

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

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CIN : L65910MH1998PLC115967



Date: December 30, 2025

To,

Corporate Relationship Department,
BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

Listing Department,

National Stock Exchange of India Limited

Exchange Plaza, C-1 Block G,
Bandra Kurla Complex, Bandra (E), Mumbai 400 051

Dear Sir / Ma'am,

Ref: Scrip Code: 532947, Symbol: IRB

Sub – Execution of Letter Agreement - Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”)

In furtherance of our letters dated November 29, 2021 and December 31, 2021 and in accordance with Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations, we hereby inform you that the Company has executed a letter agreement dated December 30, 2025 (“**Letter Agreement**”) in relation to the investment agreement as disclosed in our letter dated November 29, 2021 then executed by and among the Company, Cintra INR Investments BV (“**Cintra**”), Mr. Virendra D. Mhaikar, IRB Holding Private Limited and certain other members of the Promoter and Promoter Group of the Company.

The details of the Letter Agreement required to be disclosed pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are annexed herewith as **Annexure I**.

We request you to kindly take the above on record.

For IRB Infrastructure Developers Limited

Mehul Patel

Company Secretary

Registered Office:

1101, Hiranandani Knowledge Park, 11th Floor, Technology Street, Hill Side Avenue,
Opp. Hiranandani Hospital, Powai, Mumbai - 400 076

Tel: 91-22-6733 6400 / 4053 6400 Fax: 91-22-4053 6699

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Certificate Number 23725

ISO 9001, ISO 14001,
ISO 45001, ISO 27001

Annexure – 1

Details of the Letter Agreement

a)	name(s) of parties with whom the agreement is entered;	The following persons are parties to the Letter Agreement: (i) IRB Infrastructure Developers Limited (ii) Cintra INR Investments BV (“Cintra”) (iii) Mr. Virendra D. Mhaiskar (iv) IRB Holding Private Limited (v) Mrs. Deepali Mhaiskar (vi) Virendra D. Mhaiskar HUF
b)	purpose of entering into the agreement;	Please refer to the section titled ‘ <i>Details of amendment and impact thereof / reasons for termination and impact thereof</i> ’ of paragraph (i) below.
c)	shareholding, if any, in the entity with whom the agreement is executed;	Nil
d)	significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	Nil
e)	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	The parties to the Letter Agreement include certain members of the promoter and promoter group of the Company.
f)	whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”	No
g)	in case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable
h)	any other disclosures related to such agreements, viz., details of nominee on the board	Nil

	of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	
i)	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):	
	i. name of parties to the agreement;	<p>The following persons are parties to the Letter Agreement:</p> <ul style="list-style-type: none"> (i) IRB Infrastructure Developers Limited (ii) Cintra INR Investments BV ("Cintra") (iii) Mr. Virendra D. Mhaiskar (iv) IRB Holding Private Limited (v) Mrs. Deepali Mhaiskar (vi) Virendra D. Mhaiskar HUF <p>(iii) to (vi) are individually referred to as "Promoter" and collectively referred to as the "Promoter Group".</p>
	ii. nature of the agreement;	Letter Agreement varying certain terms of the Investment Agreement as referred above
	iii. date of execution of the agreement;	December 30, 2025
	iv. details of amendment and impact thereof or reasons of termination and impact thereof.	Waiver and release by Cintra of certain obligations of the Promoter and the Promoter Group under the investment agreement, as referred above, executed by and among the Company, Cintra and the Promoter Group and the terms and conditions thereof.