public	30,00,000.00
4.	Frostbond Private Limited	Public	25,00,000.00
5.	Eastern Pocket Software Private Limited	Public	32,00,000.00
6.	Flamingo Information Private Limited	Public	28,00,000.00
7	Great Origin Tech Pvt Ltd	Public	29,00,000.00
8	Hazelhood Solutions Pvt Ltd	Public	28,00,000.00
9	Rosepetal IT Solutions Private Limited	Public	21,00,000.00
10	Ezemode Consultancy Private Limited	Public	25,00,000.00
11	Adhigam Software Private Limited	Public	26,00,000.00
12	Metozza Innovate Private Limited	Public	22,00,000.00
13	Secpl Engineering Construction Pvt. Ltd.	Public	26,00,000.00
14	Chausa Technologis Pvt. Ltd.	Public	28,00,000.00
15	Mani Software Technologies Pvt. Ltd.	Public	31,00,000.00
16	Winslet Tech Private Limited	Public	24,00,000.00
17	Satveer Trading Private Limited	Public	27,00,000.00
18	Jivika Clothing Private Limited	Public	24,09,750.00
19	Constructpeak Builders Private Limited	Public	32,00,000.00
20	Ganga Ghanathe	Public	2,50,000.00
21	Sneha Ghanathe	Public	2,80,000.00
22	Sonal Ghanathe	Public	2,40,000.00
23	Sunil Ghanathe	Public	3,00,000.00
24	Sidharth Rahul Nandagiri	Public	2,60,000.00
25	Narayan Singh Charan	Public	5,00,000.00
26	Avaneet Shah	Public	10,00,000.00
27	Satish Nikam	Public	10,00,000.00
28	Shipra Capital Limited	Public	10,00,000.00
	<b>Total</b>		<b>6,65,00,000.00</b>

**Post allotment of Securities — outcome of the subscription**

Details of the shareholding of the Proposed Allottees in the Company,  
prior to and after the Preferential Issue, are as under:

S.No.	Proposed Allottee	Pre-Preferential Issue Shareholding & Percentage		Post-Preferential Issue Shareholding & Percentage	
		shares	%	shares	%
1.	Pinnamaneni Estates Private Limited	4,45,71,428.00	20.85	5,84,36,678.00	20.85
2.	Krishna Karthik Pothur	13,15,000.00	0.62	33,10,000.00	1.18
3.	Codemoaic Systems Private Limited	0	0	30,00,000.00	1.07
4.	Frostbond Private Limited	0	0	25,00,000.00	0.89
5.	Eastern Pocket Software Private Limited	0	0	32,00,000.00	1.14
6.	Flamingo Information Private Limited	0	0	28,00,000.00	1.00
7.	Great Origin Tech Pvt Ltd	0	0	29,00,000.00	1.03
8.	Hazelhood Solutions Pvt Ltd	0	0	28,00,000.00	1.00
9.	Rosepetal IT Solutions Private Limited	0	0	21,00,000.00	0.75
10.	Ezemode Consultancy Private Limited	0	0	25,00,000.00	0.89
11.	Adhigam Software Private Limited	0	0	26,00,000.00	0.93
12.	Metozza Innovate Private Limited	0	0	22,00,000.00	0.78
13.	Secpl Engineering Construction Pvt. Ltd.	0	0	26,00,000.00	0.93
14.	Chausa Technologis Pvt. Ltd.	0	0	28,00,000.00	1.00
15.	Mani Software Technologies Pvt. Ltd.	0	0	31,00,000.00	1.11
16.	Winslet Tech Private Limited	0	0	24,00,000.00	0.86
17.	Satveer Trading Private Limited	0	0	27,00,000.00	0.96
18.	Jivika Clothing Private Limited	0	0	24,09,750.00	0.86
19.	Constructpeak Builders Private Limited	0	0	32,00,000.00	1.14

20.	Ganga Ghanathe	0	0	2,50,000.00	0.09
21.	Sneha Ghanathe	0	0	2,80,000.00	0.10
22.	Sonal Ghanathe	0	0	2,40,000.00	0.09
23.	Sunil Ghanathe	0	0	3,00,000.00	0.11
24.	Sidharth Rahul Nandagiri	0	0	2,60,000.00	0.09
25.	Narayan Singh Charan	0	0	5,00,000.00	0.18
26.	Avaneet Shah	0	0	10,00,000.00	0.36
27.	Satish Nikam	0	0	10,00,000.00	0.36
28.	Shipra Capital Limited	0	0	10,00,000.00	0.36

**Annexure – C**

*Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023*

S. No.	Particulars	Details
1	Reason for change viz. Appointment, Re-appointment, Resignation, Removal, Death or otherwise	Appointment of Mrs. Deepika Sharma (DIN: 08390184) as Independent Director of the Company, based on the recommendation of the Nomination and Remuneration Committee, for a term of five (5) consecutive years with effect from May 14, 2026, not liable to retire by rotation, subject to approval of shareholders.
2	Date of Appointment and Term	May 14, 2026; for a term of five (5) consecutive years i.e., up to May 13, 2031, not liable to retire by rotation.
3	Brief Profile (in case of appointment)	Please refer to Annexure – B1 attached hereto.
4	Disclosure of relationships between Directors (in case of appointment of a director)	There are no inter-se relationships between Mrs. Deepika Sharma and any other member of the Board of Directors, Key Managerial Personnel, or Senior Management of the Company.

**Annexure – C1: Brief Profile of Mrs. Deepika Sharma**

Mrs. Deepika Sharma (DIN: 08390184) is an experienced business leader with over 15 years of expertise in the real estate and infrastructure sector. She specializes in sales leadership, strategic marketing, brand management, investor relations, and business growth. Currently, she serves as Co-Founder and Executive Director – Strategy, Sales & Brand Management at Smartech Infra Global Pvt. Ltd. / Jai Karura Projects Pvt. Ltd., where she oversees sales strategy, fundraising, corporate communications, and brand development.

She has previously worked with leading organizations such as Prestige Group, House of Hiranandani, and Ajmera Group, contributing significantly to luxury real estate sales and strategic expansion. Over her career, she has facilitated transactions exceeding ₹1000 crore and built strong relationships with institutional investors and high-net-worth individuals.

An alumna of Indian Institute of Management Bangalore (EGMP), she is known for her strategic leadership and data-driven approach toward sustainable business growth.

**Letter of Affirmation**

We hereby affirm that Mrs. Deepika Sharma (DIN: 08390184):

- is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority;
- has not been convicted of any offence in connection with the promotion, formation or management of any Company or LLP and has not been found guilty of any fraud, misfeasance or breach of duty in the last five years;
- has not incurred disqualification under Section 164 of the Companies Act, 2013 and has given his consent to act as Director;
- is not related to any Member of the Board, its Key Managerial Personnel or their relatives; and
- is not required to obtain security clearance from the Ministry of Home Affairs, Government of India, prior to his appointment.

### **Annexure – D**

*Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023*

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Mrs. Sabbana Nagamani (DIN: 10367155) has tendered his resignation as an Independent Director of the Company due to personal reasons and there are no material reasons for the resignation other than the one mentioned in the resignation letter.
2	Date of appointment/cessation (as applicable) & term of appointment	Resigned with effect from the close of business hours of May 14, 2026.
3	Brief Profile (in case of appointment)	Not Applicable
4	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable

### **Annexure – E**

*Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023*

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Hebbagilumane Nagaraj (DIN: 09355963) has tendered his resignation as an Independent Director of the Company due to personal reasons and there are no material reasons for the resignation other than the one mentioned in the resignation letter.
2	Date of appointment/cessation (as applicable) & term of appointment	Resigned with effect from the close of business hours of May 14, 2026.
3	Brief Profile (in case of appointment)	Not Applicable
4	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable