

Date: December 23, 2025

To, National Stock Exchange of India Limited ("NSE") Listing Department Exchange Plaza, C-1 Block G, Bandra Kurla Complex Bandra [E], Mumbai – 400051	To, BSE Limited ("BSE") Listing Department Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001
NSE Scrip Symbol: AWFIS	BSE Scrip Code: 544181
ISIN: INE108V01019	ISIN: INE108V01019

**Subject: Outcome of Board of Directors meeting held on December 23, 2025**

Dear Sir/Ma'am,

This is in continuation of our earlier intimation dated November 11, 2025 made pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), regarding the authorisation for sale of an undertaking consisting of the Design and Build business (Business Undertaking) of the Company on a going concern basis to wholly owned subsidiary (WOS) of the company.

We wish to inform you that the Board of Directors of the Company, at its meeting held today, i.e., December 23, 2025, has, *inter alia*, considered and approved the following:

**(1) Disposal of Design and Build business**

Subject to approval of the shareholders, and based on the recommendation of the Audit Committee, the Board has approved the sale, by way of a slump sale, of the Company's undertaking engaged in the Design and Build business (Business Undertaking) on a going concern basis through Business Transfer Agreement (BTA) executed between the Company and Awfis Transform Private Limited, having CIN- U74102MH2025PTC461862 (ATPL), a WOS of the Company.

Please find enclosed as "Annexure A" as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

**(2) Execution of Business transfer Agreement**

In continuation to disclosure dated November 11, 2025, we are pleased to inform you that the Company has executed the BTA with "Awfis Transform Private Limited" having CIN- U74102MH2025PTC461862, a WOS of the Company. The BTA has been entered into for the transfer of the Business Undertaking on a going-concern basis, subject to the terms and conditions specified therein.

Please find enclosed as "Annexure A" as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

**Corporate and Regd. Office**

Awfis Space Solutions Limited  
C-28-29, Kissan Bhawan, Qutab Institutional Area, New Delhi – 110016  
**www.awfis.com | Email:** info@awfis.com | **Phone:** 011- 69000657

CIN: L74999DL2014PLC274236



**(3) Board has approved seeking approval of the shareholders through the process of Postal Ballot, including voting through electronic means for sale and transfer of the Company's Design and Build Business (D&B Business/ Business Undertaking) on slump sale basis to Awfis Transform Private Limited ("ATPL"), a WOS of the Company.**

The meeting of the Board of Directors commenced at 10:50 a.m. and concluded at 11:15 a.m.

The above information is being made available on the website of the Company <https://www.awfis.com/investor-relations>

We request you to kindly take this on record.

**Thanking You,**

**For Awfis Space Solutions Limited**

**Shweta Gupta**  
**Company Secretary and Compliance Officer**  
**M. No. F8573**  
**Address: C-28 and 29 Kissan Bhawan, Qutub Institutional Area New Delhi 110016**

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## Annexure – A

### Information as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Sr. No.	Particulars	Details
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	Design and Build business (Business Undertaking)  Amount and percentage of the turnover or revenue or Income: INR 2782.58 Millions and 23.13% for the financial year 2024-25  Net worth: INR 712.67 Millions and 15.60% for the financial year 2024-25
2.	date on which the agreement for sale has been entered into	BTA is executed on 23 December, 2025
3.	the expected date of completion of sale/disposal	Subject to completion of customary conditions precedent and in accordance with the provisions of the BTA, the slump sale is expected to be completed on or before 28 February, 2026.
4	consideration received from such sale/disposal	The consideration of an amount of INR 265.91 Million ("Initial Purchase Price") has been determined as consideration for the Business Undertaking as per the valuation report obtained by the Company under Section 50B of the Income Tax Act 1961 read with Rule 11UAE of the Income Tax Rules 1962 ("Relevant Tax Laws") with reference date of valuation as on 30 September 2025. The final consideration for the Business Undertaking ("Final Purchase Price") shall be determined as per an updated valuation report for the Business Undertaking to be obtained by the Company, on or before 31 March 2026, under the Relevant Tax Laws with reference date of valuation as on Closing Date as defined under the BTA.
5	brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof	The buyer is Awfis Transform Private Limited, a WOS of the Company.
6	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Yes, the proposed transaction would fall within related party transaction and at arm's length basis. Refer details as specified in (4) above.
7	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same	Yes, the transaction is outside the Scheme of Arrangement.

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	including compliance with regulation 37A of LODR Regulations.	<p>The transfer of Business Undertaking carried through BTA executed between the Company and ATPL, the WOS.</p> <p>Regulation 37A of the LODR Regulations is exempted as the transaction is with WOS whose accounts will be consolidated with the Company.</p>
<b>additionally, 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</b>		
8 i)	names of entities forming part of the slump sale, details in brief such as, size, turnover etc.;	<p><b>Seller:</b> Awfis Space Solutions Limited  <b>Turnover:</b> For FY 25 was INR 12031.47 Millions approx.  <b>Buyer:</b> Awfis Transform Private Limited  <b>Turnover:</b> NA as it's a newly incorporated company (incorporated on Dec 3, 2025)</p>
ii)	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	As specified in (6) above.
iii)	area of business of the entity(ies);	ATPL is in business of <i>inter alia</i> design, build, and execution of commercial, residential, and mixed-use projects (including turnkey and built-to-suit developments); providing interior fit-outs, MEP services, and engineering solutions; offering consultancy and project management services; trading in materials and equipment; and developing software solutions and digital platforms related to project planning and construction management.
iv)	rationale for slump sale	In order to achieve enhanced operational efficiency, business synergies, and a more focused and specialized management structure, as a part of corporate strategy, it is proposed to sell, transfer or otherwise dispose of D&B Business to its wholly owned subsidiary, Awfis Transform Private Limited by way of a slump sale on a going concern basis together with all specified tangible and intangible assets, including licenses permissions and approvals, all personnel/employees, rights, liabilities, litigations, obligations, benefits and other assets in relation to the Undertaking. The Business Undertaking will be transferred for a lump sum consideration on a going concern basis by way of a slump sale on an "as is where is" basis and on the terms and conditions as detailed in the BTA executed between the Company and ATPL as mentioned at (2) above.

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v)	in case of cash consideration - amount or otherwise share exchange ratio	As specified in point (4) above.
vi)	brief details of change in shareholding pattern (if any) of listed entity.	There is no change in shareholding pattern of the Company

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