



INFRASTRUCTURE LTD.

Regd. Office: JSW Centre,
Bandra Kurla Complex, Bandra East)
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Phone : 022-42861000

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CIN: L45200MH2006PLC161268

Website: www.jsw.in

Email id: infra.secretarial@jsw.in

17th November, 2025

To,

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code (BSE): 543994	National Stock Exchange of India Limited “Exchange Plaza” Bandra-Kurla Complex, Bandra (East) Mumbai - 400051 Symbol: JSWINFRA
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Dear Sir/Madam,

Sub: Execution of definitive agreements, *inter alia*, the share subscription and purchase agreement by JSW Overseas FZE, a step-down wholly owned subsidiary of the Company, to acquire 51% of the total equity share capital of South Minerals Port Company SAOC, Oman.

Ref: Intimation pursuant to Regulation 30(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

We would like to inform you that JSW Overseas FZE, a step-down wholly owned subsidiary of the Company, has informed that it has, today at about 2:15 pm (IST), entered into a Share Subscription and Purchase Agreement (“SSPA”) with Minerals Development Oman, SAOC (“MDO”) and South Minerals Port Company SAOC, Oman (a company incorporated in Oman by MDO) (“Port SPV”) to acquire 51% of the total equity share capital of the Port SPV, subject to fulfilment of the conditions precedent set out in the SSPA and in the manner contemplated under the SSPA.

Upon completion of the transaction contemplated under the SSPA, JSW Overseas FZE will hold 51% of the total equity share capital of the Port SPV, and accordingly, the Port SPV will become a step-down subsidiary of the Company.

The JSW Overseas FZE has also informed us that it has, today, executed the shareholders’ agreement with MDO to set out their respective rights and obligations with respect to the governance of the Port SPV, as well as their *inter se* rights and obligations as shareholders of the Port SPV.

The details required under Regulation 30 of the SEBI Listing Regulations read the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is attached as **Annexure A** hereto.

A press release in this regard is also attached.

The above is for your information and record.

Thanking you,

Yours sincerely,

For **JSW Infrastructure Limited**

Hitesh Kanani
Company Secretary and Compliance Officer
Membership No. F6188
Encl: As above

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Annexure A

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	JSW Overseas FZE, a step-down wholly owned subsidiary of the Company, has agreed to acquire 51% of the total equity share capital of Port SPV, in the following manner and in accordance with the provisions of the SSPA: - Subscription of 51% of the total equity share capital of the Port SPV and acquisition of 1 share of the Port SPV by the nominee shareholder of JSW Overseas FZE from the nominee shareholder of MDO. Port SPV is yet to commence operations.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”	No
3.	Industry to which the entity being acquired belongs	Infrastructure - Port Sector
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Port SPV to develop, own, maintain and operate 27 Million Tonnes Per Annum (MTPA) capacity port, with a total project capex of US\$419 Million in Oman, wherein JSW Overseas FZE would be the lead member and majority shareholder.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Approval required from relevant Government authorities of Oman as per SSPA
6.	Indicative time period for completion of the acquisition	Within 60 days from the fulfillment of all the conditions precedent, as provided in the definitive agreements.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration
8.	Cost of acquisition and/or the price at which the shares are acquired	JSW Overseas FZE shall acquire 51% of the total equity share capital of the Port SPV in the following manner and in accordance with the terms of the SSPA:

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		<p>- Subscription of 51% of the total equity share capital of the Port SPV and acquisition of 1 share of the Port SPV by the nominee shareholder of JSW Overseas FZE from the nominee shareholder of MDO.</p> <p>The total project cost undertaken by the Port SPV is US\$419 Million.</p>
9.	Percentage of shareholding / control acquired and / or number of shares acquired	JSW Overseas FZE has agreed to acquire 51% of the total equity share capital of the Port SPV
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>i. Product/line of business: Ports and allied services.</p> <p>ii. Date of Incorporation: 21-08-2025</p> <p>iii. History of Last 3 years turnover: Nil, as it has not yet commenced operations.</p> <p>iv. Country of presence: Oman</p>

PRESS RELEASE

JSW INFRASTRUCTURE EXPANDS GLOBAL FOOTPRINT WITH STRATEGIC COLLABORATION IN OMAN

ENTERS INTO AGREEMENT WITH STATE-OWNED MINERALS DEVELOPMENT OMAN TO DEVELOP & OPERATE 27 MILLION MTPA PORT WITH PROJECT CAPEX OF US\$419 MILLION

Mumbai, November 17, 2025: Marking a major milestone in the expansion of its global footprint, JSW Infrastructure Limited (“the Company”), part of the JSW Group and India’s second-largest private commercial port operator, today entered into a landmark agreement with Minerals Development Oman (MDO) - the Sultanate of Oman’s state-owned mine developer and operator.

As part of the collaboration, the Company’s wholly owned step-down subsidiary, JSW Overseas FZE, entered into a Share Subscription and Purchase Agreement with South Minerals Port Company SAOC (“Port SPV”), a newly incorporated entity established by the MDO.

JSW Infrastructure, through JSW Overseas FZE - has agreed to subscribe to a 51% stake in the Port SPV, subject to the fulfilment of customary conditions precedent set out under the agreement. The JSW Overseas FZE has also entered into a Shareholders’ Agreement with MDO to set out the rights and obligations with respect to the governance of the Port SPV.

As part of the collaboration, JSW Overseas FZE will hold a majority equity stake of 51% in the Port SPV, while the remaining 49% will be held by MDO. The Port SPV has been established to spearhead the development and operation of a Greenfield port facility that will support the industrial minerals Project in the Dhofar Governorate of Oman.

Under the terms of the agreement and as part of the transaction with MDO:

- The Port SPV will develop and operate a **27 Million Tonnes Per Annum (MTPA) capacity port, with a total project capex of US\$419 Million**
- The construction phase is expected to span 36 months, targeting a commencement of commercial operations in the first half of Calendar Year 2029 (COD)

Mr. Sajjan Jindal, Chairman JSW Group, said “Our collaboration with Minerals Development Oman (MDO) marks a proud milestone in strengthening the historic ties between India and the Sultanate of Oman. This strategic investment will lay the foundation for deeper trade connectivity and economic cooperation. Together, we aim to build world-class assets that strengthen our long-term partnership and set a new benchmark for regional growth.”

Mr. Rinkesh Roy, CEO & Joint Managing Director, JSW Infrastructure, said “The association of JSW Infrastructure with Minerals Development Oman (MDO) is a testament to our commitment to building world-class maritime infrastructure that delivers long-term value for all stakeholders. It reinforces our strategic vision to scale operations while maintaining operational excellence and sustainable growth.”

Oman’s strategic location on key global maritime routes, coupled with advanced logistics and proximity to major markets in South Asia, Southeast Asia, and East Africa, makes it a natural hub for mineral exports. With abundant reserves of limestone, gypsum, and dolomite —critical inputs for India’s steel and cement industries—the country offers immense export potential. The proposed Port will serve as a vital gateway, streamlining bulk mineral exports from MDO’s concessions and strengthening supply chain efficiency and regional trade connectivity.

This collaboration represents a strategic milestone in JSW Infrastructure’s journey toward achieving its long-term goal of expanding cargo handling capacity to 400 MTPA by 2030, up from the current 177 MTPA. It also aligns seamlessly with Oman’s Vision 2040, which prioritizes economic diversification by transitioning from a hydrocarbon-centric economy to diversified, non-oil growth and the development of world-class infrastructure.

About JSW Infrastructure Limited:

JSW Infrastructure Limited, a key entity of the JSW Group, is India’s second-largest private commercial port operator, renowned for its environmentally sustainable seaports and terminals. The Company operates twelve strategically located port concessions along India’s west and east coasts, complemented by an international presence with a 465,000-cubic-meter liquid tank storage terminal in Fujairah, UAE. The Company’s ports and terminals are equipped to handle a diverse range of cargo and accommodate vessels up to Cape size, with highly mechanized systems ensuring swift turnaround times and optimal resource utilization. The strategic positioning of these facilities has made the Company a preferred choice for its growing customer base. Leveraging locational advantages and efficient asset utilization, the Company has significantly diversified its cargo mix. Looking ahead, JSW Infrastructure is on track to expand its total cargo-handling capacity from the current 177 Million Tonnes Per Annum (MTPA) to 400 MTPA by 2030, or earlier. Further, the acquisition of Navkar Corp represents the first step toward offering last-mile connectivity and end-to-end logistics solutions to its customers. Aligned with international standards, the Company is dedicated to enhancing its ESG performance across its operational ecosystem, reinforcing its commitment to sustainability.

Forward-Looking and Cautionary Statements:

Certain statements in this release concerning our future growth prospects are forward-looking statements, which involve a number of risks, and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in earnings, our ability to manage growth, intense competition within Power Industry including those factors which may affect our

cost advantage, wage increases in India, our ability to attract and retain highly skilled professionals, time and cost overruns on fixed-price, fixed-time frame contracts, client concentration, restrictions on immigration, our ability to manage our internal operations, reduced demand for Power, our ability to successfully complete and integrate potential acquisitions, liability for damages on our service contracts, the success of the companies in which JSW Infrastructure has made strategic investments, withdrawal of fiscal governmental incentives, political instability, legal restrictions on raising capital or acquiring companies outside India, unauthorized use of our intellectual property and general economic conditions affecting our industry. The company does not undertake to update any forward-looking statements that may be made from time to time by or on behalf of the company.

For media inquiries, please contact:

media.queries@jsw.in