



**Noida  
Toll Bridge Co. Ltd.**

**December 27, 2024**

**The General Manager**

Corporate Relations Department  
Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, New Trading Ring Rotunda Building, P J Exchange Plaza, 5<sup>th</sup> Floor  
Towers Dalal Street, Fort  
Mumbai – 400 001

**The Manager**

Listing Department  
National Stock Exchange of India Ltd.  
Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051

**BSE Scrip Code: 532481**

**NSE Scrip Code: NOIDATOLL**

**Sub: Outcome of the Board Meeting held on December 27, 2024**

Dear Sir/Madam,

In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 it is hereby informed that the Board of Directors of Noida Toll Bridge Company Limited ("the Company") at their Meeting held today i.e. December 27, 2024 has discussed the followings:

1. The Board of Directors of Noida Toll Bridge Company Limited (NTBCL) convened today to assess the implications of the Hon'ble Supreme Court judgment dated 20<sup>th</sup> December, 2024 on the DND Flyway, a critical lifeline connecting Noida and Delhi. The Board deliberated on a range of legal, financial, and operational options to secure the upkeep of the 23-year-old bridge while protecting shareholders value.

The Board reviewed legal options, including a potential review of the Supreme Court's judgment, especially in the context of contractual rights available under the Concession Agreement in particular and Public-Private Partnership (PPP) policies in general. An impact analysis is to be prepared in consultation with its legal counsel that will form the background of further legal action on the matter. The board will consider the option once impact analysis is put in place.

The Board is committed to exploring strategies to minimize financial impact of approx. 55,000 shareholders holding approx. 71% stake in the company.

The Board also discussed potential disruptions from local administrative authorities and deliberated on options to contain that. Legal safeguards were considered to protect NTBCL's assets and ensure investor confidence amid the shifting regulatory landscape.

**The NTBCL Board reiterated its endeavor to ensuring the structural and operational integrity of the DND Flyway while safeguarding the interests of its stakeholders.**

**Further updates will be shared as the company takes definitive steps in response to the Supreme Court's verdict.**

2. Pursuant to Regulations 18, 19, 20 and 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") and other applicable provisions of the Listing Regulations, the Board of Directors have reconstituted the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee on account of resignation of Mr. Manish Kumar Agarwal, Non-executive Nominee Director.

Further, this is to inform you that National Company Law Tribunal ("NCLT"), Mumbai Bench vide its Order dated April 26, 2019 has granted exemption to IL&FS and its Group Companies including Noida Toll Bridge Company Limited, in respect of appointment of Independent Directors and Woman Director. Accordingly, post reconstitution, the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee have comprised with the following Members:

**Audit Committee**

| <b>Sl. No.</b> | <b>Name of Members</b>  | <b>Category</b>        | <b>Position</b> |
|----------------|-------------------------|------------------------|-----------------|
| 1.             | Ms. Jayashree Ramaswamy | Non-Executive Director | Chairman        |
| 2.             | Mr. Nand Kishore        | Non-Executive Director | Member          |
| 3.             | Mr. Kazim Raza Khan     | Non-Executive Director | Member          |
| 4.             | Mr. Dheeraj Kumar       | Executive Director     | Member          |

**Nomination & Remuneration Committee**

| <b>Sl. No.</b> | <b>Name of Members</b> | <b>Category</b>        | <b>Position</b> |
|----------------|------------------------|------------------------|-----------------|
| 1.             | Mr. Kazim Raza Khan    | Non-Executive Director | Chairman        |
| 2.             | Mr. Nand Kishore       | Non-Executive Director | Member          |
| 3.             | Mr. Rakesh Chatterjee  | Non-Executive Director | Member          |

**Stakeholders Relationship Committee**

| <b>Sl. No.</b> | <b>Name of Members</b>  | <b>Category</b>        | <b>Position</b> |
|----------------|-------------------------|------------------------|-----------------|
| 1.             | Mr. Rakesh Chatterjee   | Non-Executive Director | Chairman        |
| 2.             | Mr. Kazim Raza Khan     | Non-Executive Director | Member          |
| 3.             | Ms. Jayashree Ramaswamy | Non-Executive Director | Member          |

The Meeting of the Board of Directors commenced at 6:15 pm. and concluded at 7:35 pm.

This is for your information and record.

Thanking You  
For **Noida Toll Bridge Company Limited**

**Gagan Singhal**  
**Company Secretary & Compliance Officer**  
**FCS: 7525**