

**Date: January 31, 2025**

<b>Corporate Relationship Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	<b>Listing Department</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
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**Ref: Scrip Code: 532947, Symbol: IRB**

**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

In compliance with the provisions of Regulation 30 of SEBI (LODR) Regulations, 2015 read with Part A of Schedule III of the said Regulations, we wish to inform you that the Board of Directors of the Company at its meeting held on January 31, 2025, have approved and noted the following:

**Appointment of Independent Director**

Based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of the shareholders of the Company, the Board of Directors of the Company approved the appointment of Dr Ajay Kumar Singh (DIN: 08532830) as an Additional Independent Director of the Company for a term of 5 years with effect from February 5, 2025.

There are no inter-se relations between the proposed director and the other members of the Board. Further to the best of our knowledge and information and as confirmed by Dr Ajay Kumar Singh, he is not debarred from holding the office as a Director of the Company, by virtue of an order passed by the Securities and Exchange Board of India or any other authority. Also, he is not disqualified from holding the office as a Director pursuant to the provisions of Section 164 of the Companies Act, 2013.

**Change in Chief Executive Officer of the Company:**

- a) Elevation of Mr. Rajpaul S. Sharma, as Chief Executive Officer – Execution with effect from April 1, 2025. Further, Mr. Sharma will be designated as Key Managerial Personnel of the Company.
- b) Mr. Sudhir Hoshing will continue to advise/ assist the Group as the Chief Mentor. He will step down as Chief Executive Officer – Execution with effect from end of business hours on March 31, 2025.



**Changes in Senior Management of the Company:**

- a) Appointment of Mr. Umesh Wagh as Group – Chief Human Resources Officer (CHRO) with effect from April 1, 2025.
- b) Elevation of Mr. Abhishek Singh as Head – Business Development & Techno Legal with effect from March 1, 2025
- c) Elevation of Mr. Nitin Bansode – Head, Toll Operations as Director – Toll Operations, MRM.
- d) Appointment of Mr. Amitabh Murarka, as the CEO of MMK Toll Road Pvt Ltd - Investment Manager of IRB Infrastructure Trust, w.e.f. April 1, 2025.
- e) Resignation of Mr. Dhananjay K. Joshi – CEO of MMK Toll Road Pvt Ltd - Investment Manager of IRB Infrastructure Trust, w.e.f. March 31, 2025.
- f) Resignation of Dr Prashant Salgaonkar as the Group President HR and Admin with effect from end of business hours on March 31, 2025.

The details of the aforesaid appointment of Director, and changes in Key Managerial Personnel or Senior management of the Company, as required in pursuance of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are annexed herewith as **Annexure I** and **Annexure II** respectively.

Further, the Board has also consented for Postal Ballot to be conducted in accordance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration), Rules, 2014 for below mentioned resolutions for approval of the Members of the Company –

<b>Item No.</b>	<b>Description of Resolution</b>
1.	Appointment of Mr. Luis Aguirre De Carcer Cabezas as a Non-Executive Director, not liable to retire by rotation.
2.	Appointment of Dr Ajay Kumar Singh as an Independent Director of the Company.

We request you to kindly take this letter on record and disseminate it on your website.

**For IRB Infrastructure Developers Limited**

**Mehul Patel**  
Company Secretary

## Annexure I

### The details of the Appointment of Director, CEO and Senior management

SR No.	Particulars	Dr Ajay Kumar Singh- Independent Director	Mr. Rajpaul Sharma - Chief Executive Officer – Execution	Mr. Umesh Wagh as Group - Chief Human Resources Officer
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment	Elevation	Appointment
2.	Date of appointment/cessation (as applicable) & term of appointment	Appointed as an Additional Independent Director with effect from February 5, 2025, for a period of 5 years, based on recommendation of Nomination and Remuneration Committee and subject to approval of the shareholders of the Company.	Chief Executive Officer – Execution with effect from April 1, 2025	Appointed as Group – Chief Human Resources Officer (CHRO) with effect from April 1, 2025.
3.	Brief profile (in case of appointment)	Dr Ajay Kumar Singh, aged 48 years, holds a Post-Doctoral Fellowship in Social Marketing from ISB, Hyderabad, a Ph.D. and MBA degree in marketing from Varanasi. He is the recipient of the prestigious ‘The Rashtrapati Rover Award’ and currently serves as the Associate Director at the Indian School of Business, Hyderabad. His research expertise lies in social marketing, and he has applied his research in areas, such as social entrepreneurship, branding, advertising, customer relationship management and customer centricity. He has worked with various organizations, including J P Associates (P) Limited, Crompton Greaves Limited, SIVA Institute and Apeejay School of Marketing. Furthermore, Dr Singh has designed transformation journeys for various	Mr. Rajpaul S. Sharma, aged 54 years, joined the IRB Group in October 2002. He is responsible for evaluation and budgeting of new projects, finalizing contracts and ensuring completion of projects within approved budgets. He holds a bachelor’s degree in civil engineering from Amravati University, Amravati. Mr. Sharma has overall experience of approximately 29 years in the construction industry, including highways construction, for 18 years.	Mr. Wagh is a law graduate (LLB) with a Master’s degree in Labour Law and Labour Welfare from Pune University. He has over 28 years of work experience in diverse aspects of HR & Admin. Previously, he has worked with reputed organisations such as SI Group India Ltd., Godrej & Boyce Manufacturing Co. Ltd., Jubilant Life Sciences Ltd., to name a few. His last assignment was with D-Mart /Avenue Supermarts Limited, Mumbai.

		<p>government and public sectors and corporate organizations through focused education and training programs. He has delivered over 1000 days of mi-career training to top organizations, including the State Bank of India, Bank of Baroda, NTPC, ONGC, IndiGo, Tata Steel, ITC, Sun Pharma, and more. He is also a member of the Academic Advisory Council of the Institute of Public Enterprise, Hyderabad, Telangana, and Honorary Academic Advisor at Capital University of Kodarma District in Jharkhand.</p>		
4.	<p>Disclosure of relationships between directors (in case of appointment of a director)</p>	<p>There are no inter-se relations between Dr Ajay Kumar Singh and the other members of the Board.</p>	NA	NA
5.	<p>Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by the BSE and NSE, respectively.</p>	<p>Dr Ajay Kumar Singh is not debarred from holding office of a Director by virtue of any SEBI Order or any other such authority.</p>	NA	NA

## Annexure II

### The details of the Cessation of CEO and Senior management

SR No.	Particulars	Mr. Sudhir Hoshing – CEO – Execution	Dr Prashant Salgaonkar - Group President HR and Admin
1.	Reason for change viz. <del>appointment</del> , resignation, <del>removal, death</del> or otherwise	Reassignment of responsibilities of Mr. Sudhir Hoshing – CEO – Execution	Resignation
2.	Date of <del>appointment</del> /cessation (as applicable) & <del>term of appointment</del>	March 31, 2025	March 31, 2025
3.	Brief profile (in case of appointment)	NA	NA
4.	Disclosure of relationships between directors (in case of appointment of a director)	NA	NA
5.	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by the BSE and NSE, respectively.	NA	NA
6.	Copy of resignation letter	Enclosed as Annexure III	Enclosed as Annexure IV

January 30, 2025

To,

**Board of Directors**  
**IRB Infrastructure Developers Limited**  
Off No. – 11<sup>th</sup> Floor / 1101,  
Hiranandani Knowledge Park,  
Technology Street, Hill Side Avenue,  
Powai, Mumbai – 400076

**Sub: Resignation as CEO & KMP**

Dear Sir / Ma'am,

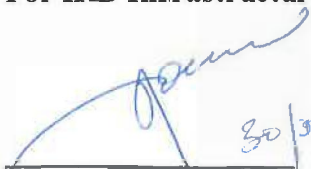
Please be informed that as a part of proposed re-assignment of my responsibilities by the management, I hereby resign as the Chief Executive Officer–Execution of the Company with effect from the end of business hours on March 31, 2025. You are requested to kindly accept my resignation.

As proposed by the management, I will continue to advise/ assist the Group as the Chief Mentor.

I sincerely thank the Board of Directors and Senior Management of the Company for their co-operation.

Thanking you,

**Yours faithfully,**  
**For IRB Infrastructure Developers Limited**

  
  
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**Sudhir Rao Hoshing**  
**Chief Executive Officer - Execution**

January 30, 2025

To,

**The Board of Directors,  
IRB Infrastructure Developers Limited**  
Off No. – 11<sup>th</sup> Floor/1101,  
Hiranandani Knowledge Park,  
Technology Street, Hill Side Avenue,  
Powai, Mumbai – 400076

Dear Sir(s)/Madam,

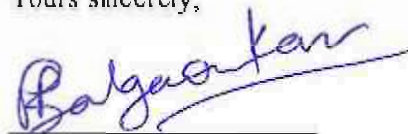
**Sub.: Resignation as Group President HR and Admin of the Company**

Due to personal reasons, I would like to opt for early superannuation from my position and hence I resign from the position of Group President HR and Admin of the Company with effect from end of business hour on March 31, 2025.

Kindly place this resignation letter at ensuing Board Meeting of the Company. I also request the Board and respective Committees to note my resignation. I request management to relieve myself from responsibilities/duties as stated above.

I sincerely thank the Board of Directors and Senior Management of the Company for their cooperation during my tenure. I wish all the very best to the Organization and wish a great success ahead.

Thanking you,  
Yours sincerely,



**Dr. Prashant Salgaonkar**  
Group President HR and Admin