RAAJMARG INFRA INVESTMENT MANAGERS PRIVATE LIMITED
Regd. Off.: G-5 & 6, Sector-10, Dwarka, New Delhi – 110075
CIN: U66309DL2025PTC453624
Email id: info@riimpl.in; Tel.: – 011-25074100

Date: November 28, 2026

Corporate Relations Department **BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 **Scrip Code: 544734**	**Listing Department,** **National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 **Scrip ID/Symbol: RIIT**

Subject: Intimation regarding Dispatch of the Notice of the First Extra-Ordinary Meeting of the Unitholders of Raajmarg Infra Investment Trust ("RIIT" or "Trust") scheduled to be held on Sunday, December 20, 2026

Dear Sir / Madam,

Pursuant to the provisions of Regulation 22 and 23 of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (hereinafter referred as "SEBI InvIT Regulations") and other applicable provisions, as amended from time to time, read with SEBI Master Circular No. SEBI/HO/DDHS-PoD2/P/CIR/2025/102 dated July 11, 2025 and subject to other applicable laws and regulations and in furtherance to the intimation dated November 28, 2026, regarding the outcome of Board Meeting of the Raajmarg Infra Investment Managers Private Limited ("the Investment Manager"), this is to inform you that the First Extra-Ordinary Meeting ("EOM") of the Unitholders of Raajmarg Infra Investment Trust is scheduled to be held on Sunday, December 20, 2026, at 11:00 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

In this regard, the notice convening the EOM ("Notice") is enclosed herewith and has been sent electronically to the Unitholders whose email addresses are registered with the respective Depository Participant(s) as at the close of business hours on Friday, November 27, 2026, being the cut-off date for dispatch of the Notice ("Eligible Unitholders").

The Trust has made available the facility to cast vote(s) by electronic means, including remote e-voting and e-voting during the EOM, on all resolution(s) as set-out in the Notice, to those Unitholders holding units of the Trust as on Saturday, December 12, 2026 (the "Cut-off Date"). The remote e-

voting facility shall commence at 9:00 A.M. (IST) on Thursday, December 17, 2026, and shall remain open until 5:00 P.M. (IST) on Saturday, December 19, 2026.

The Notice also sets out detailed instructions regarding participation in the EOM through VC/OAVM, the procedure for casting votes through remote e-voting and e-voting during the EOM and the process for registration or updation of email addresses.

The above information is also available on the website of Raajmarg Infra Investment Trust i.e. https://www.raajmarginfratrust.in/

You are requested to take the above information on record.

Thanking you,
Yours sincerely,
For Raajmarg Infra Investment Managers Private Limited
(acting as Investment Manager to Raajmarg Infra Investment Trust)

GUNJAN RAJPAL
Digitally signed by GUNJAN RAJPAL
Date: 2026.11.28 17:06:43 +05'30'

Gunjan Rajpal
Company Secretary and Compliance Officer

Copy to:
Trustee to the InvIT
IDBI Trusteeship Services Limited
Ground Floor, Universal Insurance Building,
Sir Phirozshah Mehta Rd,
Fort, Mumbai, Maharashtra – 400001

Enclosure: As above.

RAAJMARG
InvIT
An InvIT sponsored by NHAI
RAAJMARG INFRA INVESTMENT TRUST

RAAJMARG INFRA INVESTMENT TRUST

(An Infrastructure Investment Trust registered with the Securities and Exchange Board of India
Registration Number IN/InvIT/25-26/0034
Principal Place of Business: G-5 & 6, Sector-10, Dwarka, New Delhi-110075
Compliance Officer: Ms. Gunjan Rajpal; Tel: +91 011 2507 4200 (3211);
Email: compliance@riimpl.in; Website: www.raajmarginfratrust.in

NOTICE OF FIRST EXTRA ORDINARY MEETING

NOTICE is hereby given that the First Extra-Ordinary Meeting ("**EOM**") of the unitholders ("**Unitholders**") of Raajmarg Infra Investment Trust (the "**InvIT or Trust**") will be held on Sunday, 20th Day of December, 2026, at 11:00 a.m. (IST) through Video Conferencing (**'VC'**)/ Other Audio-Visual Means (**'OAVM'**) without the physical presence of the Unitholders and deemed to be held at the principal place of business of the Trust, in accordance with the provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 read with SEBI Master Circular bearing reference no. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025 and other relevant circulars issued by SEBI in this regard, from time to time, to transact the businesses mentioned below:-

ITEM NO. 1: TO GRANT APPROVAL FOR ENTERING INTO TRANSACTION FOR ACQUISITION OF ASSETS FROM RELATED PARTY

To consider and if thought fit, to pass the following resolutions by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than fifty per cent of the total votes cast for the resolution) in terms of Regulation 22(4) of the InvIT Regulations:

"**RESOLVED THAT** pursuant to the provisions of Regulations 19, 22(4) and other applicable provisions of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 ("**SEBI InvIT Regulations**" or "**InvIT Regulations**"), as amended from time to time, read with applicable circulars, notifications and clarifications issued thereunder, and subject to requisite governmental, statutory, regulatory and third-party approvals and the conditions attached thereto, based on the recommendations of the Audit Committee and the Board of Directors of Raajmarg Infra Investment Managers Private Limited, acting as the Investment Manager ("**Investment Manager**") of Raajmarg Infra Investment Trust ("**Trust**"), and subject to completion of necessary conditions precedent and finalisation of the transaction documents, consent of the Unitholders be and is hereby accorded to the Trust, acting through IDBI Trusteeship Services Limited ("**Trustee**") and the Investment Manager, to acquire, through the Trust's present or future special purpose vehicles ("**Project SPVs**" or "**SPVs**") in accordance with Regulation 18, the assets and/or concession rights and obligations in respect of one or more of the roads offered to the Trust under the asset monetization programme of the Government of India by the National Highways Authority of India ("**NHAI**"), being a related party of the Trust in its capacity as Sponsor, during the financial year

2026-27, for an aggregate transaction value, not exceeding ₹ 22,000 crores (Rupees Twenty Two Thousand Crores), which exceeds 5% of the value of the Trust Assets, on such terms and conditions as may be agreed between the parties on an arm's length basis.

RESOLVED FURTHER THAT all preparatory acts lawfully undertaken by the directors, key managerial personnel or authorised signatories of the Investment Manager on or before the date of this resolution in connection with the proposed acquisition be and are hereby ratified and confirmed, to the extent permitted by applicable law.

RESOLVED FURTHER THAT the Board of Directors of the Investment Manager, acting through any director, key managerial personnel or other person duly authorised by it, be and is hereby authorised to execute the agreements and documents, make the above resolution, including delegation of all or any of these powers and do all such acts and deeds as may be required and to take other steps necessary to implement this resolution, including delegating such powers to the extent permitted by applicable law, within the scope and aggregate consideration approved by the Unitholders and subject to any further approval required by applicable law."

ITEM NO. 2: TO APPROVE THE ACQUISITION OF ASSETS FROM NATIONAL HIGHWAYS AUTHORITY OF INDIA

To consider and if thought fit, to pass the following resolutions by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than fifty per cent of the total votes cast for the resolution) in terms of Regulation 22(4) of the InvIT Regulations:

"**RESOLVED THAT** pursuant to the provisions of Regulation 18, 22(4) and other applicable provisions of the SEBI InvIT Regulations, as amended from time to time, read with applicable circulars, notifications and clarifications, and subject to requisite approvals, and subject to such terms and conditions as may be prescribed by any such authority/ies while granting such approval/s as may be necessary, based on the recommendation of the Board of Directors of the Investment Manager, consent of the Unitholders be and is hereby accorded to the Trust, acting through the Trustee and the Investment Manager, to acquire, through the relevant Project SPVs (present or future), the concession rights and obligations in respect of one or more of the assets offered by NHAI as part of its asset monetization, by submitting bids, where applicable, and executing the relevant concession agreements and incidental transaction documents between NHAI ("**Authority**" or "**Seller**") and relevant special purpose vehicle ("**Project SPV**"), for an aggregate base concession fee not exceeding ₹ 22,000 crores (Rupees Twenty Two Thousand Crores), payable to NHAI.

RESOLVED FURTHER THAT in the event amount higher than Base Concession Fee are collected pursuant to the issue, such additional amounts (after deducting issue related expense and initial improvement cost and other costs as mutually agreed between NHAI and RIIT) shall be paid to NHAI as Additional Concession Fee.

RESOLVED FURTHER THAT the consent of the Unitholders be and is hereby accorded to the Trust, acting through the Trustee and/or the Investment Manager, as applicable, to submit bids where applicable, execute the concession agreements and other definitive and ancillary documents, and arrange payment by the relevant Project SPVs of the base concession fee and any additional concession fee in one or more tranches for the acquisition of the assets.

RESOLVED FURTHER THAT the Board of Directors of the Investment Manager, acting through any director, key managerial personnel or other person duly authorised by it, be and is hereby authorised to execute, deliver and amend the agreements and transaction documents, make the above resolution, including delegation of all or any of these powers and do all such acts and deeds as may be required and to take other steps necessary to implement this resolution, including delegating such powers to the extent permitted by applicable law, within the scope and aggregate consideration approved by the Unitholders and subject to any further approval required by applicable law.

RESOLVED FURTHER THAT all preparatory acts lawfully undertaken and things previously done by any of the directors, key managerial personnel or authorized signatories of the Investment Manger on or prior to the date hereof in connection with the forgoing, are in all respects, ratified, approved, confirmed and adopted as act and deeds done by the Trust."

ITEM NO. 3: TO RAISE CAPITAL BY WAY OF A FOLLOW-ON OFFER OR ANY OTHER PERMITTED MEANS THROUGH AN ISSUANCE OF UNITS

To consider and, if thought fit, to pass the following resolutions by way of special majority (i.e. where the votes cast in favour of a resolution are required to be at least sixty percent of the total votes cast for the resolution) in terms of Regulation 22 of the InvIT Regulations:

"**RESOLVED THAT** subject to such approvals, permissions, consents and sanctions of the concerned statutory, regulatory and governmental authorities and departments, if and to the extent necessary, and subject to such conditions and modifications as may be prescribed in granting such approvals, permissions, consents and sanctions which may be agreed to by the board of directors of Raajmarg Infra Investment Managers Private Limited (Investment Manager of Raajmarg Infrastructure Investment Trust) (hereinafter referred to as the "**Board**" which term shall include any duly authorised committee thereof), and subject to the applicable provisions of any laws, regulations, policies and guidelines in India or outside India, including, without limitation, the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended or supplemented, including any guidelines, circulars, notifications and clarifications framed or issued thereunder (the "**InvIT Regulations**"), the circular issued by the Securities and Exchange Board of India ("**SEBI**") Master Circular bearing number SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025, as amended, supplemented or replaced from time to time ("**Master Circular**"), the Foreign Exchange Management Act, 1999 and applicable regulations and guidelines issued by SEBI, RBI or such other statutory, regulatory and governmental authorities and in accordance with the trust deed of Raajmarg Infra Investment Trust dated November 24, 2025 ("**Trust Deed**"), as amended from time to time, the consent, authority and approval of the unitholders of the Trust be and is hereby granted to the Board to create, issue, offer and allot (including with provisions for reservations on firm and/ or competitive basis, for such part of issue and for such categories of persons as may be permitted by applicable law), such number of Units of the Trust in accordance with applicable law, in one or more tranches, in terms of the applicable regulations and as permitted under the applicable laws, in such manner in consultation with the lead manager(s) / book running lead manager(s) and/or other advisor(s) or otherwise, for an aggregate amount not exceeding ₹ 13,000 Crores (Rupees Thirteen Thousand Crores) at such price or prices as may be permissible under applicable law by way of one or more permitted means, including by way of a follow on offer of units and/or any combination thereof or any other method as may be permitted under applicable laws in accordance with the provisions of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations") and other applicable laws, or through any other permissible mode and/or combination thereof as may be considered appropriate under applicable law, to such investors including the Sponsor i.e. National Highways Authority of India, strategic investors, anchor investors, qualified institutional investors, non-institutional investors and any other class of investors that may be permitted to invest in such issuance of Units, jointly or severally through an offer/placement document and/or other letter or circular as may be deemed appropriate, in such manner and on terms and conditions, including the terms of the issuance, security, and at such price, whether at prevailing market price(s) or at a premium or discount to market price as may be permitted under applicable law and/or as may be permitted by the relevant regulatory / statutory authority, with authority to retain oversubscription up to such percentage as may be permitted under applicable regulations, in such manner and on such terms as may be deemed appropriate (the "Issue") at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the lead

managers/book running lead manager(s) and/or underwriter(s) and/or other advisor(s) to be appointed by the Trust and the Investment Manager for such issue and without requiring any further approval or consent from the unitholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and approve other terms and conditions of the issuance, as specified above and shall also be entitled to vary, modify or alter any of the terms and conditions, including the size of the issuance and the discount to be offered on the price of the units, as it may deem expedient, subject to applicable law.

RESOLVED FURTHER THAT the Board of Directors of the Investment Manager be and is hereby authorized to offer, issue and allot any and all of the units, as applicable, and as specified above, subject to the InvIT Regulations, as applicable.

RESOLVED FURTHER THAT the units to be issued and allotted shall be subject to the provisions of Trust Deed and the InvIT Regulations, as applicable.

RESOLVED FURTHER THAT the approval granted by the Unitholders shall remain valid for a period of one year from the date of receipt of such approval.

RESOLVED FURTHER THAT the Board of Directors of the Investment Manager be and are hereby authorized to constitute or form a committee or delegate all or any of its powers to any Director(s) or Committee of Directors / Company Secretary / Chief Financial Officer or other persons authorized or to be authorized by the Board for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Trust and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution and accept any alterations or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of the units.

RESOLVED FURTHER THAT the Board of Investment Manager be and is hereby authorized to settle all questions, remove any difficulties or doubts that may arise from time to time in regard to the issue, offer or allotment of the Units in the Issue, as applicable and the utilization of the Issue proceeds in accordance with the investment strategy of the Trust, or in any other manner as the Board may deem fit subject to the provisions of the SEBI InvIT Regulations and the SEBI Circular, and to give such directions and/or instructions as it may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions, to vary the size of the Issue, appoint banks and other intermediaries or agencies concerned, enter into any agreements or other instruments for such purpose, and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions, sanctions which may be necessary or desirable, as it may deem fit or as the Board of Investment Manager may suo moto decide in its sole discretion in the best interests of the Trust without being required to seek any further consent or approval, including for settling any question, doubt or difficulty that may arise with regard to or in relation to raising of resources as authorized herein, and that all or any of the powers conferred on the Board of Investment Manager vide this resolution may be exercised by the Board of Investment Manager."

ITEM NO. 4: TO CONSIDER AND APPROVE THE INCREASE IN AGGREGATE CONSOLIDATED BORROWINGS LIMIT OF RAAJMARG INFRA INVESTMENT TRUST AND MATTERS RELATED THERETO

To consider and if thought fit, to pass the following resolutions by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than fifty per cent of the total votes cast for the resolution) in terms of Regulation 22(4) of the InvIT Regulations:

"**RESOLVED THAT** pursuant to the provisions of Regulation 20, 22 and other applicable provisions

of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time, read with applicable circulars, notifications, rules, guidelines issued thereunder, if any, ("SEBI InvIT Regulations") and other applicable laws including any statutory modification(s) or re-enactment(s) to each of the foregoing and applicable notifications, clarifications, circulars, rules and regulations issued by any competent authority in India from time to time (to the extent applicable), the requisite approval, if any, of any relevant governmental, statutory or regulatory authorities or third party, if any, and subject to such terms and conditions as may be prescribed by any such authority(ies) while granting such approval as may be necessary, and in terms of Borrowing Policy of the Raajmarg Infra Investment Trust ("Trust" / "InvIT"), the consent of the Unitholders of the Trust be and is hereby accorded to the InvIT and / or, its Special Purpose Vehicle, acquired / to be acquired ("SPVs") ("InvIT Assets") (as defined under the SEBI InvIT Regulations), to borrow (including deferred payments of the InvIT) from time to time, any sum or sums of money (in one or more tranches) not exceeding 49% (forty-nine per cent) of the value of the InvIT Assets, net of cash and cash equivalents, as set out under Regulation 20(3)(a) of the SEBI InvIT Regulations, from time to time in whatever form including but not limited to debentures, term loans, advances, deposits, bonds, and such other instruments, facilities and arrangements as permitted under applicable law, whether secured or unsecured, on such terms and conditions as the Trustee and Board of Directors of Investment Manager, may deem fit in the best interest of the Trust and the Unitholders, on such security, including by way of mortgage, hypothecation, pledge, lien and/or charge, in addition to the mortgage, hypothecation, pledge and/or charge already created, in the manner, ranking and such terms as the Board of Directors of the Investment Manager may decide, on all or any of the movable or immovable properties, tangible or intangible assets and any other properties or assets of the InvIT, both present and future, as the case may be, for securing the borrowings availed or to be availed by InvIT and / or the InvIT Assets, including providing any undertakings and/or guarantees as may be required in connection therewith and to do all such acts, deeds and things and to execute all such documents, instruments and writings, and register all charges as may be required in this regard.

RESOLVED FURTHER THAT the Board of Directors and Key Managerial Personnel of the Investment Manager (including its committee or duly authorised officer(s) thereof) be and is hereby authorized on behalf of Trust to negotiate and finalize the terms and conditions of any facility, and any agreement, deed, undertaking and any other document, in relation thereto, including any amendment, supplement or modification to such documents, as applicable or appropriate, and also to sign, execute, amend, deliver and terminate any agreement, document, letter, deed or instrument, as may be required and to make any filing, furnish any return or submit any other document to any regulatory or governmental authority, as may be applicable, and to do all such acts, deeds, matters and things as the Board may, in its discretion, deem necessary, proper or desirable, in the interest of the Trust and the Unitholders and to settle any questions, difficulty or doubt that may arise with regard to giving effect to the above resolution, as it may deem necessary in its discretion.

RESOLVED FURTHER THAT the Board of Directors and Key Managerial Personnel of the Investment Manager and/or Trustee, be and is hereby authorised to delegate all or any of the powers herein conferred upon the Investment Manager and/or Trustee, to any validly constituted committee of its directors or any other person authorised by Investment Manager and/or Trustee so as to give effect to the aforesaid resolution."

By Order of the Board
For **Raajmarg Infra Investment Managers Private Limited**
(acting as the Investment Manager to **Raajmarg Infra Investment Trust**)

Sd/-

Gunjan Rajpal
Company Secretary and Compliance Officer
Place: New Delhi,
Date: November 28, 2026

Principal Place of Business and Contact Details of the Trust

Raajmarg Infra Investment Trust

G-5 & 6, Sector-10, Dwarka, New Delhi-110075

Email: compliance@riimpl.in

Website: www.raajmarginfratrust.in

Compliance Officer: Ms. Gunjan Rajpal

Registered and Corporate Office and Contact Details of the Investment Manager

Raajmarg Infra Investment Managers Private Limited

CIN: U66309DL2025PTC453624

Registered office: G-5 & 6, Sector-10, Dwarka, New Delhi-110075

Tel: +91 011 25074200 (3211)

Email: compliance@riimpl.in

Notes:

1. Pursuant to Regulation 22(3)(a) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time ("SEBI InvIT Regulations"), vide Chapter 17 of Master Circular No. SEBI/HO/DDHS-PoD- 2/P/CIR/2025/102 dated July 11, 2025, (hereinafter referred to as the **"SEBI Master Circular"**), the Infrastructure Investment Trusts set up under the InvIT Regulations, have been permitted to conduct meetings of Unitholders through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"). Accordingly, the Extra-Ordinary Meeting ("**EOM**") of unitholders ("Unitholders") of Raajmarg Infra Investment Trust ("InvIT or Trust") is being conducted through VC/OAVM and allows two-way teleconferencing for the ease of participation of unit holders. The principal place of business of InvIT shall be deemed to be the venue of the EOM.

2. As this meeting is being conducted through VC/OAVM, physical attendance of Unitholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Unitholders will not be available for the EOM and hence the Proxy Form and Attendance Slip, including route map, are not annexed to this Notice.

3. Institutional / Corporate Unitholders (i.e. other than Individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or Governing Body Resolution/ Authorization etc., authorizing its representative to attend the EOM on its behalf and to vote either through remote e-voting or during the EOM. The said Resolution/ Authorization should be sent electronically through the concerned unitholder's registered email address to the Scrutinizer at info@cspuneet.com with a copy marked to compliance@riimpl.in not less than 48 hours before the commencement of the EOM.

4. The EOM Notice is being sent to Unitholders on their registered email IDs with the Registrar & Share Transfer Agent ("RTA") as on the cut-off date, i.e., November 27, 2026, except for those Unitholders whose email IDs are not registered, updated or available with the RTA.

5. The explanatory statement stating all material facts and the reason for the proposed resolutions is annexed herewith.

6. The Unitholders are requested to note that, pursuant to Regulation 22(2)(d) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), any Related Party to the proposed transactions as contained in the notice, and its associates, shall not be entitled to vote on this resolution.

7. The Investment Manager, on behalf of the InvIT, has engaged the services of M/s. KFin Technologies Limited, the Registrar and Transfer Agent of the InvIT for the purpose of providing a remote e-voting for participation in the EOM through VC/OAVM facility and e-voting during the EOM.

8. The Unitholders shall vote through electronic mode as per the instructions for voting provided in this Notice. The Trust is providing a remote e-voting facility to the Unitholders for the resolutions listed in the Notice. The detailed instructions for remote e-voting are listed in **"Annexure- A"** to this Notice.

9. Only those Unitholders who will be present in the EOM either through the VC/OAVM facility and have not cast their vote on resolutions through remote e-voting and are otherwise not barred from doing so, may cast their vote during the EOM through the e-voting system at the EOM. The detailed instructions for e-voting at the EOM forms part of the Notes to this Notice as **"Annexure- B"**.

10. Only those Unitholders whose names are recorded in the Register of Unitholder or Register of Beneficial Owners maintained by the Depositories as of the close of business hours on the cut-off date, i.e. December 12, 2026, will be entitled to cast their votes.

11. The Board of Directors has appointed Mr. Puneet (Membership No. – F9056; CP no. – 10597) Proprietor, Puneet & Associates, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the vote shall be final.

12. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	From 9.00 a.m. (IST) on December 17, 2026
End of remote e-voting	Upto 5.00 p.m. (IST) on December 19, 2026

13. Unitholders who have cast their vote by remote e-voting prior to the EOM may also participate in the EOM through the VC/ OAVM Facility, but they shall not be entitled to cast their vote again during the EOM.

14. The voting rights of Unitholders shall be in proportion to their Units of the Unit Capital of the InvIT as on the cut-off date, i.e. December 12, 2026.

15. Wherever required or possible, Unitholders are requested to address all correspondence to the RTA by email at evoting@kfintech.com or to the Compliance Officer and Company Secretary of the InvIT at compliance@riimpl.in.

16. In line with the aforementioned SEBI Circular, the Notice calling the EOM is being sent only through electronic mode to those Unitholders whose email addresses are registered /available with the Depositories and the Notice can also be accessed from the website of the Trust https://www.raajmarginfratrust.in/ as well as on Stock exchanges on which the Units of the InvIT are listed and also disseminated on the website of NSDL and CDSL.

17. All documents referred to in the accompanying explanatory statement are available for inspection upto the date of the EOM on the website of the Trust at the following weblink: https://www.raajmarginfratrust.in/.

18. Unitholders can join the EOM in the VC/OAVM mode 30 minutes before the scheduled commencement time or after the commencement of the EOM by following the procedure mentioned in the Notice. The facility for participation in the EOM through VC/OAVM will be made available to all Unitholders. The detailed instructions for joining the EOM through VC/OAVM form part of the Notes to this Notice as **"Annexure- C".**

19. The recorded transcript of the meeting shall be maintained in safe custody of the Investment Manager and shall be uploaded on the website of Trust shortly, after the conclusion of the meeting.

20. Unitholders can access the platform to attend the EOM through VC/OAVM at https://emeetings.kfintech.com by using their remote e-Voting credentials. The link for the EOM will be available in the Unitholder/ Members login where the "EVENT" and the "Name of the Entity" can be selected. Please note that the Unitholders who have not registered their e-mail address or do not have the User-ID and Password for e-Voting or have forgotten the User-ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in this Notice. Further, Unitholders can also use the OTP-based login for logging into the e-Voting system.

21. The Results declared along with Scrutinizer's Report(s) will be available on the website of Raajmarg Infra Investment Trust https://www.raajmarginfratrust.in/ and on Service Provider's website evoting@kfintech.com within two (2) days of passing of the resolutions and communication of the same to the BSE Limited and the National Stock Exchange of India Limited.

22. Unitholders who have not registered their email address so far are requested to register their email address for receiving all communication including annual reports, notices, etc. from the Investment Manager, on behalf of the Trust, electronically by sending an email to the RTA at evoting@kfintech.com or to the Compliance Officer at compliance@riimpl.in.

23. **PROCEDURE TO RAISE QUESTIONS/ SEEK CLARIFICATIONS WITH RESPECT TO THE NOTICE:**

For the smooth conduct of proceedings of the EOM, unitholders are encouraged to express their views/ send their queries in advance, mentioning their name demat account number, e-mail ID and mobile number to compliance@riimpl.in. Only questions /queries received by the Investment Manager on or before 05:00 p.m. on December 16, 2026 shall be considered and the Investment Manager will appropriately respond to the queries at the EOM.

ANNEXURE – A

THE INSTRUCTIONS FOR UNITHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

As per the SEBI circular dated December 9, 2020, individual Unitholders holding securities in demat mode can register directly with the Depository or have the option to access various E-voting Service Providers (ESP) portals directly from their demat accounts.

Details of the process and manner of e-voting are provided below:

Step 1: Access to Depositories' e-voting system in case of Individual Unitholders holding units in demat mode.

1) Login method for remote e-voting for Individual Unitholders holding units in demat mode	
Individual Unitholders holding units in demat mode with NSDL	**Individual Unitholders holding units in demat mode with CDSL**
1. Existing IDeAS Users: (i) Visit URL: https://eservices.nsdl.com. (ii) Click on the "Beneficial Owner" icon under the "Login" section in the "IDeAS" section. (iii) On the new page, enter your User ID and Password. Post successful authentication, click on "Access to e-voting". (iv) Click on the company name or e-voting service provider, and you will be redirected to the e-voting service provider's website for casting a vote during the remote e-voting period.	**1. Users who have opted for Easi/ Easiest** (i) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login Or URL: www.cdslindia.com (ii) Click on New System Myeasi. (iii) Login with your registered User ID and Password. (iv) The user will see the e-voting Menu. The Menu will have links to ESP, i.e. KFintech e-voting portal. (v) Click on the e-voting service provider name to cast your vote.
2. Users not registered for IDeAS e-Services (i) To register, click on link: https://eservices.nsdl.com (ii) Select “Register Online for IDeAS”. (iii) Proceed with completing the required fields. (iv) Follow the steps given in point no. 1 above.	**2. User not registered for Easi/Easiest** (i) The option to register is available at https://web.cdslindia.com/myeasitoken/ (ii) Proceed with completing the required fields. (iii) Follow the steps given in point no. 1 above.
3. Users may alternatively vote by directly accessing the e-voting website of NSDL Open URL:https://www.evoting.nsdl.com/ (i) Click on the icon "Login", which is available under the 'Shareholder/ Member' section. (ii) A new screen will open. You will need to enter your User ID (i.e., your 16-digit demat account number held with NSDL), Password/OTP, and a Verification Code as shown on the screen.	**3. Users may alternatively vote by directly accessing the e-voting website of CDSL** Visit URL: www.cdslindia.com (i) Provide your Demat Account Number and PAN Number. (ii) The system will authenticate the user by sending an OTP to the registered mobile number and email as recorded in the Demat Account.

(iii) After successful authentication, you will be prompted to select the name of the company and the e-voting Service Provider, i.e., KFintech. (iv) Upon successful selection, you will be redirected to the KFintech e-voting page to cast your vote during the remote e-voting period.	(iii) After successful authentication, the user will be provided links for the respective ESP, i.e., KFintech, where the Voting is in progress.

Important note:

Unitholders who are unable to retrieve their User ID or Password are advised to use the "Forget User ID" and "Forget Password" options available on the above-mentioned websites.

The helpdesk for Individual Unitholders holding units in demat mode for any technical issues related to logging in through Depository, i.e., CDSL and NSDL, is as under:

Login type	Helpdesk details
Individual Unitholders holding securities in Demat mode with CDSL	Unitholders experiencing technical issues with their login can contact the CDSL helpdesk by sending a request to helpdesk.evoting@cdslindia.com or by calling 022-23058738 and 22-23058542-43.
Individual Unitholders holding securities in Demat mode with NSDL	Unitholders experiencing technical issues with login can contact the NSDL helpdesk by sending a request to evoting@nsdl.co.in or by calling the toll-free number. 1800 1020 990 and 1800 22 44 30.

Step 2: Access to the KFintech e-voting system Non-Individual Unitholders holding units in demat mode.

Login method for Non-individual Unitholders in demat mode

A) **Unitholders whose email IDs are registered with the Depositories/Depository Participant(s)** will receive an email from KFintech, which will include details of the E-Voting Event Number (EVEN), USER ID, and password. They will have to follow the following process:

(i)	**Launch the internet browser by typing the URL: https://evoting.kfintech.com/**
(ii)	Enter the login credentials (i.e., User ID and Password). In the case of a Demat account, the User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password to cast the vote.
(iii)	After entering these details appropriately, click on "Log in".

(iv)	You will now reach the password change menu, where you are required to change your password mandatorily. The new password shall comprise a minimum of 8 characters, with at least one uppercase (A-Z), one lowercase (a), one numeric value (0-9), and a unique character (@, #, $, etc.). The system will prompt you to change your password and update your contact details, such as your mobile number, email address, and other relevant information, during your first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
(v)	You need to log in again with the new credentials.
(vi)	After a successful login, the system will prompt you to select "EVEN," i.e., "**RAAJMARG INFRA INVESTMENT TRUST**," and click on "Submit."
(vii)	On the voting page, enter the number of units (which represents the number of votes) as on the Cut-off Date under "FOR/ AGAINST", or you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total unitholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Unitholder does not indicate either "FOR" or "AGAINST", it will be treated as "ABSTAIN", and the units held will not be counted under either head.
(viii)	Unitholders holding multiple folios or demat accounts shall choose the voting process separately for each folio or demat account.

B) Individual Unitholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

Unitholders who are unable to retrieve their User ID or Password are advised to use the 'Forget User ID' and 'Forget Password' options available on the Depository or depository participant's website mentioned above.

- It is strongly recommended that you keep your password confidential and do not share it with anyone.

- During the voting period, Unitholders can log in any number of times until they have voted on the resolution(s) for a particular “EVEN”.

ANNEXURE-B

INSTRUCTIONS FOR UNITHOLDERS FOR VOTING DURING THE EXTRA-ORDINARY MEETING ("EOM") SESSION:

1. For e-voting during the EOM, both individual and non-individual Unitholders must access https://emeetings.kfintech.com/ using the login credentials (i.e., the User ID and password mentioned herein).

2. E-voting during the EOM is integrated with the VC platform, and no separate login is required. The Unitholders will be guided through the process during the EOM.

3. The e-voting window shall be activated upon instruction from the Chairperson during the EOM.

4. Unitholders attending the EOM through VC who have not cast their vote on the resolutions via remote e-voting and who are otherwise not barred from doing so shall be eligible to cast their vote through the e-voting system available during the EOM.

5. Unitholders who have not yet registered their email addresses are requested to do so to receive all communication, including annual reports and notices, from the Investment Manager on behalf of Raajmarg Infra Investment Trust, InvIT, electronically by contacting their respective Depository Participant.

Name, address and contact details of Registrar and Transfer Agent and e-voting service provider	**Mr. SV Raju** Deputy Vice President – KFin Technologies Limited, Tower B, Plot 31-32, Financial District, Nanakramguda Serilingampally, Mandal, Hyderabad – 500 032. Email id: evoting@kfintech.com KFin's toll-free no. 1800 309 4001

ANNEXURE-C

INSTRUCTIONS FOR UNITHOLDERS FOR ATTENDING THE EOM THROUGH VC/ OAVM ARE AS UNDER:

1. Unitholders will be provided with a facility to attend the EOM via Video Conference (VC) or Other Audio-Visual Means (OAVM) through the KFin platform. They can access it at https://emeetings.kfintech.com/ using the login credentials (i.e., the User ID and password mentioned here).

2. After a successful login, you can see the camera icon next to the EOM event of Raajmarg Infra Investment Trust, which needs to be selected.

3. Please note that Unitholders who do not have the User ID and Password for e-voting or have forgotten them may retrieve them by following the remote e-voting instructions mentioned in Annexure A to avoid a last-minute rush.

4. Unitholders may join the EOM through laptops, smartphones, tablets and iPads for a better experience. It is recommended to use the Internet at a high speed to minimise disturbances during the meeting and to use the latest version of Chrome, Safari, Internet Explorer 11, Microsoft Edge, or Firefox. Please note that participants connecting from mobile devices, tablets, or laptops via mobile hotspots may experience audio and/or video loss due to fluctuations in their respective networks. It is, therefore, recommended for a better experience that a stable Wi-Fi or LAN connection be used to mitigate any glitches.

5. Unitholders are encouraged to submit their questions regarding the financial statements or any other matter to be placed at the EOM in advance at compliance@riimpl.in from their registered email address, mentioning their name, DP ID, Client ID, and mobile number, compliance@riimpl.in on or before 5.00 p.m. (IST) on Wednesday, December 16, 2026. The Trust shall suitably reply to such questions by the Unitholders.

6. Unitholders who require technical assistance before or during the EOM to access and participate in the EOM may contact Mr. S.V. Raju, Corporate Registry, KFin Technologies Limited, at the following contact number. 040-7961 5205, Toll-Free no. 1800 3094 001, or email: evoting@kfintech.com.

EXPLANATORY STATEMENT

The following statement sets out the material facts and reasons for the proposed resolutions stated in the accompanying notice above:

ITEM NO. 1 & 2

Considering the commitment of the National Highways Authority of India ("**NHAI**" or the "**Sponsor**") to offer road assets under its asset monetisation programme for potential acquisition by Raajmarg Infra Investment Trust (the "**Trust**"), the Trust is expected to acquire concession rights in respect of such road assets, in line with the Sponsor's asset monetisation objectives. In furtherance of this initiative, NHAI envisages offering additional road assets aggregating approximately 1,500 km to the Trust over the next 3 to 5 years.

The Trust aims to unlock the monetisation potential of National Highway assets while providing a high-quality, long-term investment avenue, primarily for retail and domestic investors. This initiative represents a significant step towards broadening public participation in India's National Highway infrastructure growth story, marking an important milestone in NHAI's asset monetisation programme and reflecting continued investor confidence in India's mature road infrastructure portfolio.

In this regard, basis the letter dated October 22, 2026 and revised letter dated November 25, 2026 as received from NHAI, the Board of Directors (the "**Board**") of Raajmarg Infra Investment Managers Private Limited, acting as the Investment Manager of the Trust (the "**Investment Manager**"), at its meeting held on November 28, 2026, considered the proposed acquisition of the road assets, subject to requisite approvals, of the concession rights and obligations in respect of road assets forming part of the second round of road acquisitions ("**Round 2 Roads**"), through one or more Project SPVs of the Trust. The transaction process, including whether submission of a bid is required, remains subject to confirmation against NHAI's applicable transaction documents.

Further, please see below the indicative list of proposed Round 2 Roads.

S. No.	Section
1.	Renigunta to Naidupetta of NH-71 from KM 0 to KM 57.046 in the State of Andhra Pradesh
2.	Bilaspur to Pathrapalli of NH-130 from KM 0 to KM 53.3 in the State of Chhattisgarh
3.	Paniyala Mor to Narnaul to Pacheri Kalan including Nangal Choudhary Bypass of NH-148B and Nizampur Link Road & Narnaul Bypass of NH 148B in the State of Haryana
4.	Rewari to Narnaul Section of NH-11 from KM 0.000 to KM 44.50 & Rewari Bypass from KM 0.000 to KM 14.400 in the State of Haryana
5.	Mancherial to Rapellewada of NH-363 from KM 0 to KM 42 in the State of Telangana
6.	Suryapet to Khammam of NH-365BB from KM 0.42 to KM 59.046 in the State of Telangana
7.	Chakeri to Usraina (Fatehpur) to Khokharaj (Prayagraj) section of NH-19 i) KM 483.687 to KM 564.897 and ii) KM 564.897 to KM 629.17, in the State of Uttar Pradesh

8.	Aligarh to Kanpur section of NH-34 Pkg I - KM 149.9 to KM 195.733 Pkg II - KM 195.733 to KM 240.897 Pkg III - KM 302.108 to KM 373.085 Pkg IV - KM 373.085 to KM 433.728, in the State of Uttar Pradesh
9.	Pimpalgaon - Nashik - Gonde section of NH 848&60 from km 380 to km 440 in the State of Maharashtra

It is to be noted that the above list is indicative in nature and is subject to, finalisation of the bid and further evaluation and discussion by the management and Board of Directors of the Investment Manager. The list of road assets identified for offering has been and shall continue to be intimated by the Trust to the Stock Exchanges from time to time.

The proposed acquisition of Round 2 Roads shall be implemented by the relevant Project SPVs through the requisite concession agreements and such other agreements, deeds and documents as may be necessary, incidental or ancillary thereto, and by payment of the base concession fee, in one or more tranches, for an aggregate consideration not exceeding ₹ 22,000 crores (Rupees Twenty-Two Thousand Crores), together with any additional concession fee payable to NHAI in the manner set out below (the "**Proposed Transaction**").

In the event amount higher than Base Concession Fee are collected pursuant to the issue, such additional amounts (after deducting issue related expense and initial improvement cost and other costs as mutually agreed between NHAI and RIIT) shall be paid to National Highways Authority of India as Additional Concession Fee

The Proposed Transaction shall be subject to completion of due diligence, satisfaction of applicable conditions precedent, receipt of requisite approvals and execution of the relevant concession agreements and other transaction documents. The acquisition shall be consummated only upon the Trust being identified as the successful bidder and upon execution of the relevant concession agreements and other transaction documents, in accordance with the terms and conditions mutually agreed between the parties.

NHAI is the Sponsor of the Trust and, accordingly, is a "related party" of the Trust within the meaning of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 (the "**InvIT Regulations**"). The Proposed Transaction, being an acquisition of assets from NHAI, therefore constitutes a related party transaction (an "**RPT**") under the InvIT Regulations.

Pursuant to Regulation 19 of the SEBI InvIT Regulations, all related party transactions are required to be undertaken on an arm's-length basis, in accordance with the relevant accounting standards, in the best interests of the Unitholders and consistent with the strategy and investment objectives of the Trust.

The SEBI InvIT Regulations require prior approval of the Unitholders where the aggregate value of all related party transactions pertaining to the acquisition or sale of assets, whether undertaken directly or through a Special Purpose Vehicle ("**SPV**"), during a financial year exceeds 5% (five per cent) of the value of the assets of the InvIT. Further, pursuant to Regulation 22(4)(b) of the SEBI InvIT Regulations, any transaction, other than a borrowing, the value of which is equal to or exceeds 25% (twenty-five per cent) of the value of the assets of the InvIT, is required to be placed before the Unitholders for their approval.

In this regard, the aggregate value of related party transactions pertaining to acquisition of assets undertaken and proposed to be undertaken by the Trust during FY 2026-27, including the Proposed Transaction, exceeds the aforesaid threshold of 25% (twenty-five per cent) of the value of the assets of the Trust. Accordingly, approval of the Unitholders is being sought on an omnibus basis to enable the Trust to undertake the acquisition of assets from NHAI, in one or more tranches, during FY 2026-27, for an aggregate transaction value not exceeding ₹ 22,000 crores (Rupees Twenty-Two Thousand Crores), subject to the terms and conditions set out in the accompanying resolution.

The consideration payable for the acquisition including any additional concession fee, shall be determined on an arm's length basis.

The base concession fee and any additional concession fee for the proposed transaction shall be funded through the proceeds of the Issue and/or debt financing availed by the Trust and/or the relevant Project SPVs, subject to the approved objects, transaction documents, aggregate acquisition cap and borrowing limit.

Additional information on the related-party transaction:

S. No.	Particulars	Remarks
1.	Type, material terms and particulars of the proposed transaction	Acquisition of one or more of the road assets identified by the National Highways Authority of India ("NHAI"), during FY 2026-27, up to an aggregate value of ₹ 22,000 crores (Rupees Twenty Two Thousand Crores)
2.	Name of the related party and its relationship, including nature of its concern or interest (financial or otherwise)	National Highways Authority of India ("NHAI") being the Sponsor of the InvIT currently holds 15% units of the Trust and as per SEBI InvIT Regulations and Indian Accounting Standard 24, has significant influence on the Trust and is accordingly considered as related party.
3.	Details of the sources of funds for the proposed acquisition	The acquisition may be funded through issuance of units by way of further/follow-on public offer, institutional placement, rights issue, debt issuance, or a combination thereof, or in such other manner as may be determined by the Board of Directors of the Investment Manager, subject to receipt of necessary approvals and compliance with applicable laws and regulations.

The Proposed Transaction was placed before the Audit Committee of the Investment Manager for its consideration and approval in its meeting held on November 28, 2026. The Audit Committee, being satisfied that the same is in accordance with applicable laws and is in the best interests of the Unitholders. The Board of Directors of the Investment Manager has also considered and approved the Proposed Transaction pursuant to the recommendation of the Audit Committee, in its meeting held on November 28, 2026.

Considering the Proposed Transaction is in line with the investment strategy of the Trust and the

acquisition of the assets will add to the asset base of the Trust, the Investment Manager recommends the Proposed Transaction for approval to the unitholders by way of simple majority (i.e. votes cast in favour of the resolution shall be more than fifty per cent of the total votes cast for the resolution).

Except NHAI, the Sponsor, Mr. N.R.V.V.M.K. Rajendra Kumar and Mr. Mridul Dubey, being the officers of NHAI and their respective relatives, none of the other Directors and/or Key Managerial Personnel of the Investment Manager or their respective relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 1 and 2 of this Notice.

ITEM NO. 3

The special resolution contained in the Notice under Item No. 3 seeks the consent, authority and approval of the Unitholders of Raajmarg Infra Investment Trust (the "Trust") to enable the Board of Directors of Raajmarg Infra Investment Managers Private Limited, the investment manager of the Trust (the "Investment Manager") (the "Board"), to create, issue, offer and allot Units of the Trust (including with provisions for reservations on a firm and/or competitive basis, for such part of the issue and for such categories of persons as may be permitted by applicable law), in one or more tranches, for an aggregate amount not exceeding ₹ 13,000 Crores (Rupees Thirteen Thousand Crores only), by way of a follow-on offer of Units and/or any other method or mode permitted under applicable law, including any combination thereof (the "Issue"). The Issue may be made to such investors as may be permitted under applicable law, including the Sponsor, National Highways Authority of India ("NHAI"), strategic investors, anchor investors, qualified institutional investors, non-institutional investors and any other eligible class of investors, jointly or severally, through an offer/placement document and/or such other letter or circular as may be considered appropriate. The Units may be issued at such price or prices as may be permissible under applicable law, including at the prevailing market price or at a premium or discount to the market price, and the Trust may retain oversubscription to the extent permitted under applicable regulations. The terms of the Issue, including the size, price, security, investor categories and other terms and conditions, shall be determined by the Board in accordance with applicable law, having regard to prevailing market conditions and other relevant factors, and in consultation with the lead manager(s)/book running lead manager(s), underwriter(s) and/or other advisor(s), as may be appointed for the Issue, without requiring any further approval or consent from the Unitholders.

In order to facilitate the acquisition of road assets by the Trust under NHAI's asset monetisation programme, it is essential to enable the Trust to undertake periodic capital raises to fund such acquisitions.

Infrastructure Investment Trusts (InvITs) pursue growth through acquisitions and fund them through capital raise periodically. Hence, there is a need to enable these vehicles to aggregate high-quality operating assets while maintaining healthy leverage and ensuring stable, predictable distributions to investors. Periodic fund raising is thus an inherent and necessary part of the InvIT business model, supporting sustainable long-term value creation.

Accordingly, the Board of Directors of the Investment Manager, at its meeting held on November 28, 2026, had, inter alia, subject to such approvals as may be required, approved the issuance of Units for an aggregate amount not exceeding ₹ 13,000 Crores (Rupees Thirteen Thousand Crores only), in one or more tranches and through one or more permitted means, in accordance with applicable law.

The special resolution, if approved by the Unitholders, shall authorise the Board to undertake the Issue for an aggregate amount not exceeding ₹ 13,000 Crores (Rupees Thirteen Thousand Crores only), at such price or prices

and on such terms and conditions as may be permissible under applicable law. The approval of the Unitholders shall remain valid for a period of one year from the date of receipt of such approval.

The Board shall issue Units pursuant to this resolution and utilize the proceeds to finance (wholly or in part) one or more, or any combination, in accordance with applicable laws of the following: (a) infusion of proceeds in the form of equity or debt in the project SPVs, present or future, of the Trust (i) for payment of aggregate concession fee (ii) incurring of any capital expenditure / initial improvement work in respect of acquired assets or (b) meeting any issue related expenditure or (c) interim deployment of funds in instruments permitted under SEBI guidelines and (d) general corporate purposes.

As the Issue may result in the issue of Units of the Trust to investors who may or may not be Unitholders of the Trust, consent of the Unitholders is being sought pursuant to Regulation 14(4), Regulation 22 and other applicable provisions, if any, of the InvIT Regulations.

Except NHAI, the Sponsor, Mr. N.R.V.V.M.K. Rajendra Kumar and Mr. Mridul Dubey, being the officers of NHAI and their respective relatives, none of the Director(s) or Key Managerial Personnel of Investment Manager or Trustee or their respective relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 3 of this Notice.

The Board of Directors of Investment Manager recommends the resolution set forth in Item No. 3 for the approval of the Unitholders by way of special majority.

ITEM NO. 4

Pursuant to the provisions of Regulation 20(3)(a) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), which, inter alia, provide that the aggregate consolidated borrowings and deferred payments of an Infrastructure Investment Trust ("InvIT") and Special Purpose Vehicles ("SPVs"), net of cash and cash equivalents, may be up to 49% (forty-nine per cent) of the value of the InvIT Assets, subject to obtaining a credit rating from a credit rating agency registered with SEBI and approval of the Unitholders.

As part of the ordinary course of business, the Investment Manager evaluates various projects, assets and investment opportunities for the Trust and assesses the funding requirements of the Trust, its SPVs. In this regard, to provide the Trust with financial flexibility and enable it to efficiently manage its capital structure and funding requirements, it is proposed to enable the Trust, comprising the Trust and its SPVs, to undertake aggregate consolidated borrowings and deferred payments, net of cash and cash equivalents, not exceeding 49% (forty-nine per cent) of the value of the InvIT Assets, in accordance with Regulation 20(3)(a) of the SEBI InvIT Regulations.

The proposed borrowings may be utilised, inter alia, for funding potential acquisitions and investment opportunities, meeting operational and other business requirements, refinancing existing debt and for such other purposes as may be considered appropriate by the Investment Manager in accordance with applicable laws and in the best interests of the Trust and its Unitholders.

The proposed borrowings shall be undertaken in accordance with the borrowing policy of the Trust ("Borrowing Policy"), as amended from time to time, and the applicable provisions of the SEBI InvIT Regulations.

The borrowings may be undertaken by way of issuance of debt securities, availing term loans, advances, deposits or through such other instruments as may be permissible under the SEBI InvIT Regulations and applicable law, on such terms and conditions as may be determined

by the Investment Manager. The Investment Manager may also undertake all necessary actions in connection therewith, including providing undertakings and/or guarantees, creation of security or charge over the assets of the Trust and/or its SPVs and execution of the requisite documents and other writings.

None of the Director(s) and Key Managerial Personnel of the Investment Manager and/or the Trustee or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

The Board of Directors of Investment Manager recommends the resolution set forth in Item No. 4 for the approval of the Unitholders by way of simple majority.

INFORMATION AT GLANCE

Particulars	Details
Time and Date of EOM	Sunday, December 20, 2026
Mode	Video Conferencing and other audio-visuals means Participation through video conferencing.
Helpline number for VC participation	Contact No. - 1800 309 4001 Email ID - evoting@kfintech.com
Cut-off date for e-voting	Saturday, December 12, 2026
E-voting start time and date	From 9.00 a.m. (IST) on December 17, 2026
E-voting end time and date	Upto 5.00 p.m. (IST) on December 19, 2026
EVEN No.	10342
Last date of sending questions/queries with respect to notice	Upto 5.00 p.m. (IST) on December 16, 2026
Name, address and contact details of Registrar and Transfer Agent and e-voting service provider	**Mr. S V Raju** Designation: Vice President KFin Technologies Limited, Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally, Mandal, Hyderabad – 500 032. Contact No – 1800 309 4001 Email ID - evoting@kfintech.com.
Website of the InvIT and stock exchanges where notice of Ordinary Unitholders meeting are available	A copy of this notice is available on the website of Raajmarg Infra Investment Trust at https://www.raajmarginfratrust.in/ may also be accessed from the relevant section of the websites of the stock exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The EOM Notice will also be available on the website of Kfin Technologies Limited at evoting@kfintech.com.