

September 22, 2025

To

The Manager
Corporate Relations Department
Bombay Stock Exchange Limited
1st Floor, New Trading Ring Rotunda Building,
P J Towers Dalal Street, Fort
Mumbai – 400 001

Scrip Code No. 532481

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code No. NOIDA TOLL EQ

Sub: Outcome and summary of proceedings of 29th Annual General Meeting

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the 29th Annual General Meeting ('AGM') of the Members of the Company was held on Monday, September 22, 2025, through video conferencing ('VC') / other audio visual means ('OAVM'). The Annual General Meeting has been started at 11.00 a.m. with a complete quorum. The Meeting concluded at 12:05 p.m. The voting has been done by remote e-voting and e-voting at the AGM.

The Members transacted the following business(es):

1. Adoption of the Audited Standalone Financial Statement and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2025, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Kazim Raza Khan (DIN 05188955), who retires by rotation and, being eligible, offers himself for re-appointment.
3. Approval for appointment of Secretarial Auditor of the Company.

In connection with the same, please find also the summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as **Annexure - 1**.

The results of the voting (e-voting and voting at the AGM) will be submitted on receipt of voting details from NSDL and the voting report from the Scrutinizer appointed for the purpose.

Please take the above information on record.

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

Gagan Singhal
Company Secretary & Compliance Officer

Encl: A/a

SUMMARY OF PROCEEDINGS OF 29TH ANNUAL GENERAL MEETING

Date of AGM	September 22, 2025
Total Number of Shareholders on record date	59778
No. of Shareholders present in the Meeting either in person or through proxy: <ul style="list-style-type: none">• Promoter and Promoter Group• Public	No arrangement for a physical Meeting or appointment of proxy was made as the Meeting was held through VC/OAVM
No. of Shareholders attended the Meeting through Video Conferencing <ul style="list-style-type: none">• Promoter and Promoter Group• Public	130 1 129

The 29th Annual General Meeting ('AGM') of the Members of Noida Toll Bridge Company Limited ('the Company') was held on Monday, September 22, 2025 at 11.00 A.M. (1ST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'). The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars and Securities and Exchange Board of India (SEBI) Circular.

The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC. He requested the Chairman to commence the proceedings of the meeting.

Mr. Nand Kishore, Chairman of the Company, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

All the Directors of the Company attended the Meeting including the respective Chairperson of the Audit Committee (Ms. Jayashree Ramasway) and Stakeholders Relationship Committee (Mr. Rakesh Chatterjee) except Mr. Kazim Raza Khan – Chairperson of Nomination and Remuneration Committee due to .

The Chairman welcomed all members to the AGM and gave brief introduction of the each of the Director present in the meeting namely Ms. Jayashree Ramaswamy – Nominee Director, Mr. Rakesh Chatterjee – Director, Mr. Sharad Goel – Nominee Director and Mr. Dheeraj Kumar – CEO & Executive Director. The Chairman further informed that Mr. Gautam Pradhan – Statutory Auditor, Mr. Sanjay Kumar - Practicing Company Secretaries, Secretarial Auditors and Scrutinizer for the Annual General Meeting were also present at the Meeting through VC.

With the consent of the Members, the Notice convening the Meeting was taken as read. As the Statutory Auditors Report on the financial statements of the Company for the FY ended 31st March, 2025 was unmodified and did not contain any qualification, comments and remarks except emphasis on matters as detailed in the Independent Auditors' Report as annexed with Annual Report and the Secretarial Auditors Report for the FY ended 31st March 2025 also did not contain any qualification, comments and remark except an Observation in respect of the composition of Board, Audit Committee, Nomination & Remuneration Committee and Stakeholders Grievance Committee under the Companies Act, 2013 and SEBI LODR. However, he has also mentioned that National Company Law Tribunal (NCLT), Mumbai Bench vide its Order dated April 26, 2019 has granted an exemption to IL&FS and its Group Companies including NTBCL, regarding appointment of Independent Directors and Women Directors. Therefore, with this order, the provisions of the Companies Act, 2013 and regulations under SEBI LODR are deemed to be complied with. So the Auditors Report and Secretarial Auditors' Report were taken as read.

The Chairman then delivered his speech covering (i) Stopping of collection of user fee and consequential inadequacy as well as uncertainty of Revenue front, (ii) Flyway maintenance obligation of the Company in the face of inadequate income and (iii) Income tax demand in excess of Rs. 21,000 crores faced by the Company.

The following resolutions as set out in the Notice convening the AGM were presented for voting by the Members:

Sl. No.	Details of the Agenda	Proposed Resolution
1.	Adoption of Audited Standalone Financial Statements and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon	Ordinary
2.	Appointment of a Director in place of Mr. Kazim Raza Khan (DIN 05188955), who retires by rotation and, being eligible, offers himself for re-appointment	Ordinary
3.	Appointment of Secretarial Auditor of the Company	Ordinary

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the NSDL e voting system before the Meeting. He further informed that the e-Voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and who had not cast their votes earlier through remote e-Voting. He further informed that Mr. Sanjay Kumar, Practicing Company Secretary (Membership No. FCS 9211) had been appointed as Scrutinizer to supervise that the remote e-Voting and the voting during the proceedings of the AGM was done in a fair and transparent manner and scrutinize the e-voting.

The Company had received request from some shareholders to register them as speaker at the Meeting. Accordingly, the Chairman has responded the queries as raised by them. Post Q&A session the Chairman thanked the Members for attending and participating at the meeting. He also thanked the Directors for joining the Meeting virtually. The e-Voting facility was kept open for the next 30 minutes to enable the Members to cast their vote. He informed the Members that the consolidated voting results along with the Scrutinizer's Report, shall be placed on the Company's website www.ntbcl.com and on the website of NSDL at www.evotingnsdl.com. The results would also be forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited and National Stock Exchange of India Limited and be made available on their respective websites viz. www.bseindia.com and www.nseindia.com within two working days.

This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

The meeting was concluded at 12:05 PM with a vote of thanks to the Chair and all stakeholders of the Company.
