

13th February 2026

To

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai - 400001

Scrip Code: 543317**National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C-1

G Block, Bandra-Kurla Complex, Bandra(E)

Mumbai – 400051

Symbol: GRINFRA**Sub: Outcome of Board Meeting held on 13th February 2026.**

Dear Sir,

Pursuant to Regulation 30 and other applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held today i.e. 13th February 2026 has, *inter alia*, approved the following matters:

1. Interim Dividend of ₹ 2.50 per equity share of face value of ₹ 5/- per equity share for the Financial Year 2025-26. As intimated in our letter dated 10th February 2026, the record date for the purpose of payment of dividend shall be Thursday, 19th February 2026, and the interim dividend shall be paid to the eligible shareholders within the stipulated timelines as prescribed under law.
2. The proposal for divestment of 100% Equity stake/investment held in **GR Ena Kim Expressway Private Limited** ("GEKEPL"), wholly owned subsidiary of the Company subject to approval of shareholders of the Company (Annexure – I).

As on date, G R Infraprojects Limited, together with its nominee, is holding 90,00,000 equity shares, constituting 100% issued, subscribed and paid-up capital of GEKEPL.

GR Ena Kim Expressway Private Limited is a material subsidiary of the Company in accordance with Regulation 16(1)(c) of SEBI listing regulations.

3. The proposal for divestment of 100% Equity stake/investment held in **GR Bilaspur Urga Highway Private Limited** ("GBUHPL") and **GR Ujjain Badnawar Highway Private Limited** ("GUBHPL"), wholly owned subsidiary companies (Annexure – II).

As on date, G R Infraprojects Limited, together with its nominee, is holding 4,10,00,000 and 90,00,000 equity shares, constituting 100% issued, subscribed and paid-up capital of GBUHPL and GUBHPL, respectively.

GR Bilaspur Urga Highway Private Limited and GR Ujjain Badnawar Highway Private Limited are not material subsidiary of the Company.

4. Approved the revised draft of the Postal Ballot Notice to be sent to the shareholders.

The meeting of the Board of Directors of the Company commenced at 05:00PM and concluded at 6:35PM.

We request the exchange to take this information on record.

Thanking you,

Yours sincerely,

For G R Infraprojects Limited**Sudhir Mutha****Company Secretary****ICSI Membership No. ACS18857**

Enclosed: As above.

CORPORATE OFFICE :

GR One, Plot No. 7B, Sector-18,
Maruti Industrial Complex,
Gurugram, Haryana – 122015, India
Ph. : +91-124-6435000

HEAD OFFICE :

GR House, Hiran Magri, Sector-11,
Udaipur, Rajasthan-313 002, India
Ph: +91-294-2487370, 2483033

REGISTERED OFFICE :

Revenue Block No. 223,
Old Survey No. 384/1 384/2, Paiki
and 384/3, Khata No. 464, Kochariya
Ahmedabad, Gujarat - 382 220, India



**Annexure – I****Disclosure for the Sale or disposal of unit(s) or division(s) or subsidiary(ies) of the listed entity.**

S. No.	Particulars	GR Ena Kim Expressway Private Limited
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year.	Contribution in Consolidated Turnover as on 31st March 2025 Amount: Rs. 75,384. Lakhs Percentage (%): 10.19% Contribution in Consolidated Net Worth as on 31st March 2025 Amount: Rs. 8255.86 Lakhs Percentage (%): 0.97%
2.	Date on which the agreement for sale has been entered into.	The Board approved non-binding counter offer for acquisition of 100% equity stake by Indus Infra Trust. The definitive agreement(s) in relation to the same shall be executed upon acceptance of binding offer by the Company.
3.	The expected date of completion of sale/ disposal.	On or before 30 th April 2026, subject to approval of the Unitholders of Indus Infra Trust (“Trust” / “Acquirer”) and receipt of binding offer from the Trust, approval of the relevant governmental and regulatory authorities and certain other third parties, as may be required and the provisions of Share Purchase Agreement and other definitive documentation (including completion of customary condition precedents by the Acquirer prior to acquisition.
4.	Consideration received from such sale/ disposal.	Same would be intimated to the Stock Exchange in due course of time, as and when the transaction for sale is finalised/ completed.
5.	Brief details of buyer and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof.	Name of Buyer: Indus Infra Trust. Address of Buyer: GR One, Plot No. 7B, Sector-18, Maruti Industrial Complex, Gurugram, Haryana – 122015. No, Trust doesn’t belong to Promoter/Promoter Group/Group Companies of G R Infraprojects Limited.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms’ length”.	Yes, Indus Infra Trust is a related party of the Company. The transaction is proposed to be done at “arms’ length”.
7.	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not applicable
8.	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

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Annexure – II

Disclosure for the Sale or disposal of unit(s) or division(s) or subsidiary(ies) of the listed entity.

S. No.	Particulars	GR Bilaspur Urga Highway Private Limited	GR Ujjain Badnawar Highway Private Limited
1.	the amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year.	<p>Contribution in Consolidated Turnover as on 31st March 2025 Amount: Rs. 60,616.12 Lakhs Percentage (%): 8.20%</p> <p>Contribution in Consolidated Net Worth as on 31st March 2025 Amount: Rs. 10,242.46 Lakhs Percentage (%): 1.21%</p>	<p>Contribution in Consolidated Turnover as on 31st March 2025 Amount: Rs. 31,813.35 Lakhs Percentage (%): 4.30%</p> <p>Contribution in Consolidated Net Worth as on 31st March 2025 Amount: Rs. 2,111.37 Lakhs Percentage (%): 0.25%</p>
2.	Date on which the agreement for sale has been entered into.	The Board has approved non-binding counter offer for acquisition of 100% equity stake by Indus Infra Trust. The definitive agreement(s) in relation to the same shall be executed upon acceptance of binding offer by the Company	The Board has approved non-binding counter offer for acquisition of 100% equity stake by Indus Infra Trust. The definitive agreement(s) in relation to the same shall be executed upon acceptance of binding offer by the Company
3.	The expected date of completion of sale/ disposal.	On or before 30 th April 2026, subject to approval of the Unitholders of Indus Infra Trust (“Trust” / “Acquirer”) and receipt of binding offer from the Trust, approval of the relevant governmental and regulatory authorities and certain other third parties, as may be required and the provisions of Share Purchase Agreement and other definitive documentation (including completion of customary condition precedents by the Acquirer prior to acquisition.	On or before 30 th April 2026, subject to approval of the Unitholders of Indus Infra Trust (“Trust” / “Acquirer”) and receipt of binding offer from the Trust, approval of the relevant governmental and regulatory authorities and certain other third parties, as may be required and the provisions of Share Purchase Agreement and other definitive documentation (including completion of customary condition precedents by the Acquirer prior to acquisition.
4.	Consideration received from such sale/ disposal.	Same would be intimated to the Stock Exchange in due course of time, as and when the transaction for sale is finalised/ completed.	Same would be intimated to the Stock Exchange in due course of time, as and when the transaction for sale is finalised/ completed.
5.	Brief details of buyer and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof.	<p>Name of Buyer: Indus Infra Trust. Address of Buyer: GR One, Plot No. 7B, Sector-18, Maruti Industrial Complex, Gurugram, Haryana – 122015. No, Trust doesn’t belong to Promoter/Promoter Group/ Group Companies of G R Infraprojects Limited.</p>	<p>Name of Buyer: Indus Infra Trust. Address of Buyer: GR One, Plot No. 7B, Sector-18, Maruti Industrial Complex, Gurugram, Haryana – 122015. No, Trust doesn’t belong to Promoter/Promoter Group/ Group Companies of G R Infraprojects Limited.</p>

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G R INFRAPROJECTS LIMITED

(Formerly known as G.R. Agarwal Builders and Developers Limited)

CIN : L45201GJ1995PLC098652

6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms' length".	Yes, Indus Infra Trust is a related party of the Company. The transaction is proposed to be done at "arms' length".	Yes, Indus Infra Trust is a related party of the Company. The transaction is proposed to be done at "arms' length".
7.	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not applicable	Not applicable
8.	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	Not applicable

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