

INFRASTRUCTURE INDIA PLC
(the "Company")
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Thirteenth Annual General Meeting of Infrastructure India PLC will be held at 55 Athol Street, Douglas, Isle of Man, IM1 1LA on 31 December 2021 at 10.00 am for the following purpose:

ORDINARY BUSINESS

To consider and, if thought fit, to pass the following resolutions which will be proposed as ordinary resolutions:

- Resolution 1 To receive and adopt the Annual Report and audited accounts of the Company for the year ended 31 March 2021, together with the Directors' and Auditor's reports thereon.
- Resolution 2 To approve the payment of Directors' fees for the year ended 31 March 2021.
- Resolution 3 To re-confirm Baker Tilly Isle of Man LLC as auditors of the Company.
- Resolution 4 To authorise the Directors to determine the remuneration of Baker Tilly Isle of Man LLC as auditors of the Company.
- Resolution 5 To re-appoint as a Director Robert Venerus who retires by rotation in accordance with Article 85.1 at the commencement of the 2021 Annual General Meeting and submits himself for immediate reappointment to the Board.

By order of the Board
6 December 2021

Notes:

1. The Company, pursuant to regulation 22 of the Uncertificated Securities Regulations 2006 of the Isle of Man, specifies that only those shareholders registered in the register of members of the Company as at 10.00 am on 29 December 2021 or, in the event that the meeting is adjourned, in the register of members 48 hours before the time of any adjourned meeting, shall be entitled to attend or vote at the aforesaid annual general meeting in respect of the number of shares registered in their name at the relevant time. Changes to entries in the register of members of the Company after 10.00 am on 29 December 2021 or, in the event that the meeting is adjourned, in the register of members less than 48 hours before the time of any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting.
2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Details of how to appoint the Chairman of the meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
4. A Form of Proxy is enclosed which, to be valid, must be completed and delivered, together with the power of attorney or other authority (if any) under which it is signed (or a certified copy of such authority) to FIM Capital Limited, 55 Athol Street, Douglas, Isle of Man IM1 1LA or by facsimile to +44 (0) 1624 604790 or by email to Corporate.Governance@fim.co.im to arrive not later than 10.00 am on 29 December 2021 being 48 hours before the time of the meeting.
5. Completion and return of a Form of Proxy does not preclude a member from attending and voting in person should they wish to do so.

Covid restrictions:

Given current measures around the COVID-19 virus and the desire of the Company to protect the health and safety of all shareholders, the AGM will be convened with the minimum quorum of shareholders present in order to conduct the business of the meeting. The only attendees who will be permitted entry to the meeting will be those who will need to be present to form the quorum to allow the business to be conducted.

Accordingly, shareholders will be prevented from attending the AGM in person and are instead strongly encouraged to complete and return the Form of Proxy in accordance with the instructions printed thereon. Shareholders wishing to raise any questions at the AGM should do so by email to Corporate.Governance@fim.co.im by 29 December 2021.