

**THIS NOTICE (AS DEFINED HEREIN) IS NOT FOR RELEASE, PUBLICATION AND/OR DISTRIBUTION IN AND/OR INTO THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES OF AMERICA, OR THE DISTRICT OF COLUMBIA (TOGETHER, THE “UNITED STATES”) (EXCEPT TO “QUALIFIED INSTITUTIONAL BUYERS”, AS DEFINED HEREIN) OR ANY “OTHER JURISDICTIONS” (AS DEFINED HEREIN). FOR FURTHER INFORMATION, SEE “IMPORTANT INFORMATION” HEREIN.**

Date: February 04, 2026

The Managing Director  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai, India 400 001

The Managing Director  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (East)  
Mumbai, India 400 051

Dear Sir/Madam,

**Sub: Notification of the proposed offer for sale through the stock exchange mechanism of the units of IndiGrid Infrastructure Trust (the “InvIT”, and such units, the “Units”) by one of its public unitholders, the Government of Singapore (the “Seller”, and this notice, the “Notice”)**

We hereby notify you that the Seller proposes to sell up to 4,36,31,371 Units of the InvIT (representing 4.58% of the Unit capital of the InvIT) (the “**Base Offer Units**”) on February 05, 2026 (“**T Day**”) (for non-retail investors only) and on February 06, 2026 (“**T+1 Day**”) (for retail investors and for non-retail investors, who chose to carry forward their un-allotted bids) with an option to additionally sell up to 2,64,59,185 Units (representing 2.78% of the Unit capital of the InvIT) (the “**Oversubscription Option**”, and in the event that the Oversubscription Option is exercised, the Units forming part of the Base Offer Units and the Oversubscription Option will represent 7.36% of the Unit capital of the InvIT, i.e. 7,00,90,556 Units, and will collectively, hereinafter be referred to as “**Offer Units**” while in the event that such Oversubscription Option is not exercised, the Units forming part of the Base Offer Units will hereinafter be referred to as “**Offer Units**”), on the separate designated window provided by BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**” and together with BSE, the “**Stock Exchanges**”) for this purpose (such offer referred to hereinafter as the “**Offer**”), in accordance with paragraph 19.1.5.2 of chapter 1 of the master circular for stock exchanges and clearing corporations bearing circular number SEBI/HO/MRD-PoD2/CIR/P/2024/00181 dated December 30, 2024 notified by the Securities and Exchange Board of India (“**SEBI**” and such circular, the “**SEBI OFS Circular**”) pertaining to comprehensive guidelines on offer for sale of shares through the stock exchange mechanism, and the applicable notices and circulars issued by the Stock Exchanges (as defined hereinafter) from time to time in this regard, including (a) “*Revised Operational Guidelines for Offer for Sale (OFS) Segment*” issued by BSE Limited (“**BSE**”) vide its notice bearing no. 20240701-19 dated July 01, 2024 (“**BSE OFS Circular**”) and, to the extent applicable, the previous notices issued by BSE in this regard; and (b) “*Revised operating guidelines of Offer for Sale*” issued by National Stock Exchange of India Limited (“**NSE**”) by way of its circular bearing no. 93/2024 dated July 12, 2024, and, to the extent applicable, the previous circulars issued by NSE in this regard (“**NSE OFS Circular**”, together with the BSE OFS Circular, the “**Stock Exchange Circulars**” and together with the SEBI OFS Circular, the “**OFS Guidelines**”).

This Notice is being issued to the Stock Exchanges, to announce the Seller’s intention to undertake the Offer, and contains vital details with respect to the Offer, including certain information that is required to be disclosed pursuant to the OFS Guidelines. Bidders, as well as their brokers, are requested to read the entire contents of this Notice, along with the OFS Guidelines, before participating in the Offer.

The Offer shall be undertaken exclusively through the Seller's Brokers (defined and named below) on a separate window provided by the Stock Exchanges for this purpose.

The Seller has appointed Axis Capital Limited and Ambit Capital Private Limited as the 'Selling Brokers' and BSE has been declared as the designated stock exchange ("DSE").

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| <b>Name of the Seller</b>   | Government of Singapore, a public unitholder of the InvIT   |
| <b>Name of the infrastructure investment trust whose units are proposed to be sold and ISIN</b> | IndiGrid Infrastructure Trust<br>ISIN: INE219X23014   |
| <b>Names of the stock exchanges where orders shall be placed</b>                                | BSE and NSE   |
| <b>Name of the designated stock exchange</b>  | BSE   |
| <b>Name of the designated clearing corporation</b>  | NSE Clearing Limited  |
| <b>Date and time of the opening and closing of the Offer</b>                                    | <p>The Offer shall take place over two trading days on a separate window of the Stock Exchanges on February 05, 2026, and February 06, 2026, from 9:15 a.m. to 3:30 p.m. (Indian Standard Time) on both days, as per details given below:</p> <p><b>For non-Retail Investors: February 05, 2026 ("T Day")</b></p> <p>The Offer shall take place on a separate window of the Stock Exchanges on the T Day, <i>i.e.</i>, February 05, 2026, commencing at 9:15 a.m. (Indian Standard Time) and shall close at 3:30 p.m. (Indian Standard Time) on the same day.</p> <p>Non-Retail Investors who have placed their bids on T Day, may indicate their willingness while placing the bids, to carry forward their un-allotted bids to T+1 Day (defined hereinafter) for allocation to them in the unsubscribed portion of Retail Category (defined below).</p> <p><b>Please note that only non-Retail Investors shall be allowed to place their bids on T Day, <i>i.e.</i>, February 05, 2026.</b></p> <p><b>For Retail Investors (defined hereinafter), and for non-Retail Investors, who chose to carry forward their un-allotted bids on T+1 Day, <i>i.e.</i>, February 06, 2026.</b></p> <p>The Offer shall continue to take place during trading hours on a separate designated window of the Stock Exchanges on T+1 Day (T+1 Day being February 06, 2026) commencing at 9:15 a.m. (Indian Standard Time) and shall close at 3:30 p.m. (Indian Standard Time) on the same date.</p> |

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|                               | <p>Please note that only Retail Investors shall be allowed to place their bids on T+1 Day. Further, those non-Retail Investors who have placed their bids on T Day and have chosen to carry forward their un-allotted bids to T+1 Day, shall be allowed to revise their bids on T+1 Day in accordance with the OFS Guidelines.</p> <p>(T Day and T+1 Day, collectively referred to as “<b>Offer Dates</b>”)</p>  |
| <b>Allocation methodology</b> | <p>The allocation shall be at or above the Floor Price (defined below) on a price priority basis at multiple clearing prices in accordance with the OFS Guidelines, except in case of Retail Investors who shall have an option to bid at the Cut – off Price (defined below).</p> <p>Bidders (as defined below) can bid under the Retail Category or Non-Retail Category. Indicative price for the Non-Retail Category shall be displayed separately. There shall be no indicative price for the Retail Category.</p> <p>No single Bidder, other than mutual funds registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996, as amended (“<b>Mutual Funds</b>”) and insurance companies registered with the Insurance Regulatory and Development Authority under the Insurance Regulatory and Development Authority Act, 1999, as amended (“<b>Insurance Companies</b>”), shall be allocated more than 25% of the Offer Units.</p> <p><b>Non-Retail Category Allocation Methodology</b></p> <p>The non-Retail Investors shall have an option to carry forward their unallotted bids from T Day to T+1 Day provided such non-Retail Investors indicate their willingness to carry forward their unallotted bids to T+1 Day. Further, such non-Retail Investors can also revise their bids on T+1 Day in accordance with the OFS Guidelines.</p> <p>The allocation of the unsubscribed portion of the Retail Category to the non-Retail Investors shall be at a price equal to the Cut-Off Price (as defined below) or higher as per the bids.</p> <p>Any unsubscribed portion of the Non-Retail Category after allotment shall be eligible for allocation to the Retail Category. Such allocation to the Retail Investors shall be at a price equal to the Cut-Off Price or higher as per the bids.</p> <p>A minimum of 25% of the Offer Units shall be reserved for Mutual Funds and Insurance Companies, subject to receipt of valid bids at or above the Floor Price (defined below). In the event of any undersubscription by Mutual Funds and Insurance Companies, the unsubscribed portion shall be available to other Bidders in the Non-Retail Category.</p> |

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|  | <p>In case of oversubscription in the Non-Retail Category, the Seller may choose to exercise the Oversubscription Option, which will be intimated to the Stock Exchanges after trading hours, but on or before 5:00 p.m. on T Day. Accordingly, allocation to Bidders in the Non-Retail Category shall be done from the Offer Units forming part of the Base Offer Units and the Oversubscription Option. Further, in the event the Oversubscription Option is exercised, the Units forming part of the Base Offer Units and the Oversubscription Option will, collectively, hereinafter be referred to as “<b>Offer Units</b>”. In case the Oversubscription Option is not exercised, the Units forming part of the Base Offer Units will continue to be referred to as “<b>Offer Units</b>”.</p> <p>In case of oversubscription in the Non-Retail Category on T+1 Day, if the aggregate number of Offer Units bid for at a particular clearing price is more than available quantity, then the allocation for such bids will be done on a proportionate basis.</p> <p><b>Retail Category Allocation Methodology</b></p> <p>For the purpose of this Notice, Retail Investor shall mean an individual investor who places bids for Offer Units of total value of not more than INR 2,00,000 (Rupees Two Lakhs) aggregated across Stock Exchanges (“<b>Retail Investor</b>” and such category, “<b>Retail Category</b>”. Further, the term “<b>Non-Retail Category</b>” shall be construed accordingly.).</p> <p>Minimum 10% of the Offer Units shall be reserved for allocation to Retail Investors subject to receipt of valid bids (“<b>Retail Portion</b>”). The Stock Exchanges will decide the quantity of Offer Units eligible to be considered in the Retail Portion, based on the Floor Price (defined below) declared by the Seller. Any unsubscribed portion of the Non-Retail Category after allotment shall be eligible for allocation to the Retail Category on T+1 Day.</p> <p>A Retail Investor may enter a price bid or opt for bidding at the Cut - Off Price. For this purpose, “<b>Cut-Off Price</b>” means the lowest price, as shall be determined, based on all valid bids received on T Day at which the Offer Units are sold in the Non-Retail Category on T Day. In case of under subscription in the Non-Retail Category, the Retail Investors shall be allowed to place their bids at Floor Price on T+1 Day. Further, bids by Retail Investors below the Cut-Off Price or the Floor Price, as applicable, will be rejected.</p> <p>The cut-off price shall be determined separately for bids received in the Retail Category and for bids received in the Non-Retail Category. Allocation to Retail Investors shall be made based on the cut-off price determined in the Retail Category. Upon determining the cut-off price in the Retail Category, the Offer Units reserved for such category shall be allocated to eligible bids of Retail Investors on price priority</p> |
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|  | <p>method at multiple clearing prices/ cut-off price determined in the Retail Category, in accordance with the OFS Guidelines.</p> <p>In case of oversubscription in the Retail Category, if the aggregate number of Offer Units bid for at a particular clearing price / cut – off price determined in the Retail Category, as the case may be, is more than the available number of Units at such price, then the allocation for such bids will be done on a proportionate basis at such clearing price (at or above the cut – off price determined in the Retail Category), as the case may be.</p> <p>Any unsubscribed portion of the Retail Category, after allotment to Retail Investors, shall be eligible for allocation to non-Retail Investors who have chosen to carry forward their unallotted bids on T Day to T+1 Day. Such non-Retail Investors would be required to indicate their willingness to carry forward their bid on T Day.</p> |
| <b>Total number of Units being offered in the Offer</b>                                | Up to 4,36,31,371 Units of the InvIT (representing 4.58% of the Unit capital of the InvIT) (the <b>“Base Offer Units”</b> ).  |
| <b>Maximum number of Units the Seller may choose to sell over and above made above</b> | Up to 2,64,59,185 Units (representing 2.78% of the Unit capital of the InvIT) (the <b>“Oversubscription Option”</b> )   |
| <b>Names of the broker(s) on behalf of the Seller (the “Seller’s Brokers”)</b>         | <ol style="list-style-type: none"> <li>1. Axis Capital Limited<br/>(Broker Code: NSE: 13872; BSE: 6105)</li> <li>2. Ambit Capital Private Limited<br/>(Broker Code: NSE: 12476; BSE: 3081)</li> </ol> <p><b>Settlement Broker:</b></p> <p>Axis Capital Limited<br/>(Broker Code: NSE: 13872; BSE: 6105)</p>   |
| <b>Floor price (“Floor Price”)</b>   | <p>The Floor Price for the Offer shall be INR 160.50 (Rupees One Hundred and Sixty and Fifty Paise only) per Unit of the InvIT.</p> <p>The Stock Exchanges are required to ensure that the Floor Price is immediately informed to the market.</p>   |
| <b>Conditions for withdrawal of the Offer</b>  | <p>The Seller reserves its right to not proceed with the Offer at any time prior to the time of opening of the Offer on T Day. In such a case, there shall be a cooling off period of 10 trading days from the date of such withdrawal, before another offer for sale through the stock exchange mechanism is undertaken.</p> <p>The Stock Exchanges shall suitably disseminate details of such withdrawal.</p>   |
| <b>Conditions for cancellation of the Offer</b>  | The Offer may be cancelled by the Seller, in full (i) on T day, post bidding, if the Seller fails to get sufficient demand from non-Retail  |

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|  | <p>Investors at or above the Floor Price; or (ii) if there is a default in the settlement obligation.</p> <p>In the event the aggregate number of valid orders received from non-Retail Investors in the Offer at or above the Floor Price on T Day is not sufficient, the Seller reserves the right to cancel the Offer, post bidding, in full (for both non-Retail Investors and Retail Investors) and not proceed with the Offer on T+1 Day.</p> <p>In case of defaults in settlement obligations, the Seller reserves the right to either conclude the Offer, to the extent of valid bids received, or cancel the Offer in full. In such cases, the decision to either conclude or cancel the Offer shall be at the sole discretion of the Seller.</p> <p>The Stock Exchange shall suitably disseminate details of such cancellation.</p>   |
| <b>Conditions for participating in the Offer</b> | <ol style="list-style-type: none"> <li>1. Non-institutional investors bidding in the Non-Retail Category shall deposit 100% of the bid value in cash up-front with the clearing corporation at the time of placing bids for the Offer.</li> <li>2. Institutional investors have an option of placing bids without any upfront payment. In case of institutional investors who place bids with 100% of the bid value deposited upfront, custodian confirmation shall be within trading hours. In case of institutional investors who place bids without depositing 100% of the bid value upfront, custodian confirmation shall be as per the existing rules for secondary market transactions and applicable OFS Guidelines.</li> <li>3. In respect of bids in the Retail Category, margin for bids placed at the Cut –Off Price, shall be at the Cut-Off Price determined based on the bids received on T Day and for price bids at the value of the bid. Clearing corporation shall collect margin to the extent of 100% of order value in cash, or cash equivalents, at the time of placing bids. Pay-in and pay-out for bids by Retail Investors shall take place as per normal secondary market transactions and the OFS Guidelines.</li> <li>4. The funds collected shall neither be utilised against any other obligation of the trading member nor co-mingled with other segments.</li> <li>5. Individual investors shall have the option to bid in the Retail Category and the Non-Retail Category. However, if the cumulative bid value by an individual investor across both categories exceeds INR 2,00,000 (Indian Rupees Two Lakhs), the bids in the Retail Category shall become ineligible. Further, if the cumulative bid value by an individual investor in the Retail Category across the Stock Exchanges exceeds INR 2,00,000 (Indian Rupees Two Lakhs), bids by such investor shall be rejected.</li> </ol> |

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|  | <p>6. Retail Investors may enter a price bid or opt for bidding at Cut-Off Price.</p> <p>7. Modification or cancellation of orders:</p> <ul style="list-style-type: none"> <li>a. Orders placed by Retail Investors (with 100% of the bid value deposited upfront) can be modified or cancelled any time during the trading hours on T+1 Day.</li> <li>b. Orders placed by non-Retail Investors (institutional investors and by non- institutional investors) on T Day, with 100% of the bid value deposited upfront can be modified or cancelled any time during the trading hours on T Day and in respect of any un- allotted bids which they have indicated to be carried forward to T+1 Day, orders can be modified on T+1 Day in accordance with the OFS Guidelines.</li> <li>c. Orders placed by institutional investors without depositing 100% of the bid value upfront cannot be cancelled or modified by the investor or stock broker except modification for making upward revision in the price or quantity any time during the trading hours on T Day. In respect of any un- allotted bids which they have indicated to be carried forward to T+1 Day, orders can be modified (only by making upward revision in the price or quantity) on T+1 Day in accordance with the OFS Guidelines.</li> <li>d. Unallocated bids carried forward by non-Retail Investors on T+1 Day may be revised in accordance with the OFS Guidelines.</li> <li>e. In the event of any permitted modification or cancellation of the bid, the funds shall be released / collected on a real-time basis by the clearing corporation.</li> </ul> <p>8. Bidder shall also be liable to pay any other fees, as may be levied by the Stock Exchanges, including securities transaction tax.</p> <p>9. Multiple orders from a single bidder shall be permitted subject to the conditions prescribed in paragraph 5 above.</p> <p>10. In the event of default in pay-in by any bidder, an amount aggregating to 10% of the order value shall be charged as penalty from the investor and collected from the broker. This amount shall be credited to the Investor Protection Fund of the Stock Exchange.</p> <p>11. The Units of the InvIT other than the Offer Units shall continue trading in the normal market. However, in the event of market closure due to the incidence of breach of market wide index-based circuit filter, the Offer shall also be halted.</p> <p>12. In accordance with the OFS Guidelines, in case a public unitholder offers units through the OFS mechanism, the sponsor or sponsor group entities of the InvIT may participate in the Offer to purchase units subject to compliance with applicable laws.</p> |
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| <b>Settlement</b> | <ol style="list-style-type: none"> <li>1. Settlement shall take place on trade for trade basis. For bids received from Non-Retail Category on T Day, being non-institutional and institutional investors who place orders with 100% of the order value deposited upfront, settlement shall take place on T+1 Day, in accordance with the OFS Guidelines. In case of institutional investors who place bids on T Day without depositing 100% of the order value upfront, settlement shall be as per the existing rules for secondary market transactions (i.e., on T+1 Day).</li> <li>2. For the bids received on T+1 Day from the Retail Category, the settlement shall take place on T+2 day.</li> <li>3. For the bids received on T+1 Day from non-Retail Investors who choose to carry forward their unallotted bids to T+1 Day with 100% of the order value deposited upfront, the settlement shall take place on T+2 day.</li> <li>4. For the bids received on T+1 Day from the non-Retail Investors who choose to carry forward their unallotted bids to T+1 Day without depositing 100% of the order value upfront, the settlement shall take place on T+2 day.</li> <li>5. Funds collected from the bidders who have not been allocated units shall be released after the download of the obligation.</li> </ol> |
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## IMPORTANT INFORMATION

This Offer is personal to each prospective bidder (including individuals, funds or otherwise) registered with a broker of the Stock Exchanges who makes a bid (each a “**Bidder**”), and neither this Offer nor this Notice constitutes an offer to sell or invitation or solicitation of an offer to buy, to the public, or to any other person or class of persons requiring any prospectus or offer document to be issued, submitted to or filed with any regulatory authority or to any other person or class of persons within or outside India.

This Offer is being made in reliance on the OFS Guidelines and subject to the guidelines, circulars, rules and regulations of the Stock Exchanges. Accordingly, no documents have been or will be prepared, registered or submitted for approval as an ‘offer document’ with SEBI and/or the Stock Exchanges or any other statutory/regulatory/listing authority in India or abroad under the applicable laws in India, including the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended, and no such document will be circulated or distributed to any person in any jurisdiction, including in India.

The Bidders acknowledge and agree that any buy order or bid shall be made solely on the basis of publicly available information and any information available with SEBI, Stock Exchanges, the InvIT’s websites or any other public domain, together with the information contained in this Notice, and that it has not relied on any investigation that the Seller’s Brokers or any other person on their behalf may have conducted with respect to the Offer Units or the InvIT. This Offer is further subject to the terms set forth in the contract note to be provided to the successful Bidders. Bidders should consult their own tax advisors regarding the tax implications to them of acquiring the Offer Units.

This Notice is for information purposes only and is neither an offer nor invitation to buy or sell nor a solicitation of an offer to buy or sell any securities, nor shall there be any sale of securities, in any jurisdiction (collectively, “**Other Jurisdictions**”) in which such offer, solicitation or sale is or may be unlawful whether prior to registration or qualification under the securities laws of any such jurisdiction



or otherwise. This Notice and the information contained herein are not for publication or distribution, directly or indirectly, in or to persons in any Other Jurisdictions unless permitted pursuant to an exemption under the relevant local law/s or regulation/s in any such jurisdiction. Prospective purchasers should seek appropriate legal advice prior to participating in the Offer.

The Offer Units have not been and will not be registered under (a) the United States Securities Act of 1933, as amended (the “**Securities Act**”), or under the securities laws of any state of the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable state securities laws or (b) any other securities law of Other Jurisdictions. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the InvIT or the Seller and that will contain detailed information about the InvIT and management, as well as financial statements. The Offer Units are being offered and sold (1) in the United States to “qualified institutional buyers” (as defined in Rule 144A under the Securities Act) (“**QIBs**” and each a “**QIB**”) pursuant to Rule 144A under the Securities Act (“**Rule 144A**”) or another available exemption from the registration requirements under the Securities Act, and (2) outside the United States in offshore transactions in reliance upon Regulation S under the Securities Act (“**Regulation S**”). **Prospective purchasers in the United States are hereby notified that the Seller may be relying on the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A.**

Prospective purchasers of Offer Units are hereby advised that any resale of Offer Units in the United States must be made in accordance with the registration requirements of the Securities Act or otherwise pursuant to an available exemption therefrom and in accordance with any applicable state securities laws. No representation is made as to the availability of any such exemption at the time of any such resale.

No determination has been made as to whether the InvIT has been, is, or will become a passive foreign investment company (“**PFIC**”) within the meaning of Section 1297 of the United States Internal Revenue Code of 1986, as amended (the “**Code**”), for U.S. federal income tax purposes. If the InvIT is a PFIC, and if the InvIT has been, is, or will be treated as a PFIC in any taxable year, U.S. taxpayers that hold the Offer Units (directly and, in certain cases, indirectly) may be subject to significant adverse tax consequences. The PFIC rules are complex. Prospective purchasers should consult their own tax advisors regarding the U.S. federal, state and local tax implications to them of acquiring the Offer Units.

**Except for the Seller’s Brokers, no broker may solicit bids for the Offer Units or accept orders for bids for the Offer Units from persons in the United States.**

By submitting a bid on behalf of a Bidder in connection with the Offer, each broker will be deemed to have represented, agreed and acknowledged that either such Bidder is a QIB or is located outside the United States, and that none of the broker, its affiliates or any person acting on its or their behalf (a) has offered or will offer and sell the Offer Units in the United States (except to investors reasonably believed to be QIBs in transactions exempt from the registration requirements of the Securities Act pursuant to Rule 144A or another available exemption pursuant to the Securities Act), (b) has engaged or will engage in any “directed selling efforts” with respect to the Offer Units (within the meaning of Regulation S) in connection with the offer or sale of the Offer Units, or (c) has engaged or will engage in any form of “general solicitation” or “general advertising” (each, within the meaning of Regulation D pursuant to the Securities Act) in connection with the offer or sale of the Offer Units.

By submitting a bid in connection with the Offer or receiving any Offer Units, each Bidder will be deemed to have (a) read and understood this Notice in its entirety, (b) accepted and complied with the terms and conditions set out in this Notice, and (c) made the representations, warranties, agreements and acknowledgements set out in (i) or (ii) below, as appropriate:

**(i) Persons outside the United States**

- It understands that the Offer Units have not been and will not be registered under the Securities Act or under the securities laws of any state of the United States and are being offered and sold to it in offshore transactions in accordance with Regulation S;
- (a) It was outside the United States (within the meaning of Regulation S) at the time the offer of the Offer Units was made to it and it was outside the United States when its purchase order for the Offer Units was originated and (b) if it is a broker-dealer outside the United States acting on behalf of its customers, each of its customers has confirmed to it that such customer was outside the United States at the time the offer of the Offer Units was made to it and such customer was outside the United States when such customer's buy order for the Offer Units was originated;
- It is empowered, authorized and qualified to purchase the Offer Units.
- It did not submit a bid for and will not be acquiring the Offer Units as a result of any "directed selling efforts" (as defined in Regulation S);
- It is buying the Offer Units for investment purposes and not with a view to the distribution thereof. If in the future it decides to offer, resell, pledge or otherwise transfer any of the Offer Units, it agrees that it will not offer, sell, pledge or otherwise transfer the Offer Units except in a transaction complying with Rule 903 or Rule 904 of Regulation S or pursuant to another available exemption from registration requirements under the Securities Act and in accordance with all applicable securities laws of the states of the United States and any other jurisdiction, including India;
- It is not an affiliate (as defined in Rule 405 under the Securities Act) of the InvIT or a person acting on behalf of an affiliate of the InvIT;
- It represents that prior to acquiring the Offer Units, it has all the information relating to the InvIT and the Offer Units which it believes is necessary for the purpose of making its investment decision;
- Where it is submitting a bid as fiduciary or agent for one or more investor accounts, it has sole investment discretion with respect to each such account and it has full power to make the representations, warranties, agreements and acknowledgements herein;
- The placing of orders for the purchase of the Offer Units and resultant purchase on successful allocation is and will be lawful under the laws of the jurisdictions in which it places such orders to purchase Offer Units, in which it is resident, and in which the sale and purchase of the Offer Units is consummated, including under all applicable Indian laws, regulations and guidelines, including the OFS Guidelines;
- The placing of orders for the purchase of the Offer Units and resultant purchase on successful allocation is and will not violate the constitutional documents and / or any contractual obligations of the Bidder;
- It will not hold or seek to hold the Seller or the Seller's Brokers or any of their respective affiliates responsible or liable for any misstatements in or omissions from any publicly available information concerning the InvIT or the Offer or otherwise responsible or liable in any manner whatsoever in respect of any losses incurred in connection with transactions entered into by the brokers acting on its behalf in connection with the purchase of the Offer Units;
- It agrees to indemnify and hold the Seller and the Seller's Brokers harmless from any and all costs, claims, liabilities and expenses (including legal fees and expenses) arising out of or in connection

with any breach of these representations, warranties or agreements. It agrees that the indemnity set forth in this paragraph shall survive the resale of the Offer Units;

- It acknowledges that the Seller and the Seller's Brokers and their respective affiliates, and others will rely upon the truth and accuracy of the foregoing representations, warranties, agreements and acknowledgements and agrees that if any of such representations, warranties, agreements and acknowledgements is no longer accurate it will promptly notify the Seller.

Any resale or other transfer, or attempted resale or other transfer, of the Offer Units made other than in compliance with the above-stated restrictions shall not be recognized by the InvIT.

**(ii) Persons in the United States**

- It understands that the Offer Units have not been and will not be registered under the Securities Act or under the securities laws of any state of the United States and that the offer and sale of the Offer Units to it is made in reliance on an exemption from the registration requirements of the Securities Act provided by Rule 144A or another available exemption from the registration requirements of the Securities Act and in reliance on exemptions from applicable state securities laws;
- It is a QIB acquiring the Offer Units for its own account or for the account of one or more QIBs, each of which is acquiring beneficial interests in the Offer Units for its own account;
- It did not submit a bid for and will not be acquiring the Offer Units as a result of any general solicitation or general advertising (within the meaning of Rule 502(c) under the Securities Act);
- It represents and warrants that it is buying the Offer Units for investment purposes and not with a view to the distribution thereof. If in the future it decides to offer, sell, pledge or otherwise transfer any of the Offer Units, it agrees that it will only offer, sell, pledge or otherwise transfer such Offer Units (a) in the United States (i) to a person who the Seller reasonably believes is a QIB in a transaction meeting the requirements of Rule 144A, (ii) pursuant to an exemption from registration under the Securities Act provided by Rule 144 under the Securities Act (if available), (iii) pursuant to another available exemption from the registration requirements of the Securities Act, or (iv) pursuant to an effective registration statement under the Securities Act, or (b) outside the United States in an offshore transaction complying with Rule 903 or Rule 904 of Regulation S, as applicable, in each case in accordance with all applicable securities laws of the states of the United States and any other jurisdiction, including India, it being understood that no representation is made by the Seller or the Seller's Brokers as to the availability of any such exemption at the time of any such offer, sale, pledge or transfer. Except for sales made in accordance with Rule 903 or 904 of Regulation S, it will, and each subsequent purchaser is required to, notify any subsequent purchaser from it of the resale restrictions referred to in (a) above;
- It is not an affiliate (as defined in Rule 405 under the Securities Act) of the InvIT or a person acting on behalf of an affiliate of the InvIT;
- It represents that prior to acquiring the Offer Units, it has all the information relating to the InvIT and the Offer Units which it believes is necessary for the purpose of making its investment decision;
- It understands that Offer Units purchased pursuant to Rule 144A or another available exemption under the Securities Act will be "restricted securities" within the meaning of Rule 144(a)(3) under the Securities Act and it agrees that for so long as they remain restricted securities, it shall not deposit such Offer Units into any unrestricted depository facility established or maintained by any depository bank;

- The placing of orders for the purchase of the Offer Units and resultant purchase on successful allocation is and will be lawful under the laws of the jurisdictions in which it places such orders to purchase Offer Units, in which it is resident, and in which the sale and purchase of the Offer Units is consummated, including under all applicable Indian laws, regulations and guidelines, including the OFS Guidelines;
- The placing of orders for the purchase of the Offer Units and resultant purchase on successful allocation is and will not violate the constitutional documents and / or any contractual obligations of the Bidder;
- It will not hold or seek to hold the Seller's or the Seller's Brokers or any of their respective affiliates responsible or liable for any misstatements in or omissions from any publicly available information concerning the InvIT or the Offer or otherwise responsible or liable in any manner whatsoever in respect of any losses incurred in connection with transactions entered into by the brokers acting on its behalf in connection with the purchase of the Offer Units;
- It agrees to indemnify and hold the Seller and the Seller's Brokers harmless from any and all costs, claims, liabilities and expenses (including legal fees and expenses) arising out of or in connection with any breach of these representations, warranties or agreements. It agrees that the indemnity set forth in this paragraph shall survive the resale of the Offer Units;
- Where it is submitting a bid as fiduciary or agent for one or more investor accounts, it has sole investment discretion with respect to each such account and it has full power to make the representations, warranties, agreements and acknowledgements herein; and
- It acknowledges that the Seller and the Seller's Brokers and their respective affiliates, and others will rely upon the truth and accuracy of the foregoing representations, warranties, agreements and acknowledgements and agrees that if any of such representations, warranties, agreements and acknowledgements is no longer accurate it will promptly notify the Seller.

Any resale or other transfer, or attempted resale or other transfer, of the Offer Units made other than in compliance with the above-stated restrictions shall not be recognized by the InvIT.

This Notice is not for publication or distribution, in whole or in part, in the United States of America, its territories and possessions, any state of the United States of America, or the District of Columbia (together, the "**United States**"), except that the Seller's Brokers (as defined in the Notice) may send copies of this Announcement to persons in the United States who they reasonably believe to be QIBs.

Yours faithfully,

For and on behalf of Government of Singapore



Charles Lim Sing Siong  
General Counsel



Leong Wing Kwan      Name  
Managing Director      Designation