

July 25, 2024

**General Manager,**  
Listing Department,  
BSE Limited,  
P.J. Tower, Dalal Street,  
Mumbai 400 001

**Vice President,**  
Listing Department,  
National Stock Exchange of India Limited  
'Exchange Plaza', Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

**Scrip Code No: 533177**

**Scrip Code No: IL&FSTRANS EQ**

Dear Sirs,

**Re.: Filing of Draft Placement Memorandum for listing of the Units of Roadstar Infra Investment Trust (“RIIT”/”InvIT”) to Eligible Creditors as per Resolution Framework and directions provided by NCLAT by way of its order dated March 12, 2020 and May 31, 2022.**

**Sub: Letter dated July 24, 2024 from SEBI in response to the above.**

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We wish to inform that Securities and Exchange Board of India vide its letter dated July 24, 2024, has provided its final observations on the draft Placement Memorandum for listing of the Units issued by Roadstar Infra Investment Trust (“Trust”) to Eligible Creditors as per Resolution Framework and directions provided by NCLAT by way of its order dated March 12, 2020 and May 31, 2022. Copy of the SEBI letter is attached.

Please note that the Trust will file the Final Placement Memorandum along with its response to the observations with SEBI in due course. We will keep you updated in this regard from time to time.

In this connection, please refer to our letter dated July 23, 2024, intimating an in-principle approval received from BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) for listing of the Units by the Trust.

Thank you

Yours faithfully,  
For IL&FS Transportation Networks Limited

Krishna Ghag  
Vice President &  
Company Secretary  
FCS - 4489



**DEPARTMENT OF DEBT AND HYBRID SECURITIES**

Email: nikhilm@sebi.gov.in

Phone: 022-2075-2113

SEBI/HO/DDHS/DDHS/P/OW/2024/23889/1

July 24, 2024

**Prashant Kolhe**

**Axis Capital Limited**

**Senior Vice President**

1st Floor, Axis House, Wadia International Center

P.B. Marg, Worli, Mumbai – 400 025

Dear Sir,

**Sub: Proposed Distribution of units of Roadstar Infra Investment Trust (“RIIT/” “InvIT”) to Eligible Creditors as per the Resolution Framework and directions provided by the NCLAT by way of its orders dated March 12, 2020 and May 31, 2022**

1. This is in reference to emails dated March 29, 2024 from RIIT seeking extension of time of upto seven days for filing of draft placement memorandum for initial offer of units.
2. Further, please refer to your emails dated April 03, 2024, submitting the draft placement memorandum and subsequent e-mails dated April 10, 19, 2024, May 09, 16, 2024, June 06, 2024 and July 23, 2024 in continuation to the same.
3. The request of RIIT for extension of time of upto seven days for filing of draft placement memorandum for initial offer of units has been acceded to by the Competent Authority.
4. Further to acceding of the request, with the approval of competent authority, please note the following observations w.r.t. draft placement memorandum: -
  - 4.1. The contents of the draft placement memorandum and subsequent submissions made by you, have been taken on record.
  - 4.2. It is to be distinctly understood that submission of draft placement memorandum to SEBI should not in any way be deemed or construed that the same has been cleared or approved by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the project for which the issue is proposed to be made or for the correctness of the statements made or opinions expressed in the draft placement memorandum.
  - 4.3. The filing of draft placement memorandum does not, however, absolve the Investment Manager and the Sponsor from any liabilities as under SEBI InvIT Regulations or from





the requirement of obtaining such statutory or other clearances as may be required for the purpose of the proposed issue. SEBI further reserves the right to take up, at any point of time, with the Merchant Bankers any irregularities or lapses in draft placement memorandum.

Yours truly,

  
NIKHIL MITTAL 24/04/2024



CC:-

**Jyotsna Matondkar**  
Compliance Officer  
Roadstar Infra Investment Trust  
The IL&FS Financial Centre  
Plot C-22, G-Block  
Bandra Kurla Complex,  
Mumbai - 400051