

July 20, 2024

To

Listing Department
BSE Limited
20th Floor, P. J. Towers
Dalal Street, Mumbai – 400 001
Scrip Code: 543899 (CUBEINVIT)

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
Symbol: CUBEINVIT

Scrip Code: 974936 ISIN: INE0NR607017
ISIN: INE0NR607025

Sub: Intimation of proceedings of the 1st Annual Meeting of Cube Highways Trust, InvIT

Dear Sir/Madam,

Please find attached proceedings of the 1st Annual Meeting of Cube Highways Trust, InvIT

You are requested to take the same on record.

Thanking you.

For Cube Highways Fund Advisors Private Limited
(acting in its capacity as Investment Manager to Cube Highways Trust)

Mridul Gupta
Compliance Officer and Company Secretary

CC to:

Trustee to the InvIT

Axis Trustee Services Limited
The Ruby, 2nd Floor, SW,29,
Senapati Bapat Marg, Dadar West,
Mumbai, Maharashtra- 400 028

CUBE HIGHWAYS FUND ADVISORS PRIVATE LIMITED

CIN: U74999DL2021FTC379941

Regd. Office: B-376, UGF, Nirman Vihar, New Delhi - 110092

Corporate Office: Unit No. 1901, 19th Floor, Tower-B, World Trade Tower, Plot No. C-1, Sector-16, Noida, U.P-201301

E-mail: - compliance.officer@cubehighways.com, Phone: +91-120-4868300

CUBE HIGHWAYS TRUST

(An infrastructure investment trust registered with the Securities and Exchange Board of India)

Registration Number IN/InvIT/22-23/0022

Principal Place of Business: B-376, UGF, Nirman Vihar, New Delhi-110092

Compliance Officer: Mr. Mridul Gupta

Tel: + 91 120 4868300; **Email:** compliance.officer@cubehighways.com

Website: www.cubehighwaystrust.com

Summary of proceeding of the 1st Annual Meeting of Cube Highways Trust, InvIT

The 1st Annual Meeting (“AM”) of the Ordinary Unitholders (“Unitholders”) of Cube Highways Trust (the “InvIT or Trust”) was held on Friday, July 19, 2024, at 04:00 p.m. (IST) at Hotel Trident, C 56, G Block, Bandra Kurla, Mumbai – 400098 and a facility of Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) was also provided in accordance with the provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”) read with SEBI master circular bearing reference no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 (the “SEBI Master Circular”) and other relevant circulars issued by SEBI in this regard, from time to time.

PRESENT (physically):**Directors of Cube Highways Fund Advisors Private Limited – the Investment Manager (“Investment Manager”) to InvIT**

1. Mr. U.K. Sinha, Chairman, Independent Director (Non-executive) and Chairman of Audit Committee and Nomination & Remuneration Committee and member of Stakeholders’ Relationship Committee, and Risk Management Committee
2. Mr. Jayesh R Desai, Independent Director (Non-executive) and Chairman of Operations Committee and Risk Management Committee and Member of Audit Committee, Nomination & Remuneration Committee.
3. Ms. Fereshte D Sethna, Independent Director (Non-executive) and Chairman of Stakeholders’ Relationship Committee and Member of Risk Management Committee
4. Mr. Sandeep Lakhnpal, Non-Independent Director (Non-Executive) and Member of Operations Committee, Investment Committee and Risk Management Committee

Key Managerial Personnel of Investment Manager to InvIT:

1. Mr. Vinay C. Sekar, Chief Executive Officer
2. Mr. Pankaj Vasani, Chief Financial Officer
3. Mr. Mridul Gupta, Compliance Officer & Company Secretary

Mr. Surinder Chawla, Independent Director and Ms. Helly Ajmera, Director, have requested a leave of absence from attending this meeting due to pre-occupation.

15 (Fifteen) Ordinary Unitholders representing 84,51,83,239 ordinary units attended the Annual Meeting in person through their authorized representatives or through electronic mode, through their authorized representatives.

Mr. Mridul Gupta, Compliance Officer & Company Secretary welcomed the Unitholders attending the Annual Meeting of Cube Highways Trust, InvIT, present in person and through VC. Thereafter, he introduced the members of the Board and Key Managerial Personnel of Investment Manager. It was informed that the representatives of the Trustee (Axis Trustee Services Limited), Statutory Auditors (M/s. S.B. Billimoria & Co. LLP, Chartered Accountants), Valuer (M/s. EY Merchant Banking Services) and Scrutinizer (Mr. Harish Chawla, (M/s. CL & Associates, Practicing Company Secretaries) were also present at the Annual Meeting.

Mr. Mridul Gupta, Compliance Officer & Company Secretary then apprised the Unitholders about certain information in relation to Annual Meeting including engagement of services of M/s. KFin Technologies Limited (“KFinTech”), the Registrar & Transfer Agent (“RTA”) of InvIT, for providing facility for voting through remote e-voting, for participation in the Annual Meeting through VC facility and e-voting during the Annual Meeting, appointment of Mr. Harish Chawla, M/s. CL & Associates, Practicing Company Secretaries, as the Scrutinizer by the Investment Manager to scrutinise the remote e-voting process and e-voting during Annual Meeting in a fair and transparent manner.

Further, unitholders were also apprised that the Notice of the Annual Meeting (“Notice”) and Annual Report of InvIT for the financial year 2023-24 (“Annual Report”) along with login credentials have been sent by electronic means to the Unitholders, whose e-mail addresses were registered with the

Depositories. He also stated that the Notice and Annual Report were available on the respective websites of InvIT, KFinTech and Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited.

The cut-off date fixed for identifying the unitholders eligible to vote through remote e-voting facility and for participation and voting at this meeting was July 12, 2024. Further, the remote e-voting facility was provided from Monday, July 15, 2024 at 09:00 A.M. (IST) to Thursday, July 18, 2024 at 05:00 P.M.

Mr. Mridul Gupta, Compliance Officer & Company Secretary, also informed that since all the resolutions mentioned in the notice of the Annual Meeting have already been put to vote through e-voting, there will be no proposing or seconding of the resolutions. Facility to send questions/queries was provided to the Unitholders from the date of circulation of the notice, i.e. June 27, 2024, to July 16, 2024, till 05:00 pm (IST) and also confirmed that no questions or queries were received from the Unitholders.

Thereafter, Mr. U.K. Sinha, Chairman, declared the meeting to be in order and commenced the proceedings of the meeting. Chairman welcomed the Unitholders and other participants at the Annual Meeting. Mr. U.K. Sinha spoke about how Cube Highways Trust, InvIT has performed in the Indian economic landscape and consistently delivered value for the Unitholders.

He also expressed his sincere appreciation to the sponsors, trustees, auditors, valuers, lawyers, and all other advisors for their support and expertise. Finally, he extended his deepest gratitude to the esteemed Unitholders as their continued belief is the driving force behind Cube's success trajectory.

Thereafter, Mr. Vinay C Sekar, Chief Executive Officer welcomed the Unitholders and other participants at the Annual Meeting and presented the key highlights including the financial performance of the InvIT for the Financial Year 2023-24.

Mr. Mridul Gupta, Compliance Officer & Company Secretary, then confirmed that report of the Statutory Auditors of Cube Highways Trust for the financial year ended March 31, 2024, does not contain any qualification/ observation/ comment which may have an adverse effect on the financial reporting of Cube Highways Trust. Accordingly, the report is not required to be read before the meeting.

Further, he apprised the unitholders present at the meeting and over VC about the resolutions proposed in the notice for the unitholders' approval by majority:

| Item No. | Resolutions |
|-----------------|--|
| 1. | To consider and adopt audited standalone financial statements and audited consolidated financial statements of Cube Highways Trust as at and for the financial year ended March 31, 2024, together with the report of the auditors thereon for the financial year ended March 31, 2024 and the report on performance of the InvIT. |
| 2. | To consider and adopt the valuation report of the assets of Cube Highways Trust for the financial year ended March 31, 2024. |
| 3. | To ratify, consider and approve the appointment and remuneration of the Valuer of the Cube Highways Trust for the financial year 2023-24. |
| 4. | To consider and approve the appointment of the Valuer of the Cube Highways Trust for the financial year 2024-25 and fix their remuneration |
| 5. | To ratify, consider and approve the appointment and remuneration of the Statutory Auditor of the Cube Highways Trust. |
| 6. | To consider and approve amendment and restatement of the Investment Management Agreement. |

Mr. Mridul Gupta, Compliance Officer & Company Secretary, stated that the consolidated results of the remote e-voting and e-voting during the Meeting, will be announced within two days of the conclusion of the Meeting. The said results, along with the Scrutinizer's Report, will be intimated to the Stock Exchanges as per the applicable laws and will also be placed on the websites of Cube Highways Trust and Kfin Technologies Limited. Further, the transcript of this Meeting shall also be made available on the website of Cube Highways Trust.

Mr. U.K. Sinha, Chairman then presented a vote of thanks. Thereafter, Chairman stated that the e-voting facility would remain open for 15 minutes after the conclusion of the meeting so as to enable the Unitholders to cast their vote, who have not yet cast their vote on the resolutions and who are otherwise not barred from doing so. Chairman also thanked the Unitholders, fellow Board members and invitees for participating in the Annual Meeting of the InvIT.

Chairman then announced the closure of Annual Meeting of InvIT. The meeting concluded at 4:45 P.M. (IST) including the time allowed for e-voting at the Annual Meeting.