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

ADDENDUM TO THE NOTICE OF THE FIRST ANNUAL MEETING OF RAAJMARG INFRA INVESTMENT TRUST

This Addendum is issued in continuation of the Notice of the First Annual Meeting ("AM") of the Unitholders of Raajmarg Infra Investment Trust ("the InvIT or Trust") scheduled to be held on Friday, July 24, 2026, at 3:30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") for making modifications to the Resolution set out for the Item No. 4 of the aforesaid Notice already circulated to the Unitholders of the Trust on June 30, 2026, 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.

Accordingly, **Item No. 4** of the Notice shall be read as follows:

ITEM NO. 4: TO RATIFY, CONSIDER AND APPROVE THE APPOINTMENT AND REMUNERATION OF THE STATUTORY AUDITOR OF THE RAAJMARG INFRA INVESTMENT TRUST.

To consider and if thought fit, to pass the following resolution(s), by way of simple majority (i.e. where the votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution) in accordance with Regulation 22(3) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, ("SEBI InvIT Regulations"), as amended:

"**RESOLVED THAT** pursuant to Regulations 10, 13, 22 and other applicable provisions, if any, of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time ("SEBI InvIT Regulations"), read with circulars and guidelines issued thereunder (including any statutory modification or re-enactment thereof for the time being in force), in accordance with the Policy on appointment of Auditor and Valuer ("Policy") of Raajmarg Infra Investment Trust (the "InvIT"), and in consultation with IDBI Trusteeship Services Limited ("Trustee"), the appointment of M/s. A.R. & Co., Chartered Accountants, (Firm registration no. 002744C), who had confirmed their eligibility to be appointed as the Statutory Auditors of the InvIT for the financial year 2025-26, at a remuneration of Rs. 49,500/- (Rupees Forty-Nine Thousand Five Hundred Only) (excluding applicable taxes and out of pocket expenses incurred), be and is hereby ratified and approved.

RESOLVED FURTHER THAT pursuant to Regulations 10, 13, 22 and other applicable provisions, if any, of SEBI InvIT Regulations, the Policy on Appointment of Auditor and Valuer ("Policy") of the InvIT and upon recommendation of the Audit Committee and the Board of Directors of the Investment Manager along with consultation with Trustee of the InvIT, the appointment of M/s. A.R. & Co., Chartered Accountants (Firm Registration No.- 002744C), who have confirmed their eligibility to be appointed as the Statutory Auditor, for a term of five (5) consecutive financial years, commencing from FY 2026–27 up to FY 2030–31 who shall hold office from the conclusion of 1st Annual Meeting till the conclusion of 6th Annual Meeting of the Trust on the same terms and conditions at a remuneration of Rs. 1,49,000/- (Rupees One Lakh Forty-Nine Thousand Only) to conduct audit for the financial year 2026-27 (excluding applicable taxes and out-of-pocket expenses incurred), and the Board of Directors of the Investment Manager, acting on behalf of the Trust, be and are hereby authorised to determine and pay the audit fees for the remaining tenure of their appointment, as may be mutually agreed.

RESOLVED FURTHER THAT the Board of Directors and/ or Key Managerial Personnel of the Investment Manager be and are hereby severally authorized on behalf of the InvIT to finalize the terms and conditions of the aforesaid appointment, in consultation with the Auditor and to inform all regulatory, statutory and governmental authorities, as may be required under applicable laws, and in such form and manner as may be required or necessary and also to execute such agreements, letter and other writings and to do all acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Investment Manager to be in the best interest of the InvIT, as it may deem fit."

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

Date: July 17, 2026
Place: New Delhi

EXPLANATORY STATEMENT

The following statement sets out the material facts and reasons for the proposed resolution stated in the accompanying addendum:

Item No. 4

Pursuant to the provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time ("SEBI InvIT Regulations"), and the Policy on Appointment of Auditor and Valuer ("Policy") of Raajmarg Infra Investment Trust (“InvIT”), in consultation with the IDBI Trusteeship Services Limited (“Trustee”), the Audit Committee and the Board of Directors of the Investment Manager have considered and recommended the appointment of M/s. A.R. & Co., Chartered Accountants (Firm Registration No. 002744C), as the Statutory Auditors of the InvIT for the financial year 2025-26 at a remuneration of 49,500/- (Rupees Forty-Nine Thousand Five Hundred Only) (excluding applicable taxes and out of pocket expenses incurred).

Now, it is further proposed to appoint M/s A. R. & Co., Chartered Accountants as the Statutory Auditors of the InvIT for a term of five (5) consecutive financial years, commencing from FY 2026–27 up to FY 2030–31 who shall hold office from the conclusion of 1st Annual Meeting till the conclusion of 6th Annual Meeting of the Trust. They have also confirmed that they satisfy the eligibility criteria prescribed under SEBI InvIT Regulations to act as the Statutory Auditors of the InvIT.

In accordance with the applicable provisions of the SEBI InvIT Regulations and the Policy, and in consultation with the Trustee, the Audit Committee and Board of Directors of Investment Manager in its meeting held on June 24, 2026 and through circular resolution passed on July 17, 2026 has recommended the appointment of M/s. A.R. & Co., Chartered Accountants (Firm Registration No. 002744C), as Statutory Auditors of the Trust who shall hold office till the date of Sixth Annual Meeting, at a remuneration of Rs. 1,49,000/- (Rupees One Lakh Forty-Nine Thousand Only) to conduct audit for the financial year 2026-27 (excluding applicable taxes and out-of-pocket expenses incurred), and the Board of Directors of the Investment Manager, acting on behalf of the Trust, be authorised to determine and pay the audit fees for the remaining tenure of their appointment, as may be mutually agreed.

The Board believes that the firm's extensive experience in auditing infrastructure entities and InvIT structures, coupled with its professional expertise and resources, will enable it to effectively discharge the responsibilities of Statutory Auditor of the InvIT.

Brief profile of M/s. A.R. & Co. is as follows:

M/s A.R. & Co. is a peer-reviewed firm of Chartered Accountants established in 1981 with over 44 years of experience in the areas of statutory audit, internal audit, assurance, forensic audit and due diligence services. The firm has extensive experience in auditing infrastructure sector entities, public sector undertakings, financial institutions and infrastructure investment structures. The firm is currently acting as the Statutory Auditor of National Highway Infra Trust (NHIT), an infrastructure investment trust sponsored by NHAI, and has been associated with NHIT since its listing. The firm also serves as the statutory auditor of multiple NHIT special purpose vehicles.

The firm has served as Central Statutory Auditor of several prominent public sector entities and financial institutions including Central Bank of India, Life Insurance Corporation of India, GAIL (India) Limited, NTPC Limited, Power Grid Corporation of India Limited and ONGC Videsh Limited.

Accordingly, the approval of the Unitholders is sought by way of simple majority (i.e. where the votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution as set out in the accompanying Notice).

None of the Director(s) and Key Managerial Personnel of Investment Manager and/or Trustee or their respective relatives are concerned or interested, financially or otherwise, are interested in the aforesaid resolution.

Note:
Other than the additional information provided through this Addendum, all other contents of the Notice of the 1st Annual Meeting shall remain unchanged. The Notice of the 1st Annual Meeting shall be read in conjunction with this Addendum.

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

Date: July 17, 2026
Place: New Delhi