

Corporate Office:

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village,
Andheri (E), Mumbai-400 072

Tel: 91-22-6640 4220 / 4880 4200 • Fax: 91-22-2857 3441

e-mail: info@irb.co.in • www.irb.co.in

CIN : U45200MH2002PTC135512

May 31, 2023

To,
National Stock Exchange of India Limited
Exchange Plaza
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai 400051

Dear Sir/Ma'am,

NSE Symbol: IRBIT / Series: IV

**Subject: Outcome of the Board Meeting of Investment Manager of IRB Infrastructure Trust
("the Trust") held on May 31, 2023**

Please note that the Board of Directors of MMK Toll Road Private Limited (the "**Company**" or "**Investment Manager**"), the Investment Manager of IRB Infrastructure Trust (the "**Trust**") at its meetings held on May 31, 2023, has, *inter-alia*:

1. Appointed Mr. Aryn Jassani as an additional Independent Director of the Company for a period of 1 year with effect from May 31, 2023,
2. Appointed Mr. Nagendraa Parakh as an additional Independent Director of the Company for a period of 1 year with effect from May 31, 2023,
3. Appointed Mr. Boon Chin Hau as an additional Non- Independent Director of the Company with effect from May 31, 2023, and
4. Appointed Mr. Aryan Mhaikar as an additional Non-Independent Director of the Company with effect from May 31, 2023,

with each of the above appointments being subject to regularization through the approval of shareholders of the Company at the ensuing Annual General Meeting.

5. Approved and adopted Code of conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons and their immediate relatives and Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
6. Approved the constitution and reconstitution of various committees, adoption and amendment of various other policies in connection with the Trust;

7. Approved amendments to the Indenture of Trust and the Investment Management Agreement pursuant to the listing of the units of the Trust and amendment to SEBI InvIT Regulations, subject to confirmation of the unitholders of the Trust under Regulation 22(5) of the SEBI InvIT Regulations.
8. Approved convening of an extraordinary meeting of Unitholders of the Trust.

Additionally, kindly note that we have enclosed the Details of the above directors, as **Annexure I**.

Kindly take the same on record.

For MMK Toll Road Private Limited
(in its capacity as Investment Manager to IRB Infrastructure Trust)

Kaustubh Shevade
Company Secretary

Encl.: As above.

Annexure I

1. Appointment of Mr. Aryn Jassani as additional Independent Director of the Company

Sr No.	Particulars	Information
1.	Name	Mr. Aryn Jassani
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment/cessation (as applicable) & term of appointment	Appointed as an additional Independent Director of the Company for a period of 1 year with effect from May 31, 2023, based on recommendation of Nomination and Remuneration Committee and subject to approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	Mr. Aryn Jassani is a Chartered Accountant with more than 30 years of experience, mainly with Big Four accounting firms. He is also member of the Institute of Company Secretaries of India and has passed the Certified information System Auditor's (CISA) examination.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Aryn Jassani is not related to any of the other Directors of the Company.
6.	Information as required under NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 issued by the NSE.	Mr. Aryn Jassani is not debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

2. Appointment of Mr. Nagendraa Parakh as additional Independent Director of the Company

Sr No.	Particulars	Information
1.	Name	Mr. Nagendraa Parakh
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment/cessation (as applicable) & term of appointment	Appointed as an additional Independent Director of the Company for a period of 1 year with effect from May 31, 2023, based on recommendation of Nomination and Remuneration Committee and subject to approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	Mr. Nagendraa Parakh is a rank holder Chartered Accountant and Company Secretary by professional qualification having more than 36 years of varied experiences. He retired as Executive Director of Securities and Exchange Board of India (SEBI) in October 2022. He played a key role in in development and regulation of capital and commodities markets. He was instrumental in introduction of equity derivatives markets, T +2 Rolling settlements and derivatives risk management system. He was exposed to many other departments including regulation of intermediaries like Brokers, Depository participants, Credit ratings agencies, debenture trustees etc, and also worked extensively for Investor education and protection. He was also instrumental in introduction of pledge-repledge system to deposit client's margin in form of securities and resolution of defaults by Brokers. He was appointed as Member Forward Market Commission during July 2012 to sept 2015. He also represented SEBI on various committees, international forums and on councils of exchanges and clearing corporations.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Nagendraa Parakh is not related to any of the other Directors of the Company.
6.	Information as required under NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 issued by the NSE.	Mr. Nagendraa Parakh is not debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

3. Appointment of Mr. Boon Chin Hau as additional Non-Independent Director of the Company.

Sr No.	Particulars	Information
1.	Name	Mr. Boon Chin Hau
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment/cessation (as applicable) & term of appointment	Appointed as additional Non-Independent Director of the Company with effect from May 31, 2023, based on recommendation of Nomination and Remuneration Committee and subject to approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	Mr. Boon Chin Hau is the Managing Director, Head, Asia & Emerging Markets, Infrastructure - GIC Infrastructure Group. He joined the GIC Infrastructure Group in 2008. He has degrees from Imperial College London and the University of Chicago.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Boon Chin Hau is not related to any of the other Directors of the Company.
6.	Information as required under NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 issued by the NSE.	Mr. Boon Chin Hau is not debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

4. Appointment of Mr. Aryan Mhaiskar as additional Non-Independent Director of the Company.

Sr No.	Particulars	Information
1.	Name	Mr. Aryan Mhaiskar
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment/cessation (as applicable) & term of appointment	Appointed as additional Non-Independent Director of the Company with effect from May 31, 2023, based on recommendation of Nomination and Remuneration Committee and subject to approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	Mr. Aryan Mhaiskar is a Bachelor of Science in Economics and Finance. He is also pursuing the Master's degree in Finance from the London Business School. He is associated with Avenir Capital (financial advisory firm) as Senior Analyst. He also possesses experience as Management Intern from IRB Infrastructure Developers Limited and Julius Baer Wealth Advisors Private Limited. Presently, he is associated with ADVENT Partners LLP as Designated Partner. Mr. Aryan is A FIDE-rated international chess player and provides chess coaching to underprivileged children. He also actively works into animal welfare.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Aryan Mhaiskar is the son of Mr. Virendra D. Mhaiskar, Director of the Investment Manager. Except as disclosed above, Mr. Aryan Mhaiskar is not related to any of the other Directors of the Company.
6.	Information as required under NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 issued by the NSE.	Mr. Aryan Mhaiskar is not debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.