

October 09, 2025

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Ref: Symbol: OSEINTRUST

Subject: Execution of Share and Transfer Agreement (“STA”) for acquisition of ROFO asset viz. Rajiv – Chowk (Sohna) Highway Private Limited (“RCSHPL or ROFO Asset”)

Dear Sir/Ma’am,

Pursuant to Regulation 23 (6) and /or any other applicable provisions of SEBI (Infrastructure Investment Trusts) Regulations, 2014 and the circulars and guidelines issued thereunder (“**InvIT Regulations**”) and other applicable laws and regulations, this is to inform you that the Oriental InfraTrust (“**OIT**”) has signed a Share and Transfer Agreement (“**STA**”) on October 09, 2025 for acquisition of 100% (one hundred percent) shareholding and economic interest in Rajiv – Chowk (Sohna) Highway Private Limited from Oriental Structural Engineers Private Limited, one of Sponsor of OIT. The completion of acquisition would depend upon the fulfillment of various closing conditions as mentioned in the STA (including issuance of listed, secured non- convertible debentures (NCDs) for financing of acquisition).

Details of the asset proposed to be acquired are enclosed as **Annexure A**.

The said information is also being uploaded on the website of the Trust at <https://orientalinfratrust.com>

You are requested to take the same on record.

Thanking you,

Yours Faithfully,
For **OIT Infrastructure Management Limited**
(Acting as Investment Manager to Oriental InfraTrust)

Gaurav Puri
Compliance Officer

Cc:
Axis Trustee Services Limited
The Ruby | 2nd Floor | SW | 29 Senapati Bapat Marg |
Dadar West | Mumbai- 400 028
Tel Direct # 022 - 62300440

Annexure-A

Details of the Asset proposed to be acquired

Sr. No	Particulars	Details
1.	Name of the target entity	Rajiv – Chowk (Sohna) Highway Private Limited (“RCSHPL”)
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 “arm’s length”	The seller of the RCSHPL are related parties to the Oriental InfraTrust (OIT), The one of Sponsor of OIT viz. Oriental Structural Engineers Private Limited is the existing 100% owner of RCSHPL. The transaction is being undertaken at arms’ length basis.
3.	Industry to which the entity being acquired belongs	Infrastructure Project (Roads)
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).	The acquisition of the aforesaid asset is in line with the Trust’s Investment objective. The acquisition is being done to broad base and increase the life of the assets of the OIT for ensuring stable distribution to Unitholder.
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	The following approvals are required for the acquisition of RCSHPL: a) National Highway Authority of India (“NHAI”) b) Existing lenders of OIT c) Lenders of RCSHPL d) Board and Unitholders approval in accordance with the applicable laws. The aforesaid approvals have been received. Further, the acquisition will be subject to the fulfillment of various closing conditions as mentioned in the STA (including issuance of NCDs for financing of acquisition).
6.	Indicative time period for completion of the acquisition	The completion of acquisition would depend upon the fulfillment of various closing conditions as mentioned in the STA (including issuance of NCDs for financing of acquisition). The acquisition is likely to be completed on or before November 30, 2025.
7.	Nature of consideration – whether cash consideration or share swap and details of the same;	The transaction is proposed to be undertaken against cash consideration.

8.	Cost of acquisition or the price at which the shares are acquired	Equity value of RCSHPL is approximately INR 260.00 crores and the same is subject to any adjustments as agreed with the seller and specified in the STA dated October 09, 2025.												
9.	Percentage of shareholding / control acquired and / or number of shares acquired	Oriental InfraTrust to acquire 100% shareholding in line with the terms of the STA.												
10.	Brief background about the entity acquired in terms of products/ line of business acquired, date of incorporation, country in which the acquired entity has presence and any other significant information.	<p>Rajiv – Chowk (Sohna) Highway Private Limited</p> <table border="1" data-bbox="889 663 1511 1770"> <tr> <td data-bbox="894 663 1133 751">Date of Incorporation</td> <td data-bbox="1138 663 1507 751">March 22, 2018</td> </tr> <tr> <td data-bbox="894 758 1133 940">Registered Office</td> <td data-bbox="1138 758 1507 940">OSE Commercial Block, Hotel Aloft, Asset 5B, Aerocity Hospitality District, South Delhi, IGI Airport, New Delhi, Delhi, India, 110037</td> </tr> <tr> <td data-bbox="894 947 1133 1394">Concession Agreement details</td> <td data-bbox="1138 947 1507 1394">RCSHPL holds the concession awarded by NHAI for six-laning and strengthening of NH-248A from existing km 2.740 (design chainage 0+340) to km 11.682 (design chainage 9+282) in Gurugram, Haryana. The length of the project is 8.942 kilometers and is being implemented on hybrid annuity mode under NHDP Phase-IV</td> </tr> <tr> <td data-bbox="894 1400 1133 1434">State</td> <td data-bbox="1138 1400 1507 1434">Haryana</td> </tr> <tr> <td data-bbox="894 1440 1133 1474">Country</td> <td data-bbox="1138 1440 1507 1474">India</td> </tr> <tr> <td data-bbox="894 1480 1133 1770">Line of business</td> <td data-bbox="1138 1480 1507 1770">To build six-laning and strengthening of NH-248A from existing km 2.740 (Rajiv-Chowk) to Km 11.682 (Package-1) in Gurugram under NHDP Phase-IV in the state of Haryana on Hybrid Annuity Mode.</td> </tr> </table>	Date of Incorporation	March 22, 2018	Registered Office	OSE Commercial Block, Hotel Aloft, Asset 5B, Aerocity Hospitality District, South Delhi, IGI Airport, New Delhi, Delhi, India, 110037	Concession Agreement details	RCSHPL holds the concession awarded by NHAI for six-laning and strengthening of NH-248A from existing km 2.740 (design chainage 0+340) to km 11.682 (design chainage 9+282) in Gurugram, Haryana. The length of the project is 8.942 kilometers and is being implemented on hybrid annuity mode under NHDP Phase-IV	State	Haryana	Country	India	Line of business	To build six-laning and strengthening of NH-248A from existing km 2.740 (Rajiv-Chowk) to Km 11.682 (Package-1) in Gurugram under NHDP Phase-IV in the state of Haryana on Hybrid Annuity Mode.
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		Project Highlights:			
		Authority	NHAI	State	Haryana
		Concession Type	HAM	Annuity Months	June and December
		Lanes / Lane Km	8.942 / 53.652	PCOD / Final COD	30-Jun-2022
		Appointed Date	01-Feb-2019	Concession End Date	30-Jun-2037