इण्डिया इन्फ्रास्ट्रक्चर फाइनैन्स कम्पनी लिमिटेड
(भारत सरकार का उद्यम)

India Infrastructure Finance Company Limited
(A Govt. of India Enterprise)

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I I F C L

Aug 12, 2026

To BSE Limited
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

National Stock Exchange of India Limited
Listing Department Exchange Plaza
5th floor Plot No. C/1, G,
Block Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

Dear Sir/Madam,

Subject: Prior Intimation of Extra-ordinary General Meeting under Regulation 50(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 50(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2021, it is hereby intimated that Extra-Ordinary General Meeting of the members of India Infrastructure Finance Company Limited is scheduled to be held on Tuesday, 3rd September 2026 at 11:30 AM at Conference Hall, Department of Financial Services, Ministry of Finance, Government of India, Jeevan Deep Building, Sansad Marg, New Delhi – 110001.

The notice of the EGM is annexed herewith and also uploaded on the website of the Company viz www.iifcl.in

We request you to take the above information, record and dissemination.

Thanking You,

Your Sincerely,
For India Infrastructure Finance Company Limited

आई.आई.एफ.सी.एल.
IIFCL

Ruchi Singhal
Compliance Officer

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EIGHTH EXTRAORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED WILL BE HELD ON THURSDAY, THE 3RD DAY OF SEPTEMBER 2026 AT 11.30 A.M. AT THE 3RD FLOOR, CONFERENCE HALL, DEPARTMENT OF FINANCIAL SERVICES, MINISTRY OF FINANCE, GOVERNMENT OF INDIA, JEEVAN DEEP BUILDING, SANSAD MARG, NEW DELHI-110001

1. ALTERATION IN MEMORANDUM OF ASSOCIATION TO INCREASE THE AUTHORISED EQUITY SHARE CAPITAL OF IIFCL:

To consider and if thought fit, to pass with or without modification(s), the following resolutions as an Ordinary Resolution: -

"**RESOLVED THAT** pursuant to the provisions of Section 13, Section 61, Section 64 and other applicable provisions, if any, of the Companies Act 2013, (Act) read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Articles of Association, the consent of the members, be and is hereby accorded to increase the authorized share capital of the Company from Rs. 10,00,00,00,000 (Ten Thousand Crore) divided into 1,00,00,00,000 (One Thousand Crore) to Rs. 1,00,00,00,00,000 (Rupees One Lakh Crore) divided into 10,00,00,00,000 (Ten Thousand Crore) Equity Shares of Rs. 10/- (Rupees Ten) each by creation of additional 90,00,00,00,000 (Ninety Thousand Crore) Equity Shares of Rs.10/-each ranking pari passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Memorandum of Association of the Company, be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

> V. The authorized share capital of the company is Rs. 1,00,00,00,000,000. (Rupees One Lakh Crore) divided into 10,00,00,000,000 (Ten Thousand Crore) Equity Shares of Rs. 10/- (Rupees Ten) each.

2. ALTERATION IN ARTICLES OF ASSOCIATION TO INCREASE THE NUMBER OF WHOLE-TIME DIRECTORS OF IIFCL

To consider and if thought fit, to pass with or without modification(s), the following resolutions as a Special Resolution: -

"RESOLVED THAT pursuant to the provisions of Sections 14 and other applicable provisions, if any, of the Companies Act 2013, (Act) read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Articles of Association, the consent of the members, be and is hereby accorded to alter the Articles of Association of the Company in the following manner:

Article	Existing Provision	Proposed Provision
Article 115(1)(a)	**Two Whole-time Directors**, one of whom shall be the Managing Director, who shall not be liable to retire by rotation.	**Three Whole-time Directors**, one of whom shall be the Managing Director, and such Directors shall not be liable to retire by rotation.

By Order of the Board of Directors
FOR INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED

Sd/-
RUCHI SINGHAL
General Manager- Company Secretary
Membership No. A17837

Place: New Delhi
Date: 12th August 2026

REGISTERED OFFICE
India Infrastructure Finance Company Limited
Fifth Floor, Block -2 Plate A & B, NBCC Tower,
East Kidwai Nagar, New Delhi-110023
CIN: U67190DL2006GOI144520
Website: www.iifcl.in

NOTES: -

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 setting out the material facts in respect to the business under item no. 1 and 2 of the Notice is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standards- 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of amendment in Memorandum of Association is also annexed.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED, SIGNED AND MUST BE DEPOSITED AT LEAST 48 HOURS BEFORE THE TIME FOR HOLDING THE AFORESAID MEETING.**

3. Proxy Form(s) and certified copy of the Board Resolution(s) authorizing representative(s) to attend and vote at the Meeting shall be sent to the registered office of the Company.

4. The explanatory statement pursuant to section 102(1) of the Companies act, 2013 in respect of the aforesaid Special Business to be transacted at the meeting setting out all the material facts relating to the aforesaid business is annexed hereto and forms part of the notice.

5. Members may also note that the Notice of an EGM will be available on the Company's website www.iifcl.in. The Notice and other documents will also be available at the Registered Office of the company for inspection during the normal business hours on working days.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ITEM NO. 1
ALTERATION IN MEMORANDUM OF ASSOCIATION TO INCREASE THE AUTHORISED EQUITY SHARE CAPITAL OF IIFCL

IIFCL has emerged as a leading financial institution for financing of India's infrastructure sector and is amongst the most diversified public sector infrastructure lenders in terms of eligible infrastructure sub-sectors and product offerings.

To enable the Company to augment its capital base in line with its projected business growth, maintain a healthy Capital to Risk Weighted Assets Ratio (CRAR), support future fund-raising requirements and strengthen its capacity to finance infrastructure projects in alignment with the Government of India's vision for infrastructure-led economic growth, the Company is in process to consider fund raising fund raising opportunities including by way of an initial public offering of the equity shares of the Company ("Equity Shares") by way of fresh issue of Equity Shares and/or an offer for sale of Equity Shares by existing shareholders of the Company on such terms and conditions as may be finalised by the Board at a later stage and subject to the relevant statutory, corporate, and regulatory approvals as may be required.

The Department of Investment and Public Assets Management (DIPAM) vide its Office Memorandum dated 13th June 2018 has also identified IIFCL for listing.

In line with the same, the proposal was placed before the Board. The Board of Directors of IIFCL in the 145th meeting held on 4th December 2024 inter-alia approved the proposal for increasing IIFCL's Authorized equity share capital from existing Rs.10,000 crore to Rs.1,00,000 crore. Accordingly, IIFCL vide letters dated 16th December 2024 and 22nd January 2026 requested the Department of Finance, Government of India for approval to increase the authorised share capital as above. DFS vide letter no. 18/9/2024-IF-I dated 29th April 2026 conveyed approval to increase Authorized Share Capital of IIFCL from Rs.10,000 Crore to Rs. 1,00,000 Crore.

As on date, the Authorised Equity Share Capital of IIFCL is Rs. 10,000 crore divided into 1000 Equity Shares of Rs. 10 each. The paid up Equity Share Capital is Rs. 9,99,991.62 Lakhs, entirely held by the Government of India.

The Articles of Association of the Company permits the Company to alter its Authorised Share Capital by way of amendment in the Clause V of the Memorandum of Association (MOA) of the Company. Further, the proposed change in the capital clause of MOA requires the approval of shareholders through Ordinary Resolution pursuant to the applicable provisions of the Companies Act, 2013.

Therefore, pursuant to Section 13, 61 and 64 of the Companies Act, 2013 read with other relevant provisions and rules made thereunder read with Articles of Association of the Company, alteration of the Capital Clause is proposed in line with Board approval, subject to approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

None of the Directors or Key Managerial Personnel or any of their relatives is in any way concerned or interested, financially or otherwise in the resolution.

The Board recommends this resolution for the approval of the members as Ordinary Resolution as contained in Item no.1 of the notice.

ITEM NO. 2

ALTERATION IN ARTICLES OF ASSOCIATION TO INCREASE THE NUMBER OF WHOLE-TIME DIRECTORS OF IIFCL

Financial Services Institutions Bureau (FSIB) vide advertisement dated 23rd February 2026 had invited applications for appointment to the post of Deputy Managing Director (DMD) in India Infrastructure Finance Company Limited (IIFCL).

Subsequently, FSIB vide Notification No. FSIB.No.S1542/08-02-002/2026-2027 dated 21st May 2026 has given its recommendations for appointment of Deputy Managing Director of India Infrastructure Finance Company Limited (IIFCL).

Article 115(1)(a) of the Articles of Association provides that Composition of Board of Directors shall consist of two Whole-time Directors, one of whom shall be the Managing Director. In order to facilitate the appointment of an additional Whole-time Director (Deputy Managing Director), it is necessary to amend the Articles of Association by increasing the number of Whole-time Directors from two to three.

The Department of Financial Services, Ministry of Finance, Government of India, vide email dated 27th July 2026, has conveyed its approval for the proposed alteration of the Articles of Association.

None of the Directors or Key Managerial Personnel or any of their relatives is in any way concerned or interested, financially or otherwise in the resolution.

The Board recommends this resolution for the approval of the members as Special Resolution as contained in Item no.2 of the notice.

By Order of the Board of Directors
FOR INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED

Sd/-
RUCHI SINGHAL
General Manager- Company Secretary
Membership No. A17837

Place: New Delhi
Date: 12th August 2026

REGISTERED OFFICE
India Infrastructure Finance Company Limited
Fifth Floor, Block -2 Plate A & B, NBCC Tower,
East Kidwai Nagar, New Delhi-110023
CIN: U67190DL2006GOI144520
Website: www.iifcl.in