

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers)

Regulations, 2011

PART A – DETAILS OF THE ACQUISITION

Name of the Target Company (TC)	IRB Infrastructure Developers Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	a) Bricklayers Investment Pte. Ltd. (" Investor "). b) GIC, on account of Government of Singapore (" GoS ") and the Monetary Authority of Singapore (" MAS "). ¹		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none">• National Stock Exchange of India Limited• BSE Limited		
Details of the acquisition as follows	Number of Equity Shares	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)

¹ Note: GIC is an investment manager, acting on behalf of GOS and MAS, and it has power to exercise voting rights in respect of the shares it manages for GOS and MAS.

Before the acquisition under consideration, holding of acquirer along with PACs:			
a) Shares carrying voting rights	GIC (on account of GOS and MAS) - 17,704,142 equity shares carrying voting rights. ²	5.04%	5.04%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL

² Note: GIC is an investment manager, acting on behalf of GOS and MAS, and it has power to exercise voting rights in respect of the shares it manages for GOS and MAS.

e) Total (a+b+c+d)	17,704,142	5.04%	5.04%
Details of acquisition			
a) Shares carrying voting rights acquired	Investor – 102,290,788 equity shares carrying voting rights.	16.94%	16.94%
b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	NIL	NIL	NIL
d) Shares in the nature of non-disposal undertaking	Investor – 41,065,200 equity shares. ³	6.80%	6.80%

³ Note: Pursuant to the Investor's subscription of 102,290,788 equity shares of the Target Company, the promoter group of the Target Company has accepted certain indemnification obligations towards the Investor. In order to fulfil these obligations, the promoter group has agreed to a non-disposal restriction to the extent of 41,065,200 equity shares of the Target Company. Hence this disclosure. In addition, the promoter group has also agreed to the following: (a) to own at least 25.1% till March 31, 2025; (b) to own at least 21.6% till March 31, 2026; (c) to own at least 18.1% till March 31, 2027; and (d) to own at

e) Total (a+b+c+/-d)	143,355,988	23.74%	23.74%
After the acquisition, holding of acquirer along with PACs:			
a) Shares carrying voting rights	(i) Investor – 102,290,788 equity shares carrying voting rights. (ii) GIC (on account of GOS and MAS) – 17,704,142 equity shares carrying voting rights.	19.87%	19.87%
b) Shares encumbered with the acquirer (non-disposal undertaking)	Investor – 41,065,200 equity shares	6.80%	6.80%
c) VRs otherwise than by equity shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each	NIL	NIL	NIL

least 10% equity shares of the Target, till the expiry of 84 months from the date of allotment of the aforesaid equity shares to the Investor.

category) after acquisition			
a) Total (a+b+c+d)	Aggregate of: (a) 119,994,930 equity shares carrying voting rights, and (b) 41,065,200 equity shares (by virtue of non-disposal undertaking executed in favor of the Investor).	Aggregate of: (a) 19.87%, and (b) 6.80% (by virtue of non-disposal undertaking executed in favor of Investor).	Aggregate of: (a) 19.87%, and (b) 6.80% (by virtue of non-disposal undertaking executed in favor of Investor).
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Preferential Allotment and Encumbrance		
Date of acquisition of voting rights shares / or date of receipt of intimation of allotment of	29 December 2021		

shares, whichever is applicable	
Equity share capital / total voting capital of the TC before the said acquisition	351,450,000 equity shares, of face value of Rs. 10 each
Equity share capital / total voting capital of the TC after the said acquisition	603,900,000 equity shares, of face value of Rs. 10 each ⁴
Total diluted share/voting capital of the TC after the said acquisition	603,900,000 equity shares, of face value of Rs. 10 each ⁵

⁴ Note: The Target Company has issued additional equity shares, as indicated here: <https://www.bseindia.com/xml-data/corpfiling/AttachLive/b9b6ae0a-7999-43b0-8d55-9d949ba46307.pdf>

⁵ Note: The Target Company has issued additional equity shares, as indicated here: <https://www.bseindia.com/xml-data/corpfiling/AttachLive/b9b6ae0a-7999-43b0-8d55-9d949ba46307.pdf>

Signature of Bricklayers Investment Pte. Ltd.

DocuSigned by:
Boon Chin Hau
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Name: Boon Chin Hau

Title: Authorised Signatory

Place: Singapore

Date: 24 December 2021

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.