

NATIONAL HIGHWAYS INFRA INVESTMENT MANAGERS PRIVATE LIMITED

Registered Office: G-5 & 6, Sector-10, Dwarka, New Delhi– 110075,

Tel: 011-25076536, FAX: 25076536. Email: nhiimpl@nhai.org

[CIN: U65929DL2020GOI366835](https://www.mca21.gov.in/cin/U65929DL2020GOI366835)

Date: 4th March, 2024

Corporate Relations Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	The Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051
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Ref: Scrip Code: 543385; Scrip ID/Symbol: NHIT

Sub: Outcome of Board Meeting of National Highways Infra Investment Managers Private Limited

Dear Sir/ Ma'am,

Pursuant to applicable provisions of SEBI (Infrastructure Investment Trusts) Regulations, 2014 (“**InvIT Regulations**”), as amended from time to time, read with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”) and circulars and guidelines issued thereunder, we hereby inform you that the meeting of the Board of Directors (“**Board**”) of National Highways Infra Investment Managers Private Limited acting in the capacity of Investment Manager to National Highways Infra Trust (“**NHIT**”) was held today i.e. 4th March, 2024, wherein the Board, *inter-alia*, considered and approved the following matters:

- 1) Considered and approved the Audited Standalone and Consolidated Financial Results (including Cash Flow) for the period ended 31st December, 2023 for the purpose of Proposed private placement of Units of NHIT. (The Un-audited Standalone Financial Results for the Quarter ended 31st December, 2023 were approved by the Board on 2nd February, 2024 and Un-audited Consolidated Financial Results for the Quarter ended 31st December, 2023 were approved by the Board on 13th February, 2024, both were published on the Stock Exchange on the same day)
- 2) Considered and approved the quantum of distributions to be paid to the unitholders of Rs. 0.631 per unit for the month of 31st January, 2024. The distribution will be paid as Rs 0.606 per unit as Interest pass through and Rs 0.025 per unit as other income on surplus funds at Trust level (subject to applicable withholding taxes, if any).

The said distributions shall be paid within 15 days from the date of declaration.

Further, the Record Date is declared as 7th March, 2024 to ascertain the eligibility of Unitholders entitled to receive the aforesaid distributions.

The Board Meeting commenced at 01:30 p.m. and concluded at 2:30 p.m.

You are requested to take the same on your record.

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CIN: U65929DL2020GOI366835

Sincerely,

For **National Highways Infra Trust**

By Order of the Board

National Highways Infra Investment Managers Private Limited

Gunjan Singh

Company Secretary and Compliance Officer

A. R. & Co.
Chartered Accountant



A-403, Gayatri Apartments
Plot No-27, Sector-10, Dwarka,
New Delhi-110075
Cell No.9810195084, 9810444051
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INDEPENDENT AUDITORS' REPORT

To,
The Unit Holders of National Highways Infra Trust

Opinion

We have audited the condensed standalone interim financial statements of National Highways Infra Trust ("the 'Trust'"), which comprise the condensed standalone interim balance sheet as at 31 December 2023, the condensed standalone interim statement of profit and loss (including other comprehensive income) for year to-date period then ended, and the condensed standalone interim statement of cash flows for the year-to-date period then ended, the condensed Statement of Net Assets at fair value for the year-to-date period then ended, the condensed Statement of Total Returns at fair value and the condensed Statement of Net Distributable Cash Flows ("NDCFs") for the year-to-date period then ended and notes to the condensed standalone interim financial statements, including a summary of the significant accounting policies ("the condensed standalone interim financial statements") and other explanatory information, as required by Indian Accounting Standard 34, "Interim Financial Reporting" ("Ind AS 34") and other accounting principles generally accepted in India.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid condensed standalone interim financial statements give the information required by the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder (together referred to as the "SEBI InvIT Regulations") in the manner so required and give a true and fair view in conformity with Ind AS 34 and other accounting principles generally accepted in India, to the extent not inconsistent with SEBI InvIT Regulations, of the state of affairs of the Trust, as at 31 December 2023, Profit and other comprehensive income for the year-to-date period then ended, its cash flows for the year-to-date-period ended on that date, its statement of changes in Unitholder's equity for the year-to-date period then ended, its net assets at fair value as at 31 December 2023, its total returns at fair value and the net distributable cash flows of the Trust for the year-to-date period then ended..

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") issued by the Institute of Chartered Accountants of India. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Condensed Standalone Interim Financial Statements section of our report. We are independent of the Trust in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the condensed standalone interim financial statements under the provisions of the of the SEBI InvIT Regulations, and we have fulfilled our other ethical responsibilities in accordance with

Corporate and Correspondence Office
C-1, II Floor, RDC, Raj Nagar Ghaziabad- 201001 Delhi-NCR





these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS OF INVESTMENT MANAGER FOR THE CONDENSED STANDALONE INTERIM FINANCIAL STATEMENTS

The Board of Directors of National Highways Infra Investment Managers Private Limited (Investment Manager) is are responsible for the preparation of these condensed standalone interim financial statements that give a true and fair view of the state of affairs, profit and other comprehensive income , cash flows and the movement of the Unitholder's equity for the year-to-date period then ended, the net assets at fair value as at 31 December 2023, the total returns at fair value and the net distributable cash flows of the Trust in accordance with the requirements of the SEBI InvIT Regulations, Indian Accounting Standards as defined in Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, to the extent not inconsistent with SEBI InvIT Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the SEBI Invit Regulations for safeguarding of the assets of the Trust and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the condensed standalone interim financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the condensed standalone interim financial statements, the Board of Directors of Investment Manager are responsible for assessing the Trust's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Trust or to cease operations, or has no realistic alternative but to do so.

The Board of Directors of Investment Manager are also responsible for overseeing the Trust's financial reporting process.

Auditor's Responsibilities for the Audit of the Condensed Standalone Interim Financial Statements

Our objectives are to obtain reasonable assurance about whether the condensed standalone interim financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a





material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these condensed standalone interim financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the condensed standalone interim financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Trust's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the condensed standalone interim financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Trust to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the condensed standalone interim financial statements, including the disclosures, and whether the condensed standalone interim financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



A. R. & Co.
Chartered Accountant



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New Delhi-110075
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pawankgoel1@gmail.com

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

Attention is drawn to the fact that the figures for the year-to-date-period ended on 31 December 2022 as reported in these condensed interim standalone financial statements, were subject to a limited review by us.

Our opinion is not modified in respect of this matter.

For A. R. & Co.
Chartered Accountants
FRN. 002744C

CA Mohd Azam Ansari
Partner



Membership No: 0511623
UDIN: 24511623BKCSOO1036
Place: New Delhi
Date: 04-03-2024

Corporate and Correspondence Office

C-1, II Floor, RDC, Raj Nagar Ghaziabad- 201001 Delhi-NCR

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014
INTERIM STANDALONE BALANCE SHEET AS AT DECEMBER 31, 2023

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	Notes	As at December 31, 2023	As at March 31, 2023
Assets			
1) Non - Current Assets			
(a) Financial Assets			
(i) Investment in subsidiary	4	1,39,563.52	1,39,553.52
(ii) Loans	5	8,98,506.66	8,90,606.66
(iii) Other Financial Assets	6	10,055.31	9,670.84
(b) Other Non-Current Assets	7	23.29	-
Total non current assets		10,48,148.78	10,39,831.02
2) Current Assets			
(a) Financial Assets			
(i) Cash and Cash Equivalents	8	13,930.21	14,080.38
(ii) Other Financial Assets	9	73,543.00	46,692.16
(b) Other Current Assets	10	1,743.76	1,119.47
Total current assets		89,216.97	61,892.01
Total Assets		11,37,365.75	11,01,723.03
Equity and Liabilities			
Equity			
1) Unit Capital	11	7,41,593.47	7,41,604.32
2) Initial Settlement Amount		0.10	0.10
3) Other Equity	12	93,567.43	60,432.64
Total Equity		8,35,161.00	8,02,037.06
Liabilities			
1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	2,95,648.02	2,92,158.33
(b) Deferred Tax liabilities	14	-	-
Total Non-Current Liabilities		2,95,648.02	2,92,158.33
2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	4,192.50	2,000.00
(ii) Trade Payables	16		
(a) Total Outstanding, dues of micro and small enterprises		1.18	3.88
(b) Total outstanding, dues of creditors other than micro and small enterprises		109.03	342.69
(iii) Other Financial Liabilities	17	2,207.67	5,129.59
(b) Other Current Liabilities	18	2.64	42.50
(c) Current Tax Liabilities (Net)	19	43.71	8.98
Total Current Liabilities		6,556.73	7,527.64
Total Equity and Liabilities		11,37,365.75	11,01,723.03

The accompanying notes form an integral part of these financial statements

1-44

This is the Balance Sheet referred to in our report of even date.

For A.R. & Co.

Chartered Accountants

Firm Registration No. 002744C

For and on behalf of Board of Directors of the National Highways Infra Investment Managers Private Limited (Acting as Investment Manager of National Highways Infra Trust)



Mohd. Azam Ansari
Partner
M.No. 511623



Suresh Krishan Goyal
Director
DIN: 02721580

Mahavir Parsad Sharma
Director
DIN: 03158413

Date : 04.03.2024
Place : New Delhi

Mathew George
Chief Financial Officer

Gurpreet Singh
Compliance Officer

NATIONAL HIGHWAYS INFRA TRUST

SEBI Registration Number :- IN/InvIT/20-21/0014

INTERIM STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED DECEMBER 31, 2023

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	Notes	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Income				
Revenue from Operations	20	90,207.59	66,011.54	94,698.30
Interest Income	21	612.88	130.75	352.28
Profit on sale of investments	22	338.87	406.97	422.20
Other income	23	3.50	48.73	316.59
Total Income		91,162.84	66,597.99	95,789.37
Expenses				
Investment Manager Fees		1,356.16	935.51	1,263.70
Trustee Fees		8.73	7.23	9.60
Valuation expenses		5.40	4.00	4.00
Annual listing fees		40.53	15.07	20.00
Rating fees		6.35	0.20	0.20
Audit Fees				
- Statutory audit fees		3.72	2.51	2.90
- Other audit services (including certification)	24	1.04	-	0.88
Custodian Fees		2.38	0.63	0.84
Finance Cost	25	18,513.25	10,677.74	16,590.17
Other Expenses	26	104.12	52.66	190.16
Total Expenses		20,041.68	11,695.55	18,082.45
Profit / (Loss) before Tax		71,121.16	54,902.44	77,706.92
Tax Expenses	27			
Current Tax		408.31	248.13	473.89
Current tax - earlier years		(2.52)	0.01	0.01
Deferred Tax expense/(credit)			2.54	(3.16)
Total Tax		405.79	250.68	470.74
Profit for the period/ year		70,715.37	54,651.76	77,236.17
Other Comprehensive Income				
A (i) Items that will not be reclassified to Profit and Loss		-	-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-	-
B (i) Items that will be reclassified to Profit and Loss		-	-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-	-
Total Comprehensive Income for the period/year		70,715.37	54,651.76	77,236.17
Earnings per Unit				
Basic	28	9.73	8.62	11.76
Diluted	28	9.73	8.62	11.76

The accompanying notes form an integral part of these financial statements 1-44
This is the Statement of Profit and Loss referred to in our report of even date.

For A.R. & Co.
Chartered Accountants

Firm Registration No. 002744C

(Signature)



CA Mohd. Azam Ansari
Partner
M.No. 511623

For and on behalf of Board of Directors of the National Highways Infra
Investment Managers Private Limited (Acting as Investment Manager of
National Highways Infra Trust)

(Signature)

Suresh Krishan Goyal
Director
DIN: 02721580

(Signature)

Mahavir Parsad Sharma
Director
DIN: 03158413

Date : 04.03.2024
Place : New Delhi



(Signature)

Mathew George
Chief Financial Officer

(Signature)

Gunjan Singh
Compliance Officer

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014

INTERIM STANDALONE STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED DECEMBER 31, 2023

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
A. Cash flows from operating activities			
Net Profit/(Loss) Before Tax	71,121.16	54,902.44	77,706.92
Adjustments:			
Finance Cost (net)	18,394.93	10,677.74	16,590.17
Interest Income on Bank FDR	(612.88)	(130.75)	(352.28)
Interest Income on Long Term Loan given to SPV	(90,207.59)	(66,011.54)	(94,698.30)
Interest received on Long Term Loan given	63,355.94	41,111.00	58,661.00
Profit on redemption of Mutual Funds	(338.87)	(406.97)	(422.20)
Operating cash flows before Working Capital Changes	61,712.69	40,141.92	57,485.31
Movements in Working Capital			
Decrease / (Increase) in Other Non Current Financial Assets	(0.68)	35.81	(15.42)
Decrease / (Increase) in Other Current Financial Assets	(2.93)	(624.66)	(290.62)
Decrease / (Increase) in Other Current/ Non-Current Assets	(538.91)	(123.50)	(834.97)
Increase / (Decrease) in Trade & Other Payables	(236.36)	160.79	393.13
Increase / (Decrease) in Other Financial Liabilities	-	(136.05)	(0.00)
Increase / (Decrease) in Other Current Liabilities	(39.86)	(10.02)	(57.30)
Increase / (Decrease) in Current Tax Liabilities	-	-	-
Cash used in operating activities	60,893.95	39,444.29	56,680.13
Income Tax paid	(371.06)	(486.84)	(626.67)
Net Cash Flows from/(used in) operating activities -A	60,522.89	38,957.45	56,053.46
B. Cash flows from investing activities			
Long Term Loans given	(7,900.00)	(2,84,966.66)	(2,84,966.66)
Purchase of Non Current Investments	(10.00)	-	-
Investment in FDR	(262.67)	-	(6,299.18)
Profit on redemption of Mutual Funds	338.87	406.97	422.20
Interest Received from Bank	495.49	56.15	168.39
Net Cash Flows used in investing activities - B	(7,338.31)	(2,84,503.54)	(2,90,675.25)
C. Cash flows from financing activities			
Proceeds from Issue of unit capital	-	1,43,013.67	1,43,013.67
Expense incurred towards initial public debt offering	-	-	(1,689.00)
Expense incurred towards institutional unit allotment	(10.85)	(710.23)	(1,099.13)
Financing charges paid	-	(197.00)	(197.00)
Proceeds from Long Term Borrowings	7,900.00	1,50,000.00	1,50,000.00
Distribution paid to unit holders	(37,580.57)	(24,700.80)	(34,927.86)
Repayment of Long Term Borrowings	(2,381.07)	(758.63)	(1,010.98)
Finance Costs Paid	(21,262.26)	(9,071.73)	(11,180.86)
Net Cash Flows from/(Used in) financing activities -C	(53,334.75)	2,57,575.28	2,42,908.84
Net Increase/Decrease in Cash and Cash equivalents (A+B+C)	(150.17)	12,029.19	8,287.05
Cash and Cash Equivalents at the Beginning of the Period/Year	14,080.38	5,793.33	5,793.33
Cash and Cash Equivalents at the end of the Period/Year	13,930.21	17,822.52	14,080.38



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014

INTERIM STANDALONE STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED DECEMBER 31, 2023

(All amounts are in ₹ lakh unless otherwise stated)

Reconciliation of liabilities arising from Financing Activities pursuant to Ind AS 7- Statement of Cash Flows.
Net Debt Recognition

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
a) Carrying amount of debt at the beginning of the year/period	2,94,158.33	1,46,537.80	1,46,537.80
b) Additional borrowings during the year/period	7,900.00	1,50,000.00	1,50,000.00
c) Repayments during the year/period	(2,381.07)	(758.63)	(1,010.98)
d) Other adjustments/settlements during the year/period	-	-	-
e) Transaction Cost adjustment	163.26	(1,366.31)	(1,368.49)
f) Carrying amount of debt at the end of the year/period	2,99,840.52	2,94,412.86	2,94,158.33

This is the Cash Flow Statement referred to in our report of even date.

For A.R. & Co.
Chartered Accountants
Firm Registration No. 002744C



CA Mohd. Azam Ansari
Partner
M.No. 511623

Date : 04.03.2024
Place : New Delhi



For and on behalf of Board of Directors of the National Highways Infra
Investment Managers Private Limited (Acting as Investment Manager of
National Highways Infra Trust)

Suresh Krishan Goyal
Director
DIN: 02721580

Mathew George
Chief Financial Officer

Mahavir Parsad Sharma
Director
DIN: 03158413

Gurjan Singh
Compliance Officer

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014
INTERIM STANDALONE STATEMENT OF CHANGES IN UNIT HOLDERS EQUITY FOR THE PERIOD ENDED
DECEMBER 31, 2023

A. Initial Settlement Amount

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	Amount
Balance as at April 1, 2022	0.10
Changes in unit capital	-
Balance as at December 31, 2022	0.10
Changes in unit capital	-
Balance as at March 31, 2023	0.10
Changes in unit capital	-
Balance as at Dec 31, 2023	0.10

B. Unit Capital

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	Number of unit	Amount
Balance as at April 1, 2022	59,52,00,000	5,99,442.82
Changes in unit capital	13,12,05,200	1,43,013.67
One time issue expenses	-	(710.23)
Balance as at December 31, 2022	72,64,05,200	7,41,746.26
Changes in unit capital	-	-
One time issue expenses *	-	(141.94)
Balance as at March 31, 2023	72,64,05,200	7,41,604.32
Changes in unit capital	-	-
One time issue expenses	-	(10.85)
Balance as at Dec 31, 2023	72,64,05,200	7,41,593.47

Issue expenses of Rs. 10.85 (March 31, 2023: Rs 852.17) lakhs incurred in connection with issue of units have been reduced from the Unitholders capital in accordance with Ind AS 32 Financial Instruments: Presentation



C. Other Equity**

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	Reserves and Surplus		Items of Other Comprehensive Income	Total
	Retained Earnings	Items that will not be reclassified to profit or loss		
				Remeasurement of Defined Benefit Obligation/ Plan
Balance as at April 1, 2022	18,124.33	-	-	18,124.33
Profit/ (Loss) for the year	54,651.76	-	-	54,651.76
Less:				
Distribution to unit holders				
Interest	24,137.46	-	-	24,137.46
Other Income	563.33	-	-	563.33
Balance as at December 31, 2022	48,075.30	-	-	48,075.30
Profit/ (Loss) for the year	22,584.41	-	-	22,584.41
Less:				
Distribution to unit holders				
Interest	10,046.20	-	-	10,046.20
Other Income	180.87	-	-	180.87
Balance as at March 31, 2023	60,432.64	-	-	60,432.64
Profit/ (Loss) for the year	70,715.37	-	-	70,715.37
Less:				
Distribution to unit holders [^]				
Interest	37,001.63	-	-	37,001.63
Other Income	578.95	-	-	578.95
Balance as at Dec 31, 2023	93,567.43	-	-	93,567.43

[^]The distribution relates to the distributions during the financial year along with the distribution related to the last quarter of FY 2022-23 and does not include the distribution relating to the period October 01, 2023 to December 31, 2023 which will be paid after December 31, 2023. The distributions by the Trust to its unit holders are based on the Net Distributable Cash Flows of the Trust under the SEBI InvIT Regulations.

* Refer Note 11

** Refer Note 12

For A.R. & Co.
Chartered Accountants
Firm Registration No. 002744C



CA Mohd. Azam Ansari
Partner
M.No. 3/1623
Date: 04.03.2024
Place: New Delhi



For and on behalf of Board of Directors of the National Highways
Infra Investment Managers Private Limited (Acting as Investment
Manager of National Highways Infra Trust)

Suresh Krishan Goyal
Director
DIN: 02721580

Mathew George
Chief Financial Officer

Mahavir Parsad Sharma
Director
DIN: 03158413

Gurpreet Singh
Compliance Officer

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014

Disclosures pursuant to SEBI circulars (SEBI Master Circular No. CIRSEBI/HO/DDHS_Div3/P/CIR/2021/1673 dated 29th November, 2021 issued under the InvIT regulations)

Statement of Net Distributable Cash Flows (NDFC)

(All amounts in ₹ lakh unless otherwise stated)

S. No.	Particulars	Nine Months ended 31 December 2023
1	Profit after tax as per Statement of profit and loss/income and expenditure (Standalone) (A)	70,715.37
2	Add: Income recognised in previous year and received in this year	46,688.43
3	Less :- Interest expenses recognised in previous year and paid in this period	(5,129.59)
4	Add: Depreciation and amortization as per statement of profit and loss account. In case of Impairment reversal, same needs to be deducted from profit and loss.	-
5	Add/Less: Loss/gain on sale of infrastructure assets	-
6	Add: Proceeds from sale of infrastructure assets adjusted for the following: related debts settled or due to be settled from sale proceeds; directly attributable transaction costs; proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT regulations	-
7	Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit/(loss) recognised in profit and loss account	-
8	Add/ Less: Any other item of non- cash expense/ non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager. For example, any decrease/ increase in carrying amount of an asset or a liability recognised in profit and loss /income and expenditure on measurement of the asset or the liability at fair value; Interest cost as per effective interest rate method, deferred tax lease rents recognised on a straight line basis, etc.	(71,361.51)
9	Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (excluding refinancing) / net cash set aside to comply with DSRA requirement under loan agreements.	(2,643.74)
10	Total Adjustment (B)	(32,446.41)
11	Net Surplus (C) = (A+B)	38,268.96
12	Less: NDCF already distributed to Unitholders	25,932.66
13	Balance Net Distributable Cash Flows for the nine months ended 31 December 2023	12,336.30



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014

Notes to Interim Standalone Financial Statements for the period ended December 31, 2023
Disclosures pursuant to SEBI circulars (SEBI Master Circular No. CIRSEBI/HO/DDHS_Div3P/CIR/2021/1673 dated 29 November 2021 issued under the InvIT regulations)

Standalone Statement of Net Assets at Fair Value

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023		As at March 31, 2023	
	Book value	Fair value [^]	Book value	Fair value [^]
A. Assets				
B. Liabilities (at book value)	11,37,365.75	12,07,002.23	11,01,723.03	11,57,786.51
C. Net assets (A-B)	3,02,204.75	3,02,204.75	2,99,685.97	2,99,685.97
D. No of units	8,35,161.00	9,04,797	8,02,037.06	8,58,100.54
E. NAV (C/D)	72,64,05,200	72,64,05,200	72,64,05,200.00	72,64,05,200.00
	114.97	124.56	110.41	118.13

[^]Fair values of total assets relating to the Trust as at December 31, 2023 as disclosed above are based on the independent valuer report.

Standalone Statement of Total Return at Fair Value:

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Total comprehensive income for the year (As per the Standalone Statement of Profit and Loss)	70,715.37	77,236.17
Add: Other changes in fair value for the year *	69,636.48	56,063.48
Total return	1,40,351.85	1,33,299.65

* In the above statement, other changes in fair value for the period ended 31st December, 2023 and 31st March 2023 have been computed based on best estimates of the management.

The accompanying notes form an integral part of the Standalone Financial Statements.

This is the Standalone Statement of Net Assets at Fair Value and Standalone Statement of Total Return at Fair Value referred to in our report of even date.



NATIONAL HIGHWAYS INFRA TRUST

SEBI Registration Number :- IN/InvIT/20-21/0014

Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

1 TRUST INFORMATION AND NATURE OF OPERATIONS

National Highways Infra Trust ("Trust" or "InvIT") is an irrevocable trust registered under the provisions of the Indian Trusts Act, 1882 on 19th October 2020. It is registered under the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 on 28th October 2020 having registration number IN/InvIT/20-21/0014.

The Trust was setup by National Highways Authority of India ("NHAI" or the "Sponsor"). The Trustee to the Trust is IDBI Trusteeship Services Limited (the "Trustee") and Investment Manager for the Trust is National Highways Infra Investment Managers Private Limited ("Investment Manager").

The Trust has been formed to invest in infrastructure assets primarily being in the road sector in India. The Trust's road projects are implemented and held through special purpose vehicles ("Project SPVs"/ "Subsidiaries"). The units of the Trust were listed in Bombay Stock Exchange and National Stock Exchange on 10th November 2021.

During the FY 2021-2022, the Trust acquired 100% equity control in National Highway Infra Projects Private Limited (the "Project SPV") from the Sponsor with effect from 3rd November 2021. During the FY 2020-2021, the project SPV entered into five Concession Agreements for 30 years with the Sponsor (National Highways Authority of India - NHAI) on Toll, Operate and Transfer ("TOT") basis and in FY 2022-2023, further signed 3 new Concession Agreements for 20 years with National Highways Authority of India for Toll, Operate and Transfer ("TOT") basis. Further, during the period ended Dec 31, 2023, the Trust has invested the amount of Rs. 10 Lakh in the equity share capital of the NHIT Eastern Projects Private Limited (the "Project SPV-II") on 16th June 2023.

The registered office of the Investment Manager is G-5 & 6, Sector-10, Dwarka, New Delhi - 110075.

2 Basis of Preparation

The financials comprises of the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement, Statement of Changes in Equity and explanatory notes thereon of National Highways Infra Trust, for the nine months ended 31 December 2023 ("Interim Financial Information"). The Interim financial Information has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34- Interim Financial Reporting (Ind AS 34), as prescribed in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended, the additional disclosures as required in Chapter 4 of SEBI Master Circular No. SEBI/HO/DDHS-PoD 2/P/CIR/2023/115 dated 06 July 2023 as amended including any guidelines and circulars issued thereunder ("SEBI Circulars/InvIT Regulations")

The financial statements were authorised for issue in accordance with resolution passed by the board of directors of the Investment Manager on 04.03.2024.

The audit of these Interim Financials for the Nine months ended December 31, 2023 of NHIT has been carried out by the Statutory Auditors of NHIT.

New amendments adopted during the period

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS:

Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors

Ind AS 1, Presentation of Financial Statements

Ind AS 12, Income Taxes

The amendments are applicable for annual periods beginning on or after the April 1, 2023, however, these do not have material impact on the financial statements of the Company

3 Material accounting policies and key sources of estimation uncertainties and critical judgements

A Material accounting policies

The accounting policies adopted in preparation of these financial statements are consistent with those followed in preparation of the Trust's latest Annual Financial Statements.

B Key sources of estimation uncertainties and critical judgements

The preparation of the financial statements requires use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Trust's accounting policies. The areas where judgements and estimates are significant to the financial statements or areas involving a higher degree of judgement or complexity are the same as those applied to the Trust's Annual Standalone Financial Statements.



NATIONAL HIGHWAYS INFRA TRUST

SEBI Registration Number :- IN/InvIT/20-21/0014

Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

4 Investments: Non Current

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Investment in Equity Instruments, at cost (unquoted)		
Subsidiary company		
Investment in Equity Shares of Project SPV (NHIPPL) (1,29,41,00,000 nos of fully paid up equity shares of Face Value Rs. 10 each)	1,39,553.52	1,39,553.52
Investment in Equity Shares of Project SPV (NEPPL) (100,000 nos of fully paid up equity shares of Face Value Rs. 10 each)	10.00	-
Total	1,39,563.52	1,39,553.52

Note :

a) Details of shares pledged with lenders who have extended the loan facility to the Trust are as follows:

Name of the Company :	As at December 31, 2023	As at March 31, 2023
National Highways Infra Projects Private Limited	1,29,41,00,000	1,29,41,00,000

5 Loans: Non Current

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Unsecured		
Loan to related party - Project SPV (NHIPPL) (Maximum amount outstanding during the year: Rs. 8,98,506.66 lakh; PY: Rs. 8,90,606.66 lakh)	8,98,506.66	8,90,606.66
	8,98,506.66	8,90,606.66
Total	8,98,506.66	8,90,606.66

*Based on the assessment of funds availability at SPV level it is estimated that principal repayments are not expected during the next financial year and therefore entire portion loans has been classified as non current financial asset.

Loans are non-derivative financial assets which are repayable by subsidiaries as per the repayment schedule mentioned in the facility agreement. Further, the subsidiaries are entitled to prepay all or any portion of the outstanding principal with a prior notice. The loans to subsidiaries carry interest @ 12.70% p.a.

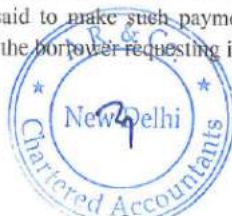
Note: Details of Loans / Advances in the nature of loan granted to Promoters, Directors, Key Managerial Personnels (KMPs) and related parties

(All amounts are in ₹ lakh unless otherwise stated)

Type of Borrowers	As at December 31, 2023	As at March 31, 2023
(i) Promoters	-	-
(ii) Directors	-	-
(iii) KMPs	-	-
(iv) Related parties	8,98,506.66	8,90,606.66

Details of loans and advances in the nature of loans to subsidiaries/associates (including interest receivable):

The Trust has granted long term loan amounting to 40 crores for Round 1 (R1) assets and Rs. 39 crores for Round 2 (R2) assets (PY: INR 2,849.66 Crore for R2) at the rate of 12.70% p.a. to subsidiary company (NHIPPL) via Facility Agreement dated 29.09.2021 & 10.10.2022 respectively for financial assistance to be utilized for the purposes and terms and conditions as mentioned in the Concession Agreement between NHAI and NHIPPL. The repayment schedule for the R1 loan involves 102 quarterly installments due by 31st March 2047 or earlier, while the R2 loan is to be repaid annually from March 2037 until March 2043 or earlier. In accordance with premature repayment only if (A) on the relevant principal repayment dates(s), sufficient amount are available with the borrower (Which are available and permitted to be utilised towards repayment of such principal amounts, without such utilising being in or resulting in breach of financial documents) to make such payments in full or part or (B) the senior lender has sent a letter to the borrower requesting it to make payments on the relevant repayment date. However no principal amount under InvIT senior facility will be due and payable by the borrower unless the borrower has the project cash flows as aforesaid to make such payment in full or part in accordance with the repayment schedule or the senior lender has sent a letter to the borrower requesting it to make the payment on the relevant repayment date.



6 Other Financial Assets: Non Current

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Fixed Deposits with banks*	9,732.66	9,469.99
Deposit - Debenture recovery expense fund for NCD's	15.00	15.00
Interest receivable on Debenture recovery expense fund	1.10	0.42
Interest receivable on fixed deposits	306.55	185.43
Total	10,055.31	9,670.84

* The Fixed Deposits are kept in Debt Servicing Reserve Account (DSRA) as per borrowing agreements with lenders and as per terms of the debenture trust deed, to be utilized at the end of tenure of long term borrowings from Senior Lenders and to maintain DSRA balance for Debenture holders, hence classified as Other Financial Assets- Non Current irrespective of date of maturity.

7 Other Non-Current Assets

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Processing fees paid for undrawn loan	23.29	-
Total	23.29	-

8 Cash and Cash Equivalents

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Cash & Cash Equivalents		
Balances with Banks*		
In Current Accounts	0.10	0.01
In Escrow Account	131.68	338.04
Fixed Deposits (having original maturity of less than 3 months)	-	10,000.00
Mutual Funds	13,798.43	3,742.33
	13,930.21	14,080.38

* These balances with banks are hypothecated against secured borrowings

9 Other Financial Assets: Current

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Interest receivable on long term loans	73,540.08	46,688.43
Interest receivable on Fixed Deposits	-	3.73
Others receivables*	2.92	-
Total	73,543.00	46,692.16

* These receivables to be recovered from new SPV (NHIT Eastern Projects Private Limited) for expenses incurred on its behalf.

10 Other Current Assets

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Prepaid Expenses*	597.62	373.10
GST Input credit carryforward	957.27	642.12
Processing fees paid for undrawn loan	188.87	103.49
Advance to Vendor	-	0.76
Total	1,743.76	1,119.47

* Prepaid includes Round 3 expenses of Rs 582.09 lakh during the current period and Rs. 290.72 Lakh in previous year.



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014

Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

11 Unit Capital

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023		As at March 31, 2023	
	No of Units	Amount	No of Units	Amount
Unit Capital*				
Opening balance	72,64,05,200	7,41,604.32	59,52,00,000.00	5,99,442.82
Add: Units issued during the year		-	13,12,05,200	1,43,013.67
Less: Issue expenses (refer note below)	-	(10.85)	-	(852.17)
Balance	72,64,05,200	7,41,593.47	72,64,05,200	7,41,604.32

* 13,12,05,200 unit issued at Rs 109 per unit in previous financial year.

In previous year the Trust offered an issue of 13,12,05,200 units of National Highways Infra Trust ("NHIT"), for cash at a price of 109.00 per unit (the "issue price"), aggregating to Rs 1,43,013.67 lacs through Institutional and preferential placement in accordance with the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 including the rules, circulars and guidelines issued thereunder.

Issue expenses of Rs. 10.85 (March 31, 2023: Rs 852.17) lakhs incurred in connection with issue of units have been reduced from the Unitholders capital in accordance with Ind AS 32 Financial Instruments: Presentation

Rights/ preferences and restrictions attached to Unit Capital

Subject to the provisions of the InvIT Regulations, the indenture of funds, and applicable rules, regulations and guidelines, the rights of the unit holders include:

- a) The beneficial interest of each unitholder shall be equal and limited to the proportion of the number of the units held by that unitholder to the total number of units.
- b) Right to receive income or distributions with respect to the units held.
- c) Right to attend the annual general meeting and other meetings of unit holders of the Trust.
- d) Right to vote upon any matters/resolutions proposed in relation to the Trust.
- e) Right to receive periodic information having a bearing on the operation or performance of the Trust in accordance with the InvIT Regulations.
- f) Right to apply to the Trust to take up certain issues at meetings for unit holders approval.
- g) Right to receive additional information, if any, in accordance with InvIT documents filed with Placement Memorandum.
- h) The non-sponsor unit holders ("Eligible Persons") of the Trust are entitled to representation on the Board of Directors of the Investment Manager through appointment of up to two (2) directors ("Non-Sponsor Directors"), provided that no Eligible Person shall have the right to nominate more than one Director at a time for appointment on the Board of Directors.

In accordance with the InvIT Regulations, no unit holders shall enjoy superior voting or any other rights over any other unit holders, and there shall not be multiple classes of units. There shall be only one denomination of units. Notwithstanding the above, subordinate units may be issued only to the Sponsor and its Associates, where such subordinate units shall carry only inferior voting or any other rights compare to the other units.

Under the provisions of the InvIT Regulations, not less than ninety percent of the net distributable cash flows of the Trust is required to be distributed to the unitholders, and in accordance with such statutory obligation the Trust has formulated a distribution policy to declare and distribute the distributable cash flows to its unitholders atleast once every financial year as approved by the Board of Directors of the Investment Manager. The distributions made by Trust to its unitholders are based on the Net Distributable Cash Flows (NDCF) of the Trust under the InvIT Regulations and represent repayment of proportionate capital and share of profit. The distribution in proportion to the number of units held by the unitholders. The Trust declares and pays in distributions in indian rupees.

Limitation to the Liability of the unit holders

The liability of each unit holders towards the payment of any amount (that may arise in relation to the Trust including any taxes, duties, fines, levies, liabilities, costs or expenses) shall be limited only to the extent of the capital contribution of such unit holders and after such capital contribution shall have been paid in full by the unit holders, the unit holders shall not be obligated to make any further payments.

The unit holders shall not have any personal liability or obligation with respect to the Trust.

Classification of Unit Holders' Funds

Under the provisions of the InvIT Regulations, NHIT is required to distribute to Unitholders not less than ninety percent of the net distributable cash flows of NHIT for each financial year. Accordingly, a portion of the unitholders' funds contains a contractual obligation of the Trust to pay to its Unitholders cash distributions. The Unitholders' funds could therefore have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars (No. CIR/IMD/DF/114/2016 dated 20-Oct-2016 and No. CIR/IMD/DF/127/2016 dated 29-Nov-2016) issued under the InvIT Regulations, the unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Annexure A to the SEBI Circular dated 20-Oct-2016 dealing with the minimum disclosures for key financial statements. In line with the above, the distribution payable to unit holders is recognised as liability when the same is approved by the Investment Manager.



Details Of Unitholders Holding More Than 5% Units In The Trust

Name Of Unitholders	As at December 31, 2023		As at March 31, 2023	
	No of Units	%	No of Units	%
Ontario Limited	18,16,01,300	25.00%	18,16,01,300	25.00%
CPP Investment Board Private Holdings Inc.	18,16,01,300	25.00%	18,16,01,300	25.00%
SBI Balanced Advantage Trust	6,31,60,260	8.69%	6,31,60,260	8.69%
National Highways Authority of India (NHAI)	11,52,02,600	15.86%	11,52,02,600	15.86%

As per records of the Trust, including its register of unitholders and other declaration received from unitholders regarding beneficial interest, the above unitholding represent both legal and beneficial ownership of units.

The Trust has not allotted any fully paid-up units by way of bonus units nor has it bought back any class of units from the date of incorporation till the balance sheet date. Further the Trust has not issued any units for consideration other than cash during the year.

Reconciliation of Number of Units Outstanding is set out below*:

Particulars	As at December 31, 2023		As at March 31, 2023	
	No of Units	Amount (amounts in ₹ lakh) *	No of Units	Amount (amounts in ₹ lakh)*
Number of Units at the beginning of the year/Period	72,64,05,200	7,44,165.67	59,52,00,000	6,01,152.00
Units issued during the year	-	-	13,12,05,200	1,43,013.67
Number of Units at the end of the year/Period	72,64,05,200	7,44,165.67	72,64,05,200	7,44,165.67

* Amount related to issue expenses are not deducted in the reconciliation of number of unit capital outstanding.



NATIONAL HIGHWAYS INFRA TRUST

SEBI Registration Number :- IN/InvIT/20-21/0014

Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

12. Other Equity

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Balance at the beginning of the year	60,432.64	18,124.33
Total comprehensive income for the year	70,715.37	77,236.17
Less:		
Distribution to unit holders [^]		-
Interest	37,001.63	34,183.66
Other Income	578.95	744.20
Balance as at Dec 31, 2023	93,567.43	60,432.64

[^]The distribution relates to the distributions during the financial year along with the distribution related to the last quarter of FY 2022-23 and does not include the distribution relating to the period October 01, 2023 to December 31, 2023 which will be paid after December 31, 2023. The distributions by the Trust to its unit holders are based on the Net Distributable Cash Flows of the Trust under the SEBI InvIT Regulations.



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :- IN/InvIT/20-21/0014

Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

13 Borrowings: Non Current

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023		As at March 31, 2023	
Secured				
Non-Convertible Debentures		1,50,000.00		1,50,000.00
Less: Unamortised Borrowing Cost*		1,373.95		1,411.80
Total		1,48,626.05		1,48,588.20

Note:- Other terms and conditions of NCD

i) Interest rate

7.90% p.a payable semi annually.

ii) Terms of repayment

Redemption of respective STRPP shall be made in equal instalments

i) STRPP A - starting from eighth anniversary of deemed date of allotment till thirteenth anniversary.

ii) STRPP-B- starting from thirteenth anniversary of deemed date of allotment till eighteenth anniversary.

iii) STRPP-C- starting from eighteenth anniversary of deemed date of allotment till twentyfifth anniversary.

Term Loan			
From Banks		1,51,506.36	1,45,987.43
From other parties		-	-
		1,51,506.36	1,45,987.43
Less: Current Maturities of Long Term Borrowings (Refer Note 15)		4,192.50	2,000.00
Less: Unamortised Borrowing Cost*		291.89	417.30
Total		1,47,021.97	1,43,570.13
Grand Total		2,95,648.02	2,92,158.33

Note:- Other terms and conditions of Term Loans

i) Interest rate

Marginal Cost of fund based lending rate (MCLR) plus spread applicable on each reset date.

ii) Terms of repayment

Repayable in unstructured quarterly instalments with last repayment date upto March 31, 2041.

Security for Term Loans :

The loan is secured by,

- first pari passu charge on all immovable assets (if any), movable assets and receivables of the Trust including but not limited to,
 - (i) the interest and principal repayments on the loans advanced by the Trust to Project SPV
 - (ii) dividends to be paid by Project SPV to the Trust
- first pari passu Security Interest on Trust Escrow account and all sub-accounts thereunder, including DSRA.
- pledge of 100% equity shares of Project SPV (NHIPPL) in dematerialized form held by the Trust
- assignment of loans advanced by the Trust to Project SPV (NHIPPL) and securities created by the Trust including the assignment of rights of submission, termination and invocation of provision of Escrow agreement in case of default.
- negative lien on immovable assets (including current assets and cash flows) of the Project SPV (NHIPPL) subject to sale of obsolete items or cars/ ambulances, old toll equipment etc., under normal business practice, subject to maximum cumulative value of INR 5 Crore in any financial year.

The senior lenders of the Trust have also been provided with a corporate guarantee from Project SPV (NHIPPL) to guarantee upto the secured obligations of the Trust. The funds have been raised at Trust level from unitholders and domestic lenders, and the same have been lent to Project SPV (NHIPPL) for payment of concession fee by NHIPPL to NHAI. The cashflows viz., toll collections are lying in NHIPPL. Accordingly, corporate guarantee amounting upto the secured obligations of the Trust via Corporate Guarantee Deed dated 14.03.2022 and 08.01.2024, valid across the tenure of the loan of the Trust i.e. up to 31.03.2041 and 31.03.2042 respectively, has been provided by the Project SPV (NHIPPL) to the senior lenders of the Trust.



Nature of Security for Non Convertible debentures:

The debenture holders are secured by :

- a first ranking pari passu Security Interest over the Trust's immovable assets (if any), both present and future. The Trust does not own any immovable property at the present time. In the event, the Trust acquires any immovable property in future, the Trust shall mortgage said property within 180 (one hundred eighty) days from the date of acquisition of such immovable assets. The Debenture Trustee shall be authorised to do all acts, deeds, and enter into necessary documents, agreement, amendments and/or modifications, as may be required to give effect the same, including carrying out the due diligence as may be required by Debenture Trustee;
- b) a first ranking pari passu Security Interest over the Hypothecated Assets (including Receivables), both present and future; and
- c) Negative Lien Undertaking
- d) corporate guarantee executed by the Project SPV (NHIPPL) in favour of the Debenture Trustee for guaranteeing the due repayment of the secured obligations in accordance with the terms of the Debenture Trust Deed.

The non convertible debenture holders of the Trust acting through debenture trustee have also been provided with a corporate guarantee from Project SPV (NHIPPL) to guarantee the repayment of amount raised from non convertible debenture holders by the Trust. The funds have been raised at Trust level from debentureholders, have been lent to Project SPV (NHIPPL) for payment of concession fee by NHIPPL to NHAI. Accordingly, corporate guarantee amounting upto the secured obligations via Corporate Guarantee Deed dated 21.10.2022 is valid till all outstanding principal and accrued interest payable by the Trust are satisfied to the non convertible debenture holders of the Trust.

There have been no breaches in financial covenants with respect to the borrowings from either senior lenders or debenture holders.

14 Deferred Tax Liabilities

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Deferred Tax Liabilities arising on		
Net Gain on fair valuation of investments designated at FVTPL	-	-
Deferred Tax Liabilities/(Assets)	-	-

Reconciliation of deferred tax Assets/ (Liabilities)

Particulars	As at December 31, 2023	As at March 31, 2023
Opening Balance - Deferred Tax Liabilities	-	3.16
Deferred tax (income)/ expense during the year recognised in statement of profit & loss	-	(3.16)
Deferred tax (income)/ expense during the year recognised in Other Comprehensive Income	-	-
Closing Balance - Deferred Tax Liabilities	-	-

15 Borrowings: Current

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Secured		
Current Maturities of Long Term borrowings (Refer Note 13)	4,192.50	2,000.00
Total	4,192.50	2,000.00

16 Trade Payables: Current

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Total outstanding, dues of micro and small enterprises	1.18	3.88
Total outstanding, dues of trade payables other than micro and small enterprises (Outstanding for less than 12 months from the due date of payment)	109.03	342.69
Total	110.21	346.57



Note:-

Details of dues to micro and small enterprises as per MSMED Act, 2006.

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

	As at December 31, 2023	As at March 31, 2023
a) The principal amount remaining unpaid to any supplier at the end of the year**	1.18	3.88
b) Interest accrued and due thereon to suppliers under MSMED Act on the above amount remaining unpaid to any supplier at the end of year.	-	-
c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006 Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company.	-	-

Trade Payable ageing schedule as on December 31, 2023

Particulars	Not due	Outstanding for following period from due date of payment				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	-	1.18	-	-	-	1.18
ii) Others	102.33	5.25	1.45	-	-	109.03
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	102.33	6.43	1.45	-	-	110.21

Trade Payable ageing schedule as on March 31, 2023

Particulars	Not due	Outstanding for following period from due date of payment				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	-	-	-	-	-	-
ii) Others	143.56	203.01	-	-	-	346.57
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	143.56	203.01	-	-	-	346.57

17 Other financial liabilities

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Others		
Interest accrued but not due on loan and NCD	2,207.67	5,129.59
Total	2,207.67	5,129.59

18 Other current liabilities

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Statutory liabilities (GST and TDS payable)	2.64	42.50
Total	2.64	42.50

19 Current tax liabilities

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Provision for Income Tax	43.71	8.98
Total	43.71	8.98



Reconciliation of Current Tax Liabilities

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Opening Balance	8.98	161.77
Add: Income Tax Payable for the year	408.31	473.89
Less: Income taxes paid during the year (including earlier year taxes)	373.58	626.68
Closing Balance	43.71	8.98



NATIONAL HIGHWAYS INFRA TRUST

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Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

20 Revenue from operations

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Operating revenue			
Interest on Long Term Loan given	90,207.59	66,011.54	94,698.30
Total	90,207.59	66,011.54	94,698.30

21 Interest income

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
On fixed deposits with banks	612.88	130.75	352.28
Total	612.88	130.75	352.28

22 Profit on sale of investments

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Profit on redemption of Mutual Funds	338.87	406.97	422.20
Total	338.87	406.97	422.20

23 Other Income

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Other non operating income			
Other Income	3.50	48.73	316.59
Total	3.50	48.73	316.59

24 Audit fees

Statutory audit expenses

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Statutory auditors' remuneration:			
Audit fees	1.32	1.31	1.70
Limited Review	2.40	1.20	1.20
Total	3.72	2.51	2.90
Other audit services (including certification)			
Certification Charges	1.04	-	0.88
Total	1.04	-	0.88

Further an amount of Rs.Nil (March 31, 2023: Rs 6 lakh) paid to auditor as certification charges has been booked as part of one time expenses in the Unit Capital. (Refer note no 9)

25 Finance cost

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Interest on Term Loan Borrowings	9,412.24	8,249.45	11,244.91
Interest on Debentures	8,928.10	2,216.32	5,129.59
Other Financial Charges	172.91	211.97	215.67
Total	18,513.25	10,677.74	16,590.17



26 Other expenses

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Legal and Professional fees	86.90	46.12	170.06
Fee, Subscription & Taxes	-	-	0.24
Bank charges	-	0.04	0.08
Miscellaneous expenses	17.22	6.50	19.78
Total	104.12	52.66	190.16

27 Tax Expense

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Current Tax	408.31	248.13	473.89
Provision for Taxation—Earlier years	(2.52)	0.01	0.01
	405.79	248.14	473.90
Deferred tax expense/(credit)	-	2.54	(3.16)
	405.79	250.68	470.74

28 Earnings per unit

Particulars	For the period ended December 31, 2023	For the period ended December 31, 2022	For the year ended March 31, 2023
Basic and diluted EPU			
Net Profit/ loss available for unitholders (in ₹ lakh)	70,715.37	54,651.76	77,236.17
Weighted average number of units for EPU computation	72,64,05,200	63,38,45,895	65,66,68,738
EPU- Basic and diluted	9.73	8.62	11.76

Basic EPU amounts are calculated by dividing the profit for the period/ year attributable to Unit holders by the weighted average number of units outstanding during the period/ year. Diluted EPU amounts are calculated by dividing the profit/(loss) attributable to unit holders by the weighted average number of units outstanding during the period/ year plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

29 Capital and Other Commitments

(to the extent not provided for & certified by the management)

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Commitments:		
Commitment for loan to Subsidiary Company (Project SPV-NHIPPL)	1,29,800.00	1,37,700.00
	1,29,800.00	1,37,700.00



NATIONAL HIGHWAYS INFRA TRUST

SEBI Registration Number :- IN/InvIT/20-21/0014

Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

30 Statement of Related Parties

A. List of Related Parties as per requirement of IND AS 24 – “Related Party Disclosures”

Enterprises where Control / significant influence exists	National Highways Infra Projects Private Limited (Subsidiary Company) (NHIPPL)
	NHIT Eastern Projects Private Limited (Subsidiary Company) (NEPPL)

B. List of additional related parties as per Regulation 2(1)(zv) of the SEBI InvIT Regulations

Parties to the Trust

National Highways Infra Investment Managers Private Limited (NHIIMPL) - Investment Manager (IM) of the Trust
IDBI Trusteeship Services Limited (ITSL) - Trustee of the Trust
National Highways Authority of India (NHAI) - Sponsor
National Highways InvIT Project Managers Private Limited (NHIPMPL)- Project Manager

Promoters of the Parties to the Trust specified above

Government of India (acting through Ministry of Road, Transport & Highways (MORTH)) - Promoter of NHIIMPL
IDBI Bank Limited (IDBI Bank) - Promoter of ITSL
Government of India (acting through Ministry of Road, Transport & Highways (MORTH)) - Promoter of NHAI
National Highways Authority of India (NHAI)- Promoter of NHIPMPL

Directors of the parties to the Trust specified above

Directors of NHIIMPL

Mr. Suresh Krishan Goyal
Mr. Shailendra Narain Roy
Mr. Mahavir Prasad Sharma
Mr. Pradeep Singh Kharola
Mr. N.R.V.V.M.K. Rajendra Kumar
Mr. Sumit Bose
Mr. Pushkar Vijay Kulkarni (w.e.f. 08.11.2023)
Mr. Debapratim Hajara (w.e.f. 08.11.2023)
Mr. Bruce Cane (Ceased to be director w.e.f. 07.11.2023)
Ms. Kavita Saha (Ceased to be director w.e.f. 08.11.2023)
Mr. Amit Kumar Ghosh (Ceased to be director w.e.f. 15.11.2023)

Directors of ITSL

Mr. Pradeep Kumar Jain
Ms. Jayashree Vijay Ranade
Mr. Pradeep Kumar Malhotra
Ms. Baljinder Kaur Mandal
Ms. Jayakumar Subramoniapillai

Directors of NHIPMPL

Mr. Akhil Khare
Mr. Ashish Kumar Singh



C. Transactions with Related Parties

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Nine months ended 31 December 2023	Year ended 31 March 2023
<u>National Highways Infra Projects Private Limited (NHIPPL)</u>		
Advancement of Long Term Loan to NHIPPL	7,900.00	2,84,966.66
Interest on Long-Term Loan given to NHIPPL	90,207.59	94,698.30
Reimbursement of Expenses paid by NHIT on behalf of NHIPPL	0.04	432.66
<u>National Highways Infra Investment Managers Private Limited (NHIIMPL)</u>		
Investment Manager Fee	1,356.16	1,491.17
Advance Investment Manager Fees	-	86.06
Reimbursement of Expenses to NHIIMPL	15.35	39.79
<u>National Highways Authority of India (NHAI)</u>		
Issue of units of Trust to NHAI	-	21,366.83
Interest and other Income distribution	5,960.01	5,589.34
<u>IDBI Trusteeship Services Limited (ITSL)</u>		
Trustee Fees	7.23	12.73
Other fees related to Round 1&2 Assets	1.50	3.54
<u>NHIT Eastern Projects Private Limited</u>		
Investment in equity shares of NEPPL	10.00	-
Reimbursement of expenses	2.88	-

D. Closing Balances with Related Parties

(All amounts in ₹ lakh unless otherwise stated)

Particulars	As at 31 December 2023	As at 31 March 2023
<u>National Highways Infra Projects Private Limited (NHIPPL)</u>		
Investment in equity shares of NHIPPL	1,29,410.00	1,29,410.00
Long Term Loan to NHIPPL	8,98,506.66	8,90,606.66
Interest receivable on Long Term Loan given to NHIPPL	73,540.08	46,688.43
Reimbursement of Expense paid by NHIT on behalf of NHIPPL	0.04	-
<u>National Highways Authority of India (NHAI)</u>		
Issue of units of Trust to NHAI	1,17,922.83	1,17,922.83
<u>National Highways Infra Investment Managers Private Limited (NHIIMPL)</u>		
IM Fees Payable	-	1.89
Reimbursable to NHIIMPL for our Expenses	15.35	-
<u>IDBI Trusteeship Services Limited</u>		
Trustee Fee Payable	7.23	1.73
Other Fees related to Round 2 Assets	0.27	-
<u>NHIT Eastern Projects Private Limited</u>		
Investment in equity shares of NEPPL	10.00	-
Recoverable from NEPPL for their Expenses	2.84	-



NATIONAL HIGHWAYS INFRA TRUST
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Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

31 Financial Instrument by Category

(All amounts in ₹ lakh unless otherwise stated)

Particulars	As at 31st December, 2023			As at 31st March, 2023		
	Amortized Cost	At FTVPL	At FVOCI	Amortized Cost	At FTVPL	At FVOCI
Assets:						
Trade Receivables	-	-	-	-	-	-
Cash and Cash Equivalents	13,930.21	-	-	14,080.38	-	-
Investment in Project SPV	1,39,563.52	-	-	1,39,553.52	-	-
Loans & Advances	8,98,506.66	-	-	8,90,606.66	-	-
Other Financial Assets	83,598.31	-	-	56,363.00	-	-
Total	11,35,598.70	-	-	11,00,603.56	-	-
Liabilities:						
Borrowings	2,99,840.52	-	-	2,94,158.33	-	-
Trade Payables	110.21	-	-	346.57	-	-
Other Financial Liabilities	2,207.67	-	-	5,129.59	-	-
Total	3,02,158.40	-	-	2,99,634.49	-	-

Defaults and breaches

There are no defaults during the year with respect to repayment of principal and payment of interest and no breaches of the terms and conditions of the borrowings.

There are no breaches during the year which permitted lender to demand accelerated payment.

32 Fair Values of Assets and Liabilities

The carrying amount of all financial assets and liabilities appearing in the financial statements is reasonable approximation of fair values. Fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Fair Value Hierarchy

The Trust uses the following hierarchy for fair value measurement of the Trust's financial assets and liabilities:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Carrying Value		Fair Value	
	As at 31st December, 2023	As at 31st March, 2023	As at 31st December, 2023	As at 31st March, 2023
Financial Assets at Amortized Cost:				
Trade Receivables	-	-	-	-
Cash and Cash Equivalents	13,930.21	14,080.38	13,930.21	14,080.38
Investment in Project SPV	1,39,563.52	1,39,553.52	1,39,563.52	1,39,553.52
Loans & Advances	8,98,506.66	8,90,606.66	8,98,506.66	8,90,606.66
Other Financial Assets	83,598.31	56,363.00	83,598.31	56,363.00
Total	11,35,598.70	11,00,603.56	11,35,598.70	11,00,603.56
Financial Liabilities at Amortized Cost:				
Borrowings*	2,99,840.52	2,94,158.33	2,99,840.52	2,94,158.33
Trade Payables	110.21	346.57	110.21	346.57
Other Financial Liabilities	2,207.67	5,129.59	2,207.67	5,129.59
Total	3,02,158.40	2,99,634.49	3,02,158.40	2,99,634.49



NATIONAL HIGHWAYS INFRA TRUST

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Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

33 Disclosure as per Ind AS 115, "Revenue from contracts with customers"

A Disaggregation of revenue

Revenue recognised mainly comprises of interest income on loan to related parties and dividend income from related parties. Set out below is the disaggregation of the Trust's revenue from contracts with customers:

(All amounts in ₹ lakh unless otherwise stated)

Description	For the period ended December 31, 2023	For the year ended March 31, 2023
Operating revenue		
Interest income on loan to related parties	90,207.59	94,698.30
Total revenue	90,207.59	94,698.30

The table below presents disaggregated revenues from contracts with customers based on nature, amount and timing for the period ended December 31, 2023 and year ended March 31, 2023:

(All amounts in ₹ lakh unless otherwise stated)

S.No.	Types of Products by Nature	Types of Services by timing	For the period ended December 31, 2023	For the year ended March 31, 2023
1	Interest income	Over the period of time	90,207.59	94,698.30

B Assets and liabilities related to contracts with customers

There are no asset or liabilities related to contract with customers.



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Notes to Interim Standalone Financial Statements for the period ended December 31, 2023

34 Statement of Contingent Liabilities/Contingent Assets

There are no contingent liabilities as a 31st December, 2023 (31st March 2023: Rs. Nil)

35 Distribution made

(All amounts in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023	For the year ended March 31, 2023
Interest	25,540.41	29,985.38
Return of capital	-	-
Dividend	-	-
Other income of the Trust	392.26	240.39
Total	25,932.67	30,225.77

36 Disclosure of segment information pursuant to IND AS 108 "Operating Segments"

The activities of the Trust mainly include investing in infrastructure assets primarily in the SPVs operating in the road sector to generate cash flows for distribution to unit holders. Based on the guiding principles given in Ind AS - 108 "Operating Segments", this activity falls within a single operating segment. Further, the entire operations of the Trust are only in India and hence, disclosure of secondary / geographical segment information does not arise. Accordingly, requirement of providing disclosures under Ind AS 108 does not arise.

37 Investment Management Fees

i) The Investment Manager's fee as per agreement dated 21st October 2020 will initially be Rs. 1,100 Lakh (Rupees Eleven Hundred Lakhs) per annum.

ii) The Investment Management Agreement is revised and the fee with effect from 1st April 2023 has been agreed at Rs 1,800 Lakhs (Rupees Eighteen hundred lakhs) for the Financial Year 2023-24.

iii) The management fee set out in paragraph (ii) above shall be subject to escalation on an annual basis at the rate of 10% of the management fee for the previous year.

iv) Any applicable taxes, cess or charges, as the case may be, shall be in addition to the management fee and shall be payable by National Highways Infra Trust (NHIT) to the Investment Manager (NHIIMPL).

Payment of frequency: Payment of management fee shall be made by National Highways Infra Trust (NHIT) to the Investment Manager (NHIIMPL) in advance on a quarterly basis at the beginning of each quarter of a financial year.

38 The Board of Directors of the Investment Manager has declared distribution for Quarter 3 of FY 2023-24 of Rs. 1.697 per unit which comprises of Rs. 1.693 per unit as interest and Rs. 0.004 per unit as other income on surplus funds at the Trust level in their meeting held on 2nd February, 2024. Further The Board of Directors of the Investment Manager had declared distribution for Quarter 2 of FY 2023-24 of Rs. 1.816 per unit which comprises of Rs. 1.774 per unit as interest and Rs. 0.042 per unit as other income on surplus funds at the Trust level in their meeting held on 8th November, 2023 and the Board of Directors of the Investment Manager had declared distribution for Quarter 1 of FY 2023-24 of Rs. 1.754 per unit which comprises of Rs. 1.742 per unit as interest and Rs. 0.012 per unit as other income on surplus funds at the Trust level in their meeting held on 11th August, 2023.

39 During the Nine Months ended 31 December 2023, the Trust has taken a further disbursement of amounting to Rs. 63 Crores from the Axis Bank Limited and Rs. 16 Crores from the Bank of Maharashtra in accordance with Facility agreement. The Trust has given the above said amount to Project SPV as Loan at the rate of 12.70% p.a. for initial Improvement works.



40 Subsequent Material Developments

NHIT made an offer to NHA1 for 7 additional projects ("Leap Road Projects") at a base concession fee of Rs. 15,624.9 Crore. Acceptance of offer of NHIT by NHA1 vide its letter dated 07.02.2024 for the acquisition of "Leap Roads" at an aggregate valuation of INR 15,624.90 Crores ("Leap Offer");

NHIT planning to avail additional credit facilities jointly from Various Banks and Financial Institutions for amounts not exceeding Rs. 9,000 Crores (Rupees Nine Thousand Crores only) to part finance the acquisition of the Concession rights and obligations of the Leap Road, by National Highways Infra trust ("NHIT") through its SPV, NHIT Eastern Projects Private Limited ("NEPPL").

NHIT Planning for raising of fresh funds through issuance of Units under Institutional Placement and/or on Preferential issue basis to part finance acquisition of the Concession rights and obligations of the Leap Roads in the Board Meeting held on 10.02.2024;

Approval for Issuance of units of National Highways Infra Trust through Institutional Placement and/or on Preferential issue basis and Acquisition of Road Assets under Project Leap in 4th EGM of Unit holders of NHIT held on 04.03.2024;

41 Key sources of estimation

The preparation of financial statements in conformity with Ind AS requires the Trust makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates include allowance for doubtful loans /other receivables, fair value measurement etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

42 Disclosure pursuant to Ind AS 23 "Borrowing Costs"

Borrowing cost capitalised during the period ended Dec 31, 2023 Rs. Nil [March 31, 2023 : Rs. Nil]

43 Default and breaches

There are no defaults during the year with respect to repayment of principal and payment of interest and no breaches of the terms and conditions of the borrowings. There are no breaches during the year which permitted lender to demand accelerated payment.

44 Comparatives figures have been reclassified/regrouped wherever necessary to confirm to the current period classification.

For A.R. & Co.
Chartered Accountants
Firm Registration No. 002744C



CA Mohd. Azam Ansari
Partner
M.No. 511623



For and on behalf of Board of Directors of the
National Highways Infra Investment Managers
Private Limited (Acting as Investment Manager of
National Highways Infra Trust)

Suresh Krishan Goyal
Director
DIN: 02721580

Mahavir Parsad Sharma
Director
DIN: 03158413

Date : 04.03.2024
Place : New Delhi

Mathew George
Chief Financial Officer

Gunjan Singh
Compliance Officer

A. R. & Co.
Chartered Accountant



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INDEPENDENT AUDITORS' REPORT

To,
The Unit Holders of National Highways Infra Trust

Opinion

We have audited the condensed consolidated interim financial statements of National Highways Infra Trust ("the 'Trust'"), which comprise the condensed consolidated interim balance sheet as at 31 December 2023, the condensed consolidated interim statement of profit and loss (including other comprehensive income) for year to-date period then ended, and the condensed consolidated interim statement of cash flows for the year-to-date period then ended, the condensed Statement of Net Assets at fair value for the year-to-date period then ended, the condensed Statement of Total Returns at fair value and the condensed Statement of Net Distributable Cash Flows ("NDCFs") for the year-to-date period then ended and notes to the condensed consolidated interim financial statements, including a summary of the significant accounting policies ("the condensed consolidated interim financial statements") and other explanatory information, as required by Indian Accounting Standard 34, "Interim Financial Reporting" ("Ind AS 34") and other accounting principles generally accepted in India.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid condensed consolidated interim financial statements give the information required by the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder (together referred to as the "SEBI InvIT Regulations") in the manner so required and give a true and fair view in conformity with Ind AS 34 and other accounting principles generally accepted in India, to the extent not inconsistent with SEBI InvIT Regulations, of the state of affairs of the Trust, as at 31 December 2023, Profit and other comprehensive income for the year-to-date period then ended, its cash flows for the year-to-date period ended on that date, its statement of changes in Unitholder's equity for the year-to-date period then ended, its net assets at fair value as at 31 December 2023, its total returns at fair value and the net distributable cash flows of the Trust for the year-to-date period then ended..

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") issued by the Institute of Chartered Accountants of India. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Condensed Consolidated Interim Financial Statements section of our report. We are independent of the Trust in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the condensed consolidated interim financial statements under the provisions of the of the SEBI InvIT Regulations, and we have fulfilled our other ethical responsibilities in accordance with

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these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS OF INVESTMENT MANAGER FOR THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

The Board of Directors of National Highways Infra Investment Managers Private Limited (Investment Manager) is are responsible for the preparation of these condensed consolidated interim financial statements that give a true and fair view of the state of affairs, profit and other comprehensive income , cash flows and the movement of the Unitholder's equity for the year-to-date period then ended, the net assets at fair value as at 31 December 2023, the total returns at fair value and the net distributable cash flows of the Trust in accordance with the requirements of the SEBI InvIT Regulations, Indian Accounting Standards as defined in Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, to the extent not inconsistent with SEBI InvIT Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the SEBI InvIT Regulations for safeguarding of the assets of the Trust and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the condensed consolidated interim financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the condensed consolidated interim financial statements, the Board of Directors of Investment Manager are responsible for assessing the Trust's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Trust or to cease operations, or has no realistic alternative but to do so.

The Board of Directors of Investment Manager are also responsible for overseeing the Trust's financial reporting process.

Auditor's Responsibilities for the Audit of the Condensed Consolidated Interim Financial Statements

Our objectives are to obtain reasonable assurance about whether the condensed consolidated interim financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a

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material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these condensed consolidated interim financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the condensed consolidated interim financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Trust's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the condensed consolidated interim financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Trust to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the condensed consolidated interim financial statements, including the disclosures, and whether the condensed consolidated interim financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



Corporate and Correspondence Office

C-1, II Floor, RDC, Raj Nagar Ghaziabad- 201001 Delhi-NCR

A. R. & Co.
Chartered Accountant



A-403, Gayatri Apartments
Plot No-27, Sector-10, Dwarka,
New Delhi-110075
Cell No.9810195084, 9810444051
E-mail: ar_co1981@yahoo.co.in
pawankgoel1@gmail.com

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

Attention is drawn to the fact that the figures for the year-to-date-period ended on 31 December 2022 as reported in these condensed interim consolidated financial statements, were subject to a limited review by us.

Our opinion is not modified in respect of this matter.

For A. R. & Co.
Chartered Accountants
FRN. 002744C



CA Mohd Azam Ansari
Partner

Membership No: 0511623
UDIN: 24511623BKCSOP7866
Place: New Delhi
Date: 04-03-2024

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014
CONSOLIDATED INTERIM BALANCE SHEET AS AT DECEMBER 31, 2023

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Note No.	As at December 31, 2023	As at March 31, 2023
ASSETS			
1) Non - Current Assets			
(a) Property, Plant and Equipment	3	184.45	125.17
(b) Goodwill	4	10,144.46	10,144.46
(c) Intangible assets	5	10,95,766.28	10,01,400.09
(d) Financial Assets			
(i) Other Financial Assets	6	10,058.79	9,672.44
(e) Deferred Tax Assets (net)	7	9,305.55	4,685.32
(f) Other Non Current Assets	8	1,519.81	-
(g) Non -Current Tax Assets (Net)	9	16.81	12.06
Total non-current assets		11,26,996.15	10,26,039.54
2) Current Assets			
(a) Financial Assets			
(i) Trade receivables	10	660.05	350.87
(ii) Cash and Cash Equivalents	11	24,008.63	21,124.08
(iii) Bank Balances Other than Cash & Cash Equivalents	12	512.43	-
(iii) Other financial assets	13	4.74	6.65
(b) Other current assets	14	2,388.08	1,634.06
Total current assets		27,573.93	23,115.66
TOTAL ASSETS		11,54,570.08	10,49,155.20
EQUITY AND LIABILITIES			
EQUITY			
1) Unit Capital	15	7,41,593.47	7,41,604.32
2) Initial settlement amount		0.10	0.10
3) Other Equity	16	(17,205.93)	(2,469.86)
Total Equity		7,24,387.64	7,39,134.56
LIABILITIES			
1) Non-Current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	2,95,648.02	2,92,158.33
(ii) Other Financial liabilities	18	28.98	-
(b) Provisions	19	43,474.19	6,318.81
Total non-current liabilities		3,39,151.19	2,98,477.14
2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	4,192.50	2,000.00
(ii) Trade Payables	21		
(a) Total Outstanding, dues of micro and small enterprises		660.96	137.23
(b) Total outstanding, dues of creditors other than micro and small enterprises		3,475.72	3,871.17
(iii) Other financial liabilities	22	2,737.40	5,284.95
(b) Other current liabilities	23	71.19	240.61
(c) Provisions	24	79,849.77	0.56
(d) Current Tax Liabilities (Net)	25	43.71	8.98
Total current liabilities		91,031.25	11,543.50
TOTAL EQUITY & LIABILITIES		11,54,570.08	10,49,155.20

The accompanying notes form an integral part of these consolidated financial statements.

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This is the Consolidated Balance Sheet referred to in our report of even date.

For A.R. & Co.
Chartered Accountants
Firm Registration no. 002744C

For and on behalf Board of the National Highways Infra
Investment Managers Private Limited (Investment
Manager of National Highways Infra Trust)



A Mohd. Azam Ansari
Partner
M.No.511623

Date : 04-03-2024
Place : New Delhi



Suresh Krishan Goyal
Director
DIN: 02721580

Mathew George
Chief Financial Officer

Mahavir Parsad Sharma
Director
DIN: 03158413

Gurjant Singh
Compliance Officer

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014

CONSOLIDATED INTERIM STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED DECEMBER 31, 2023

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Note No.	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
INCOME				
Revenue from Operations	26	70,334.10	46,937.59	68,717.20
Interest Income	27	667.77	130.96	373.43
Profit on sale of investments	28	797.49	540.15	671.17
Other Income	29	26.35	61.16	326.11
TOTAL INCOME		71,825.71	47,669.86	70,087.91
EXPENSES				
Investment Manger Fee		1,356.16	935.51	1,263.70
Trusteeship Fee		8.73	7.23	9.60
Valuation expenses		5.40	4.00	4.00
Annual listing fees		40.53	15.07	20.00
Rating fees		6.35	0.20	0.20
Insurance expenses		573.32	435.52	628.74
Custodian Fees		2.38	0.63	0.84
Project Management Fees		743.40	743.40	991.20
Operating Expenses	30	10,770.38	5,650.22	9,025.05
Employee Benefits Expenses	31	843.96	139.09	296.22
Finance Cost	32	19,565.51	10,693.87	16,621.32
Depreciation & Amortization Expense	33	17,660.65	11,756.98	17,560.63
Other Expenses	34	1,602.61	626.95	1,917.06
Audit Fees	35			
- Statutory audit fees		13.44	5.81	7.73
- Other audit services (including certification)		1.04	0.09	0.93
TOTAL EXPENSES		53,193.86	31,014.57	48,347.22
Profit / (Loss) before Tax		18,631.85	16,655.29	21,740.69
Tax Expenses	36			
Current Tax		408.31	248.13	473.89
Current tax - earlier years		(2.52)	0.01	0.01
Deferred Tax expense/(credit)		(4,620.23)	(2,956.42)	(4,422.79)
Total Tax		(4,214.44)	(2,708.28)	(3,948.89)
Profit/ (loss) for the period		22,846.29	19,363.57	25,689.57
Other Comprehensive Income				
Items that will not be reclassified to Profit and Loss		(2.24)	-	-
Income tax relating to items that will not be reclassified to profit or loss		0.45	-	-
		(1.79)	-	-
Total Comprehensive Income for the year/ period		22,844.50	19,363.57	25,689.57
Earnings per Unit				
Basic	37	3.14	3.05	3.91
Diluted	37	3.14	3.05	3.91

The accompanying notes form an integral part of these consolidated financial statements.

1 - 56

This is the Statement of Profit and Loss referred to in our report of even date.

For A.R. & Co.

Chartered Accountants

Firm Registration no. 002744C

For and on behalf Board of the National Highways Infra Investment Managers Private Limited (Investment Manager of National Highways Infra Trust)

CA Mohd. Azam Ansari
Partner
M.No.511623



Suresh Krishan Goyal
Director
DIN: 02721580

Mahavir Parsad Sharma
Director
DIN: 03158413

Date : 04-03-2024
Place : New Delhi



Matthew George
Chief Financial Officer

Gurjan Singh
Compliance Officer

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014
CONSOLIDATED INTERIM CASH FLOW STATEMENT FOR THE YEAR ENDED DECEMBER 31, 2023

(All amounts in ₹ lakh unless otherwise stated)

Particulars	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
A. OPERATING ACTIVITIES			
Net Profit/(Loss) Before Tax	18,631.85	16,655.29	21,740.68
Adjustments for :			
Depreciation and Amortization	17,660.65	11,756.98	17,560.63
Profit on redemption of mutual funds	(797.49)	(540.15)	(671.17)
Interest income from FDR	(667.77)	(130.96)	(373.43)
Finance Cost (net)	18,394.93	10,678.13	16,590.17
Provision for major maintenance expenses	6,666.36	3,567.86	5,879.20
Unwinding interest on major maintenance provision	1,042.86	15.74	24.95
Provision for Leave encashment and Gratuity	32.79	-	11.93
Provision for expected credit loss	-	-	59.60
Bad debts written off	-	-	9.90
Operating Profit/(Loss) before Working Capital Changes	60,964.18	42,002.89	60,832.46
Working Capital Adjustments:			
Decrease / (Increase) in Trade & Other Receivables	(309.18)	(117.44)	180.10
Decrease / (Increase) in Other Non Current Financial Assets	(0.68)	35.81	(208.85)
Decrease / (Increase) in Other Non Current/Current Assets	(670.49)	(572.50)	(834.96)
Decrease / (Increase) in Other Current Financial Assets	(4.74)	(547.75)	(293.53)
Increase / (Decrease) in Trade & Other Payables	128.32	1,763.94	3,267.01
Increase / (Decrease) in Other Financial Liabilities	(141.94)	380.59	57.50
Increase / (Decrease) in Provisions	(1.37)	(0.00)	(0.11)
Increase / (Decrease) in Other Current Liabilities	(163.37)	(73.52)	(0.14)
	(1,163.45)	869.13	2,167.02
Income Tax paid	(375.82)	(486.84)	(626.67)
Net Cash Flows from/(used in) Operating Activities	59,424.91	42,385.16	62,372.81
B. INVESTING ACTIVITIES			
Purchase of Property, Plant & Equipment, including CWIP, capital creditors and capital advances	(3,778.38)	(2,85,018.21)	(2,85,101.04)
Long Term Loans given	-	-	-
Investment in FDR	(755.17)	-	(6,299.19)
Interest received on maturity of FDR	530.45	56.15	189.55
Profit on redemption of mutual funds	797.49	540.15	671.17
Net cash flows from (used in) Investing activities	(3,205.61)	(2,84,421.91)	(2,90,539.51)
C. FINANCING ACTIVITIES			
Proceeds from Issue of Unit Capital	-	1,43,013.67	1,43,013.67
Expense incurred towards initial public debt offering	-	-	(1,689.00)
Expense incurred towards institutional unit allotment	(10.85)	(710.23)	(1,099.13)
Proceeds from issue of shares	-	-	-
Distribution to Unit Holders	(37,580.57)	(24,700.80)	(34,927.86)
Proceeds from Long Term Borrowings (net of processing fees)	7,900.00	1,50,000.00	1,50,000.00
Financing charges paid	-	(197.00)	(197.00)
Repayment of Long Term Borrowings	(2,381.07)	(758.63)	(1,010.98)
Finance Costs Paid	(21,262.26)	(9,071.72)	(11,180.86)
Net cash flows from (used in) Financing activities	(53,334.75)	2,57,575.29	2,42,908.84
Net Increase/Decrease in Cash and Cash equivalents (A+B+C)	2,884.55	15,538.54	14,742.14
Cash and cash equivalents at the beginning of the year	21,124.08	6,381.94	6,381.94
Cash and cash equivalents at the end of the year/period	24,008.63	21,920.48	21,124.08



Reconciliation of liabilities arising from Financing Activities pursuant to Ind AS 7- Statement of Cash Flows.
Net Debt Recognition

(All amounts in ₹ lakh unless otherwise stated)

Particulars	For the nine month ended	For the nine month ended	For the year ended
	December 31, 2023	December 31, 2022	March 31, 2023
a) Carrying amount of debt at the beginning of the year/period	2,94,158.33	1,46,537.80	1,46,537.80
b) Additional borrowings during the year/period	7,900.00	1,50,000.00	1,50,000.00
c) Repayments during the year/period	(2,381.07)	(758.63)	(1,010.98)
d) Other adjustments/settlements during the year/period	-	-	-
e) Transaction Cost adjustment	163.26	(1,366.31)	(1,368.49)
f) Unwinding of interest	-	-	-
g) Carrying amount of debt at the end of the year/period	2,99,840.52	2,94,412.86	2,94,158.33

This is the Consolidated Cash Flow Statement referred to in our report of even date.

For A.R. & Co.
Chartered Accountants
Firm Registration no. 002744C

CA Mohd. Azam Ansari
Partner
M.No.511623

Date : 04-03-2024
Place : New Delhi



For and on behalf of the National Highways Infra Investment Managers
Private Limited (Investment Manager of National Highways Infra Trust)

Suresh Krishan Goyal
Director
DIN: 02721580

Mathew George
Chief Financial Officer

Mahavir Parsad Sharma
Director
DIN: 03158413

Gurjant Singh
Compliance Officer



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014

CONSOLIDATED INTERIM STATEMENT OF CHANGES IN UNIT HOLDER'S EQUITY FOR THE YEAR ENDED DECEMBER 31, 2023

A. Initial Settlement Amount

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Amount
Balance as at April 1, 2022	0.10
Changes in unit capital	-
Balance as at Dec 31, 2022	0.10
Changes in unit capital	-
Balance as at March 31 2023	0.10
Changes in unit capital	-
Balance as at Dec 31, 2023	0.10

B. Unit Capital *

Particulars	Number of unit	Amount
Balance as at April 1, 2022	59,52,00,000	5,99,442.82
Changes in unit capital	13,12,05,200	1,43,013.67
One time issue expenses	-	(710.23)
Balance as at December 31, 2022	72,64,05,200	7,41,746.26
Changes in unit capital	-	-
One time issue expenses	-	(141.94)
Balance as at March 31, 2023	72,64,05,200	7,41,604.32
Changes in unit capital	-	-
One time issue expenses	-	(10.85)
Balance as at December 31, 2023	72,64,05,200	7,41,593.47



C. OTHER EQUITY **

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Reserves and Surplus	Items of Other Comprehensive Income		Total	
		Retained Earnings	Items that will not be reclassified to profit or loss		
			Remeasurement of Defined Benefit Obligation/ Plan		
Balance as at April 1, 2022	6,768.43	-	-	6,768.43	
Profit/ (Loss) for the year	19,363.57	-	-	19,363.57	
Less:					
Distribution to unit holders					
Interest	(24,137.46)	-	-	(24,137.46)	
Other Income	(563.33)	-	-	(563.33)	
Balance as at December 31, 2022	1,431.21	-	-	1,431.21	
Profit/ (Loss) for the year	6,326.01	-	-	6,326.01	
Less:					
Distribution to unit holders					
Interest	(10,046.20)	-	-	(10,046.20)	
Other Income	(180.87)	-	-	(180.87)	
Balance as at March 31, 2023	(2,469.86)	-	-	(2,469.86)	
Profit/ (Loss) for the year	22,846.29	(1.79)	-	22,844.50	
Less:					
Distribution to unit holders [^]					
Interest	(37,001.63)	-	-	(37,001.63)	
Other Income	(578.94)	-	-	(578.94)	
Balance as at December 31, 2023	(17,204.14)	(1.79)	-	(17,205.93)	

[^]The distribution relates to the distributions during the financial year along with the distribution related to the last quarter of FY 2022-23 and does not include the distribution relating to the period October 01, 2023 to December 31, 2023 which will be paid after December 31, 2023. The distributions by the Trust to its unit holders are based on the Net Distributable Cash Flows of the Trust under the SEBI InvIT Regulations.

* Refer Note No. 15

** Refer Note No. 16

For A.R. & Co.
Chartered Accountants
Firm Registration no. 002744C

CA Mohd. Azam Ansari
Partner
M.No.511623



Date : 04-03-2024
Place : New Delhi

For and on behalf of the National Highways Infra Investment
Managers Private Limited (Investment Manager of National Highways
Infra Trust)



Suresh Krishan Goyal
Director
DIN: 02721580

Mathew George
Chief Financial Officer

Mahavir Parsad Sharma
Director
DIN: 03158413

Ganjan Singh
Compliance Officer

NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014

Disclosures pursuant to SEBI circulars (SEBI Master Circular No. CIRSEBI/HO/DDHS_Div3/P/CIR/2021/1673 dated 29 November 2021 issued under the InvIT regulations)

Particulars	As at December 31, 2023		As at March 31, 2023	
	Book value	Fair value [^]	Book value	Fair value [^]
A. Assets	11,54,570.08	13,34,977.84	10,49,155.20	11,68,122.00
B. Liabilities (at book value)	4,30,182.44	4,30,182.44	3,10,020.64	3,10,020.64
C. Net assets (A-B)	7,24,387.64	9,04,795.40	7,39,134.56	8,58,101.36
D. No of units	72,64,05,200.00	72,64,05,200.00	72,64,05,200.00	72,64,05,200.00
E. NAV (C/D)	99.72	124.56	101.75	118.13

[^]Fair values of total assets relating to the Trust as at December 31, 2023 & March 31, 2023 as disclosed above are based on the independent valuer report.

Particulars	As at December 31, 2023		As at March 31, 2023	
	Total comprehensive income for the year (As per the Consolidated Statement of Profit and Loss)		22,844.50	
Add: Other changes in fair value for the year/period *		1,80,407.76		1,18,966.80
Total return		2,03,252.26		1,44,656.38

* In the above statement, other changes in fair value for the period ended December 31, 2023 & March 31, 2023 have been computed based on best estimates of the management.

The accompanying notes form an integral part of the Consolidated Financial Statements.



The Consolidated Statement of Net Assets at Fair Value and Consolidated Statement of Total Return at Fair Value referred to in our report of even date.



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014

Disclosures pursuant to SEBI circulars (SEBI Master Circular No. CIRSEBI/HO/DDHS_Div3/P/CIR/2021/1673 dated 29th November, 2021 issued under the InvIT regulations)

a. Statement of Net Distributable Cash Flows (NDCF) at Trust Level (NHIT)

S. No.	Particulars	(All amounts in ₹ lakh unless otherwise stated) For the nine month ended December 31, 2023
1	Profit after tax as per Statement of profit and loss/income and expenditure (Standalone) (A)	70,715.37
2	Add:- Income recognised in previous year and received in this year	46,688.43
3	Less:- Interest expenses recognised in previous year and paid in this period	(5,129.59)
4	Add: Depreciation and amortization as per statement of profit and loss account. Incase of Impairment reversal, same needs to be deducted from profit and loss.	-
5	Add/Less: Loss/gain on sale of infrastructure assets	-
6	Add: Proceeds from sale of infrastructure assets adjusted for the following: related debts settled or due to be settled from sale proceeds; directly attributable transaction costs; proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT regulations	-
7	Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit/ (loss) recognised in profit and loss account.	-
8	Add/ Less: Any other item of non- cash expense/ non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager. For example, any decrease/ increase in carrying amount of an asset or a liability recognised in profit and loss /income and expenditure on measurement of the asset or the liability at fair value; Interest cost as per effective interest rate method, deferred tax lease rents recognised on a straight line basis, etc.	(71,361.51)
9	Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (excluding refinancing) / net cash set aside to comply with DSRA requirement under loan agreements.	(2,643.74)
10	Total Adjustment (B)	(32,446.41)
11	Net Surplus (C) = (A+B)	38,268.96
12	Less: NDCF already distributed to Unitholders in Q1 & Q2 of FY 23-24	25,932.66
13	Balance Net Distributable Cash Flows for the nine months ended 31 December 2023	12,336.30



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014

Disclosures pursuant to SEBI circulars (SEBI Master Circular No. CIRSEBI/HO/DDHS_Div3/P/CIR/2021/1673 dated 29th November, 2021 issued under the InvIT regulations)

b. Statement of Net Distributable Cash Flows (NDCF) at SPV Level (NHIPPL)

(All amounts in ₹ lakh unless otherwise stated)

S. No.	Particulars	Nine Months ended 31 December, 2023
1	Loss after tax as per Statement of profit and loss/income and expenditure (Standalone) (A)	(47,856.07)
2	Add: Depreciation and amortization as per statement of profit and loss account. Incase of Impairment reversal, same needs to be deducted from profit and loss.	17,660.56
3	Add/Less: Loss/gain on sale of infrastructure assets	-
4	Add: Proceeds from sale of infrastructure assets adjusted for the following: related debts settled or due to be settled from sale proceeds; directly attributable transaction costs; proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT regulations	-
5	Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit/ (loss) recognised in profit and loss account. *	(92.63)
6	Add/ Less: Any other item of non- cash expense/ non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager. For example, any decrease/ increase in carrying amount of an asset or a liability recognised in profit and loss /income and expenditure on measurement of the asset or the liability at fair value; Interest cost as per effective interest rate method, deferred tax lease rents recognised on a straight line basis, etc.	93,309.42
7	Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (excluding refinancing) / net cash set aside to comply with DSRA requirement under loan agreements.	(492.50)
8	Total Adjustments (B)	1,10,384.85
9	Opening Surplus from previous FY 22-23 (C)	3,896.22
10	Net Distributable Cash Flows (D) = (A+B+C)	66,425.00
11	Less: Distributions paid to Trust (as Interest Pass through)	(63,355.93)
12	Balance Distributable Cash Flow upto Dec 2023	3,069.07

* This includes amount utilized for purchase of Property, Plant and Equipment's and Intangible Assets



NATIONAL HIGHWAYS INFRA TRUST
SEBI Registration Number :-IN/InvIT/20-21/0014

Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

1 TRUST INFORMATION AND NATURE OF OPERATIONS

National Highways Infra Trust ("Trust" or "InvIT") is an irrevocable trust registered under the provisions of the Indian Trusts Act, 1882 on 19th October 2020. It is registered under the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 on 28th October 2020 having registration number IN/InvIT/20-21/0014.

The Trust was setup by National Highways Authority of India ("NHAI" or the "Sponsor"). The Trustee to the Trust is IDBI Trusteeship Services Limited (the "Trustee") and Investment Manager for the Trust is National Highways Infra Investment Managers Private Limited ("Investment Manager").

The Trust has been formed to invest in infrastructure assets primarily being in the road sector in India. The Trust's road projects are implemented and held through special purpose vehicles ("Project SPVs"/ "Subsidiaries"). The units of the Trust were listed in Bombay Stock Exchange and National Stock Exchange on 10th November 2021.

During the FY 2021-22, the Trust acquired 100% equity control in National Highway Infra Projects Private Limited (the "Project SPV") from the Sponsor with effect from 3rd November 2021. During the FY 2020-21 the project SPV entered into five Concession Agreements for 30 years with the Sponsor (National Highways Authority of India - NHAI) on Toll, Operate and Transfer ("TOT") basis and in FY 2022-23 NHIPPL further signed 3 new Concession Agreements for 20 years with National Highways Authority of India for Toll, Operate and Transfer ("TOT") basis. Further, during the period ended Dec 31, 2023, the Trust has invested the amount of Rs. 10 Lakh in the equity share capital of the NHIT Eastern Projects Private Limited (the "Project SPV-II") on 16th June 2023.

2 Basis of Preparation

The Consolidated financial statements comprises of the Consolidated Balance Sheet, Consolidated Statement of Profit and Loss, Consolidated Cash Flow Statement, Consolidated Statement of Changes in Equity and Consolidated explanatory notes thereon of National Highways Infra Trust, for the nine months ended 31 December 2023 ("Interim Financial Information"). The Interim financial Information has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34- Interim Financial Reporting (Ind AS 34), as prescribed in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended, the additional disclosures as required in Chapter 4 of SEBI Master Circular No. SEBI/HO/DDHS-PoD 2/P/CIR/2023/115 dated 06 July 2023 as amended including any guidelines and circulars issued thereunder ("SEBI Circulars/InvIT Regulations")

The Consolidated financial statements were authorised for issue in accordance with resolution passed by the board of directors of the Investment Manager on 04.03.2024.

The audit of these Interim Financials for the Nine months ended December 31, 2023 of NHIT has been carried out by the Statutory Auditors of NHIT.

New amendments adopted during the period

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS:

Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
Ind AS 1, Presentation of Financial Statements
Ind AS 12, Income Taxes

The amendments are applicable for annual periods beginning on or after the April 1, 2023, however, these do not have material impact on the financial statements of the Group.

2.1 Material accounting policies and key sources of estimation uncertainties and critical judgements

A Material accounting policies

The accounting policies adopted in preparation of these financial statements are consistent with those followed in preparation of the Group's latest Annual Consolidated Financial Statements.

B Key sources of estimation uncertainties and critical judgements

The preparation of the consolidated financial statements requires use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Group's accounting policies. The areas where judgements and estimates are significant to the financial statements or areas involving a higher degree of judgement or complexity are the same as those applied to the Group's latest Annual Consolidated Financial Statements.



NATIONAL HIGHWAYS INFRA TRUST
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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

3 Property, Plant and Equipment

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Temporary Structure	Computer	Office Equipments	Furniture & Fixtures	Total
Gross Carrying Amount:					
Balance as at April 1, 2022	-	0.50	-	-	0.50
Additions	25.59	44.94	17.42	44.27	132.22
Less: Disposals	-	-	-	-	-
Balance as at March 31, 2023	25.59	45.44	17.42	44.27	132.72
Additions	10.99	33.53	35.51	13.10	93.13
Less: Disposals	-	0.59	-	-	0.59
Balance as at December 31, 2023	36.58	78.38	52.93	57.37	225.26
Accumulated Depreciation:					
Balance as at April 1, 2022	-	0.04	-	-	0.04
Additions	1.49	4.32	0.82	0.88	7.51
Less: Disposals	-	-	-	-	-
Balance as at March 31, 2023	1.49	4.36	0.82	0.88	7.55
Additions	7.81	15.35	6.50	3.75	33.41
Less: Disposals	-	0.15	-	-	0.15
Balance as at December 31, 2023	9.30	19.56	7.32	4.63	40.81
Net Carrying Amount:					
Balance as at March 31, 2023	24.10	41.08	16.60	43.39	125.17
Balance as at December 31, 2023	27.28	58.82	45.61	52.74	184.45



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

4 Goodwill arising on Consolidation

(All amounts in ₹ lakh unless otherwise stated)

PARTICULARS	As at December 31, 2023	As at March 31, 2023
Gross Carrying Amount		
Balance at the beginning of the year	10,144.46	10,144.46
Additions	-	-
Less: Disposals	-	-
Less: Impairment	-	-
Balance at the closing of the year/period	10,144.46	10,144.46

The carrying amount relates to goodwill arising on acquisition of Project SPV (NHIPPL) by the Trust and has been tested for impairment against the respective cash generating unit (CGU). The calculation uses cash flow forecast based on financial models which cover remaining future periods of respective concession periods of toll assets.

Based on a review of the future discounted cash flows of the intangible assets (Toll Collection Rights) held by the subsidiary (NHIPPL), the recoverable amount is higher than the carrying amount of the assets, and accordingly no impairment loss has been recognised in the statement of profit and loss for the period ended December 31, 2023.



NATIONAL HIGHWAYS INFRA PROJECTS PRIVATE LIMITED

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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

5 Intangible Assets

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Toll collection rights		Total
	Software		
Gross Carrying Amount:			
Balance as at April 1, 2022	-	7,35,040.00	7,35,040.00
Additions	2.16	2,84,966.66	2,84,968.82
Less: Disposals	-	-	-
Balance as at March 31, 2023	2.16	10,20,006.66	10,20,008.82
Additions	-	1,11,993.43	1,11,993.43
Less: Disposals	-	-	-
Balance as at December 31, 2023.	2.16	11,32,000.09	11,32,002.25
Accumulated Amortization:			
Balance as at April 1, 2022	-	1,055.61	1,055.61
Additions	0.25	17,552.87	17,553.12
Less: Disposals	-	-	-
Balance as at March 31, 2023	0.25	18,608.48	18,608.73
Additions	0.33	17,626.91	17,627.24
Less: Disposals	-	-	-
Balance as at December 31, 2023.	0.58	36,235.39	36,235.97
Net Carrying Amount			
Balance as at March 31, 2023	1.91	10,01,398.18	10,01,400.09
Balance as at December 31, 2023.	1.58	10,95,764.70	10,95,766.28

Note:-

1. In FY 2021-22, the Group has acquired rights for Tolling, Operation, Maintenance and Transfer of five toll road projects for a period of 30 years basis Toll Concession agreements with NHAI, for a consideration of INR 7,350.40 Crore and the same have been recognised as Intangible Assets in financial statements. The Group further acquired rights during the Previous FY 2022-23 for Tolling, Operation, Maintenance and Transfer of three additional toll road projects for a period of 20 years basis Toll Concession Agreements with NHAI, for a consideration of INR 2,849.66 Crore and the same have been addition in the Intangible Assets in financial statements.

2. Toll Collection Rights has been amortized on the basis of Consumption based model (using Passenger Car Unit (PCU) projections) over the tenure of the Toll Concession Agreement i.e. 30 years and 20 years basis respective concession agreements for those toll road projects.

3. During the current period, the Group has capitalised initial improvement Works amounting to Rs. 1,119.94 Crores to intangibles (For detailed note on initial improvement works refer note no.47).



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

6 Other Financial Assets: Non Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at December 31, 2023	As at March 31, 2023
Investment in Fixed Deposits		
Fixed Deposits with banks*	9,732.66	9,469.99
Security Deposits	3.48	1.60
Interest receivable on Debenture recovery expense fund	1.10	0.42
Interest receivable on fixed deposits	306.55	185.43
Deposit - Debenture Recovery Expense Fund for NCD's	15.00	15.00
Total	10,058.79	9,672.44

*The Fixed Deposits are kept in Debt Servicing Reserve Account (DSRA) as per borrowing agreements with lenders and as per terms of the debenture trust deed, to be utilized at the end of tenure of long term borrowings from Senior Lenders and to maintain DSRA balance for Debenture holders, hence classified as Other Financial Assets- Non Current irrespective of date of maturity.

7 Deferred Tax Assets (Net)

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at December 31, 2023	As at March 31, 2023
Deferred Tax Assets arising on account of:		
- Expense disallowed as per Income Tax Act, 1961, allowable in future years	-	-
- Unabsorbed depreciation	1,07,152.46	72,562.41
-Provision on Initial improvement	27,674.56	-
Total (A)	1,34,827.02	72,562.41
Deferred Tax Liabilities arising on account of:		
- Difference between book & tax base related to Intangible assets	1,25,521.46	67,877.09
- Difference between book & tax base related to Investments	-	-
- Expense disallowed earlier as per Income Tax Act, 1961, allowed now	-	-
Total (B)	1,25,521.46	67,877.09
Net Asset (A) - (B)	9,305.55	4,685.32

Reconciliation of Deferred Tax Asset/ (Liabilities)

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at December 31, 2023	As at March 31, 2023
Opening Balance - Deferred Tax Asset	4,685.32	262.53
Deferred tax income/ (expense) during the period recognised in profit & loss	4,620.23	4,422.79
Deferred tax income/ (expense) during the period recognised in Other Comprehensive Income	-	-
Closing Balance - Deferred Tax Asset	9,305.55	4,685.32

As at December 31, 2023, based on the expected future profitability of the NHIPPL (SPV), the management has recognised deferred tax assets on the unabsorbed tax depreciation carried forward only and not recognised Deferred Tax Assets on major maintainance obligation and business losses for the period, as carried forward business losses will not be available for utilisation within the time limit allowable as per the Income Tax Act based on the future projections of the profitability of the entity in accordance with provision of Ind AS 12 "Income Taxes".

8 Other non current assets

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As At December 31, 2023	As At March 31, 2023
Capital advances	1,496.52	-
Processing fees paid for undrawn loan	23.29	-
	1,519.81	-



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

9 Non Current Tax Assets (Net)

(All amounts in ₹ lakh unless otherwise stated)

Particulars	As at	As at
	December 31, 2023	March 31, 2023
Income tax refundable (net of provision)	16.81	12.06
Total	16.81	12.06

10 Trade Receivables: Current

(All amounts in ₹ lakh unless otherwise stated)

Particulars	As at	As at
	December 31, 2023	March 31, 2023
Considered good-unsecured	660.05	350.87
Trade Receivables - Credit Impaired (unsecured)	59.60	59.60
	719.65	410.47
Less:- Allowances for expected credit loss	(59.60)	(59.60)
Total	660.05	350.87

The receivables are hypothecated by way of first ranking exclusive charge to secure senior lenders and non convertible debenture holders in Trust.

Trade Receivables ageing schedule as on December 31, 2023

Particulars	Outstanding for following period from due date of payment.					Total
	0-6 Months	6 Month -1 Year	1-2 Years	2-3 Years	More than 3 years	
Undisputed trade receivables						
i) Considered good	660.05	-	-	-	-	660.05
ii) Which have significant increase in credit risk	-	-	-	-	-	-
iii) Credit impaired	-	-	59.60	-	-	59.60
Disputed trade receivables						
i) Considered good	-	-	-	-	-	-
ii) Which have significant increase in credit risk	-	-	-	-	-	-
iii) Credit impaired	-	-	-	-	-	-
Total	660.05	-	59.60	-	-	719.65

Trade Receivables ageing schedule as on March 31, 2023

Particulars	Outstanding for following period from due date of payment.					Total
	0-6 Months	6 Month -1 Year	1-2 Years	2-3 Years	More than 3 years	
Undisputed trade receivables						
i) Considered good	350.87	-	-	-	-	350.87
ii) Which have significant increase in credit risk	-	-	-	-	-	-
iii) Credit impaired	-	59.60	-	-	-	59.60
Disputed trade receivables						
i) Considered good	-	-	-	-	-	-
ii) Which have significant increase in credit risk	-	-	-	-	-	-
iii) Credit impaired	-	-	-	-	-	-
Total	350.87	59.60	-	-	-	410.47



NATIONAL HIGHWAYS INFRA TRUST
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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

11 Cash and Cash Equivalents

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Balances with Banks*		
In Current Accounts	1,676.41	735.06
In Escrow Accounts	131.68	338.04
Draft in Hand	-	8.14
Cash in Hand	17.20	7.93
Fixed Deposits (having original maturity of less than 3 months)	4,325.50	10,000.00
SBI Overnight mutual fund	17,857.84	10,034.91
	24,008.63	21,124.08

* These balances with banks are hypothecated against secured borrowings

12 Bank Balance Other than Cash and Cash Equivalent

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Bank Deposits with original maturity of more than 3 Months	492.50	-
Interest Accrued on bank deposits	19.93	-
	512.43	-

13 Other Financial Assets: Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Interest receivable on long term loans	-	-
Security deposits	4.09	2.92
Interest receivable on Fixed Deposits	-	3.73
Other Financial Assets	0.65	-
Total	4.74	6.65

14 Other Current Assets

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Prepaid expenses*	1,206.37	882.86
GST Input	957.27	642.12
Processing fees paid for undrawn loan	188.87	103.49
Advance to suppliers	35.56	5.59
Others	0.01	-
Total	2,388.08	1,634.06

* Prepaid includes Round 3 expenses of Rs 582.09 lakh during the current period and Rs. 290.72 Lakh in previous year.



NATIONAL HIGHWAYS INFRA TRUST
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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

15 Unit Capital

(All amounts are in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023		As at March 31, 2023	
	No of Units	Amount	No of Units	Amount
Unit Capital*				
Opening balance	72,64,05,200	7,41,604.32	59,52,00,000.00	5,99,442.82
Add: Units issued during the year	-	-	13,12,05,200	1,43,013.67
Less: Issue expenses (refer note below)	-	(10.85)	-	(852.17)
Balance	72,64,05,200	7,41,593.47	72,64,05,200	7,41,604.32

* 13,12,05,200 unit issued at Rs 109 per unit in previous financial year.

In previous year the Trust offered an issue of 13,12,05,200 units of National Highways Infra Trust ("NHIT"), for cash at a price of 109.00 per unit (the "issue price"), aggregating to Rs 1,43,013.67 lacs through Institutional and preferential placement in accordance with the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 including the rules, circulars and guidelines issued thereunder.

Issue expenses of Rs. 10.85 (March 31, 2023: Rs 852.17) lakhs incurred in connection with issue of units have been reduced from the Unitholders capital in accordance with Ind AS 32 Financial Instruments: Presentation

Rights/ preferences and restrictions attached to Unit Capital

Subject to the provisions of the InvIT Regulations, the indenture of funds, and applicable rules, regulations and guidelines, the rights of the unit holders include:

- The beneficial interest of each unitholder shall be equal and limited to the proportion of the number of the units held by that unitholder to the total number of units.
- Right to receive income or distributions with respect to the units held.
- Right to attend the annual general meeting and other meetings of unit holders of the Trust.
- Right to vote upon any matters/resolutions proposed in relation to the Trust.
- Right to receive periodic information having a bearing on the operation or performance of the Trust in accordance with the InvIT Regulations.
- Right to apply to the Trust to take up certain issues at meetings for unit holders approval.
- Right to receive additional information, if any, in accordance with InvIT documents filed with Placement Memorandum.
- The non-sponsor unit holders ("Eligible Persons") of the Trust are entitled to representation on the Board of Directors of the Investment Manager through appointment of up to two (2) directors ("Non-Sponsor Directors"), provided that no Eligible Person shall have the right to nominate more than one Director at a time for appointment on the Board of Directors.

In accordance with the InvIT Regulations, no unit holders shall enjoy superior voting or any other rights over any other unit holders, and there shall not be multiple classes of units. There shall be only one denomination of units. Notwithstanding the above, subordinate units may be issued only to the Sponsor and its Associates, where such subordinate units shall carry only inferior voting or any other rights compare to the other units.

Under the provisions of the InvIT Regulations, not less than ninety percent of the net distributable cash flows of the Trust is required to be distributed to the unitholders, and in accordance with such statutory obligation the Trust has formulated a distribution policy to declare and distribute the distributable cash flows to its unitholders atleast once every financial year as approved by the Board of Directors of the Investment Manager. The distributions made by Trust to its unitholders are based on the Net Distributable Cash Flows (NDCF) of the Trust under the InvIT Regulations and represent repayment of proportionate capital and share of profit. The distribution in proportion to the number of units held by the unitholders. The Trust declares and pays in distributions in indian rupees.

Limitation to the Liability of the unit holders

The liability of each unit holders towards the payment of any amount (that may arise in relation to the Trust including any taxes, duties, fines, levies, liabilities, costs or expenses) shall be limited only to the extent of the capital contribution of such unit holders and after such capital contribution shall have been paid in full by the unit holders, the unit holders shall not be obligated to make any further payments.

The unit holders shall not have any personal liability or obligation with respect to the Trust.



NATIONAL HIGHWAYS INFRA TRUST
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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

Classification of Unit Holders' Funds

Under the provisions of the InvIT Regulations, NHIT is required to distribute to Unitholders not less than ninety percent of the net distributable cash flows of NHIT for each financial year. Accordingly, a portion of the unitholders' funds contains a contractual obligation of the Trust to pay to its Unitholders cash distributions. The Unitholders' funds could therefore have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Circulars (No. CIR/IMD/DF/114/2016 dated 20-Oct-2016 and No. CIR/IMD/DF/127/2016 dated 29-Nov-2016) issued under the InvIT Regulations, the unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Annexure A to the SEBI Circular dated 20-Oct-2016 dealing with the minimum disclosures for key financial statements. In line with the above, the distribution payable to unit holders is recognised as liability when the same is approved by the Investment Manager.

Details of Unitholders Holding More Than 5% Units In The Trust

Name of Unitholders	As at December 31, 2023		As at March 31, 2023	
	No of Units	%	No of Units	%
Ontario Limited	18,16,01,300	25.00%	18,16,01,300	25.00%
CPP Investment Board Private Holdings Inc.	18,16,01,300	25.00%	18,16,01,300	25.00%
SBI Balanced Advantage Trust	6,31,60,260	8.69%	6,31,60,260	8.69%
National Highways Authority of India (NHAI)	11,52,02,600	15.86%	11,52,02,600	15.86%

As per records of the Trust, including its register of unitholders and other declaration received from unitholders regarding beneficial interest, the above unitholding represent both legal and beneficial ownership of units.

The Trust has not allotted any fully paid-up units by way of bonus units nor has it bought back any class of units from the date of incorporation till the balance sheet date. Further the Trust has not issued any units for consideration other than cash during the year.

Reconciliation of number of units outstanding is set out below*:

Particulars	As at December 31, 2023		As at March 31, 2023	
	No of Units	Amount (amounts in ₹ lakh)*	No of Units	Amount (amounts in ₹ lakh)*
Number of Units at the beginning of the year	72,64,05,200	7,44,165.67	59,52,00,000	6,01,152.00
Units issued during the year	-	-	13,12,05,200	1,43,013.67
Number of Units at the end of the year	72,64,05,200	7,44,165.67	72,64,05,200	7,44,165.67

* Amount related to issue expenses are not deducted in the reconciliation of number of unit capital outstanding.



NATIONAL HIGHWAYS INFRA TRUST
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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

16 Other equity

(All amounts in ₹ lakh unless otherwise stated)

Reserves and Surplus	As At December 31, 2023	As At March 31, 2023
Retained Earnings		
Balance at the beginning of the year	(2,469.86)	6,768.43
Total comprehensive income for the year	22,846.29	25,689.57
Other Comprehensive Income for the period	(1.79)	-
Less:		
Distribution to unit holders [^]	-	-
Interest	37,001.63	34,183.66
Other Income	578.94	744.20
Balance at the closing of the year/ period	(17,205.93)	(2,469.86)

[^]The distribution relates to the distributions during the financial year along with the distribution related to the last quarter of FY 2022-23 and does not include the distribution relating to the period October 01, 2023 to December 31, 2023 which will be paid after December 31, 2023. The distributions by the Trust to its unit holders are based on the Net Distributable Cash Flows of the Trust under the SEBI InvIT Regulations.



NATIONAL HIGHWAYS INFRA TRUST
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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

Nature of Security for Non Convertible debentures:

The debenture holders are secured by :

- a) a first ranking pari passu Security Interest over the Group's immovable assets (if any), both present and future. The Group does not own any immovable property at the present time. In the event, the Group acquires any immovable property in future, the Group shall mortgage said property within 180 (one hundred eighty) days from the date of acquisition of such immovable assets. The Debenture Trustee shall be authorised to do all acts, deeds, and enter into necessary documents, agreement, amendments and/or modifications, as may be required to give effect the same, including carrying out the due diligence as may be required by Debenture Trustee;
- b) a first ranking pari passu Security Interest over the Hypothecated Assets (including Receivables), both present and future; and
- c) Negative Lien Undertaking
- d) corporate guarantee executed by the Project SPV (NHIPPL) in favour of the Debenture Trustee for guaranteeing the due repayment of the secured obligations in accordance with the terms of the Debenture Trust Deed
- The non convertible debenture holders of the Trust acting through debenture trustee have also been provided with a corporate guarantee from Project SPV (NHIPPL) to guarantee the repayment of amount raised from non convertible debenture holders by the Trust. The funds have been raised at Trust level from debentureholders, have been lent to Project SPV (NHIPPL) for payment of concession fee by NHIPPL to NHAI. Accordingly, corporate guarantee amounting upto the secured obligations via Corporate Guarantee Deed dated 21.10.2022 is valid till all outstanding principal and accrued interest payable by the Trust are satisfied to the non convertible debenture holders of the Trust.

There have been no breaches in financial covenants with respect to the borrowings from Senior lenders.

18 Other Financial liabilities: Non Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Provision for employees benefits		
Gratuity (unfunded)	28.98	-
Leave Encashment (unfunded)	-	-
	28.98	-

19 Provisions: Non Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Provision for employees benefits		
Gratuity (unfunded)	16.18	4.41
Leave Encashment (unfunded)	28.40	6.96
Provision for major maintenance (Refer Note 46)	13,319.50	6,307.44
Provision for Infrastructure Upgrade (Refer Note 47)	30,110.11	-
Total	43,474.19	6,318.81

Details of movement in Provisions

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Opening Balance	6,307.44	403.29
Add: Accretion during the year	-	-
Provision for Major Maintenance Obligation	6,666.36	5,879.20
Unwinding finance cost on major maintenance provision	345.70	24.95
Less: Utilized during the year	-	-
Closing Balance	13,319.50	6,307.44

20 Borrowings: Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Current Maturities of Long Term borrowings (Refer Note No. 17)	4,192.50	2,000.00
Total	4,192.50	2,000.00



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

21 Trade Payables: Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at December 31, 2023	As at March 31, 2023
Total outstanding, dues of micro and small enterprises	660.96	137.23
Total outstanding, dues of creditors other than micro and small enterprises (Outstanding for less than 12 months from the due date of payment)	3,475.72	3,871.17
Total	4,136.68	4,008.40

Note:-

Details of dues to micro and small enterprises as per MSMED Act, 2006.

The group has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

	As at December 31, 2023	As at March 31, 2023
a) The principal amount remaining unpaid to any supplier at the end of the year	660.96	137.23
b) Interest accrued and due thereon to suppliers under MSMED Act on the above amount remaining unpaid to any supplier at the end of year.	-	-
c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the group regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the group.

Trade Payable ageing schedule as at December 31, 2023

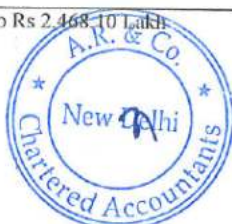
Particulars	Not due*	Outstanding for following period from due date of payment.				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	-	660.96	-	-	-	660.96
ii) Others	3,360.46	100.27	14.99	-	-	3,475.72
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-

* Trade Payables include unbilled payables amounting to Rs 3,360.46 Lakh

Trade Payable ageing schedule as at March 31, 2023

Particulars	Not due*	Outstanding for following period from due date of payment.				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	-	137.23	-	-	-	137.23
ii) Others	2,468.10	1,403.07	-	-	-	3,871.17
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-

* Trade Payables include unbilled payables amounting to Rs 2,468.10 Lakh



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

22 Other Financial Liabilities: Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Interest accrued but not due on NCD	2,207.67	5,129.59
Double toll Fee payable to NHAI	10.21	151.17
Security Deposit	4.19	4.19
Employees payable	2.21	-
Creditors for capital supplies and services	513.12	-
Total	2,737.40	5,284.95

23 Other Current Liabilities

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Statutory dues payable(TDS & GST Payable)	70.12	226.85
Salary & Wages Payable	0.61	-
Unearned Revenue	-	2.12
- Advance received	0.46	5.00
- Employees payable	-	6.64
Total	71.19	240.61

24 Provisions: Current

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Provision for Employee Benefits		
Leave Encashment (unfunded)	0.55	0.55
Gratuity (unfunded)	0.01	0.01
Provision for Infrastructure Upgrade	79,849.21	-
Total	79,849.77	0.56

25 Current Tax Liabilities (Net)

Particulars	(All amounts in ₹ lakh unless otherwise stated)	
	As at	As at
	December 31, 2023	March 31, 2023
Provision for Income Tax	43.71	8.98
Total	43.71	8.98

Reconciliation of Current Tax Liabilities

Particulars	As at	As at
	December 31, 2023	March 31, 2023
	Opening Balance	8.98
Add: Income Tax Payable for the year	408.31	473.89
Less: Income taxes paid during the year (including earlier year taxes)	373.58	626.68
Closing Balance	43.71	8.98



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26 Revenue from operations

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Sale of Services			
Revenue from Toll Collection	70,334.10	46,929.57	68,708.93
Other Operative Revenue			
Interest on delay in Toll Remittance	-	8.02	8.27
Total	70,334.10	46,937.59	68,717.20

27 Interest income

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
On fixed deposits with banks	667.77	130.96	373.43
Total	667.77	130.96	373.43

28 Profit on sale of investments

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Profit on redemption of Mutual Funds	797.49	540.15	671.17
Total	797.49	540.15	671.17

29 Other Income

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Other non operating income			
Other Income	26.35	61.16	326.11
Total	26.35	61.16	326.11

30 Operating Expenses

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Operation and Maintenance Expenses	4,104.02	2,082.36	3,145.85
Major Maintenance Obligation	6,666.36	3,567.86	5,879.20
Total	10,770.38	5,650.22	9,025.05



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

31 Employee Benefit Expenses

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Salaries and wages	662.86	114.08	222.98
Contribution to provident and other funds	45.28	7.81	15.26
Gratuity Expenses	9.98	-	4.42
Leave Encashment Expense	22.81	-	7.51
Staff Welfare Expenses	39.79	16.02	38.84
Training and Seminar Expenses	39.01	1.18	7.21
Employee Insurance Policy	20.26	-	-
Relocation and Transfer Expenses	3.97	-	-
Total	843.96	139.09	296.22

32 Finance Cost

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Interest on Long term borrowings	9,412.24	8,249.45	11,244.91
Interest on Debentures	8,928.10	2,216.32	5,129.59
Finance Charges	182.31	212.36	221.87
Unwinding finance cost on major maintenance provision	345.70	15.74	24.95
Unwinding interest on infrastructure upgrade	697.16	-	-
Total	19,565.51	10,693.87	16,621.32

33 Depreciation and Amortization Expenses

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Depreciation on Property, Plant and Equipment	33.42	2.34	7.51
Amortization on Intangible Assets	17,627.23	11,754.64	17,553.12
Total	17,660.65	11,756.98	17,560.63

34 Other Expenses

Particulars	(All amounts in ₹ lakh unless otherwise stated)		
	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Advertisement expenses	19.81	29.46	35.75
Legal and Professional fees	943.56	395.16	1,542.22
Community Engagement Program	8.41	-	-
Independent consultant fees	-	59.38	-
Director's sitting fees	15.10	13.22	15.10
Travelling and conveyance	56.12	9.55	19.80
Telephone and internet charges	14.89	3.12	6.58
Power and fuel	181.35	32.87	58.78
Environment, health and safety expenses	46.54	0.38	13.06
Fee, subscription & taxes	76.30	23.80	43.42
Printing & Stationery	0.07	-	-
Bank charges	1.34	1.05	1.53
Data Management Expenses	3.40	-	3.00
Provision for expected credit loss	-	-	59.60
Vehicle hire charges	133.35	36.09	63.58
Repair and maintenance expenses	31.93	8.71	14.71
Preliminary Expenses written off	2.55	-	-
Miscellaneous expenses	67.89	14.16	30.03
Bad Debts Written Off	-	-	9.90
Total	1,602.61	626.95	1,917.06



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

35 Audit Fees

(All amounts in ₹ lakh unless otherwise stated)

Statutory audit fees	4.78	3.43	4.53
Limited review fees	7.95	1.67	2.26
Tax audit fees	0.71	0.71	0.94
Total	13.44	5.81	7.73
Certification and other charges	1.04	0.09	0.93
Total	1.04	0.09	0.93

Further an amount of Rs.Nil (March 31, 2023: Rs 6 lakh) paid to auditor as certification charges has been booked as part of one time expenses in the Unit Capital. (Refer note no 15)

36 Tax Expense

(All amounts in ₹ lakh unless otherwise stated)

Particulars	For the nine month ended	For the nine month ended	For the year ended
	December 31, 2023	December 31, 2022	March 31, 2023
Current Tax	408.31	248.13	473.89
Provision for Taxation—Earlier years	(2.52)	0.01	0.01
	405.79	248.14	473.90
Deferred tax expense/(credit)	(4,620.23)	(2,956)	(4,422.79)
	(4,214.44)	(2,708.28)	(3,948.89)

37 Earning per Unit

(All amounts in ₹ lakh unless otherwise stated)

Particulars	For the nine month ended	For the nine month ended	For the year ended
	December 31, 2023	December 31, 2022	March 31, 2023
Basic and diluted EPU			
Net Profit/ loss available for unitholders (in ₹ lakh)	22,844.50	19,363.57	25,689.57
Weighted average number of units for EPU computation	72,64,05,200	63,38,45,895	65,66,68,738
EPU- Basic and diluted	3.14	3.05	3.91

Basic EPU amounts are calculated by dividing the profit for the period/ year attributable to Unit holders by the weighted average number of units outstanding during the period/ year. Diluted EPU amounts are calculated by dividing the profit/(loss) attributable to unit holders by the weighted average number of units outstanding during the period/ year plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

38 Statement of Related Parties

A. List of Related Parties as per requirement of IND AS 24 – “Related Party Disclosures”

Enterprises where Control / significant influence exists	National Highways Infra Projects Private Limited (Subsidiary Company) (NHIPPL)
	NHIT Eastern Projects Private Limited (Subsidiary Company) (NEPPL)

B. List of additional related parties as per Regulation 2(1)(zv) of the SEBI InvIT Regulations

Parties to the Trust

National Highways Infra Investment Managers Private Limited (NHIIMPL) - Investment Manager (IM) of the Trust
IDBI Trusteeship Services Limited (ITSL) - Trustee of the Trust
National Highways Authority of India (NHAI) - Sponsor
National Highways InvIT Project Managers Private Limited (NHIPMPL)- Project Manager

Promoters of the Parties to the Trust specified above

Government of India (acting through Ministry of Road, Transport & Highways (MORTH)) - Promoter of NHIIMPL
IDBI Bank Limited (IDBI Bank) - Promoter of ITSL
Government of India (acting through Ministry of Road, Transport & Highways (MORTH)) - Promoter of NHAI
National Highways Authority of India (NHAI)- Promoter of NHIPMPL

Directors of the parties to the Trust specified above

Directors of NHIIMPL

Mr. Suresh Krishan Goyal
Mr. Shailendra Narain Roy
Mr. Mahavir Prasad Sharma
Mr. Pradeep Singh Kharola
Mr. N.R.V.V.M.K. Rajendra Kumar
Mr. Sumit Bose
Mr. Pushkar Vijay Kulkarni (w.e.f. 08.11.2023)
Mr. Debapratim Hajara (w.e.f. 08.11.2023)
Mr. Bruce Cane (Ceased to be director w.e.f. 07.11.2023)
Ms. Kavita Saha (Ceased to be director w.e.f. 08.11.2023)
Mr. Amit Kumar Ghosh (Ceased to be director w.e.f. 15.11.2023)

Directors of NHIPPL

Mr. Suresh Krishan Goyal
Mr. Muralidhara Rao Bugatha
Mr. M. P. Sharma
Mr. Shailendra Narain Roy
Mr. N.R.V.V.M.K. Rajendra Kumar

Directors of NEPPL

Mr. Suresh Krishan Goyal
Mr. Mathew George

Directors of ITSL

Mr. Pradeep Kumar Jain
Ms. Jayashree Ranade
Mr. Pradeep Kumar Malhotra
Ms. Baljinder Kaur Mandal
Ms. Jayakumar Subramoniapillai

Directors of NHIPMPL

Mr. Akhil Khare
Mr. Ashish Kumar Singh



NATIONAL HIGHWAYS INFRA TRUST
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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

C. Transactions with Related Parties during the period/year

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Nine Month ended December 31, 2023	Year ended March 31, 2023
<u>National Highways Infra Investment Managers Private Limited (NHIIMPL)</u>		
Investment Manager Fee	1,356.16	1,491.17
Advance Investment Manager Fees	-	86.06
Other Support Services	4.00	3.12
Reimbursement of Expenses to NHIIMPL on behalf of NHIPPL	-	0.07
Amount Paid by NHIPPL for their Expenses	0.65	-
Reimbursement of Expenses to NHIIMPL on behalf of NHIT	15.35	39.79
<u>National Highways Authority of India (NHAI)</u>		
Issue of units of Trust to NHAI	-	21,366.83
Payment related to aquisition of intangible assets	-	2,84,966.66
O & M Expenses	357.61	1,152.32
Double toll fees	407.29	679.17
Independent engineers fees	171.42	345.38
Advance Paid	900.00	-
Interest and other Income distribution	5,960.01	5,589.34
<u>IDBI Trusteeship Services Limited (ITSL)</u>		
Trustee Fees	7.23	12.73
Other fees related to Round 1&2 Assets	1.50	3.54
<u>National Highways InvIT Project Managers Private Limited (NHIPMPL)</u>		
Project Manager Fees	743.40	991.20

D. Summary of transactions with Key Managerial Personnel (KMP)

(All amounts in ₹ lakh unless otherwise stated)

Details of Key Managerial Personnel	Particulars	Nine Month ended December 31, 2023	Year ended March 31, 2023
Mr. Suresh Krishan Goyal	Reimbursement of Expenses	0.76	0.39
Mr. M P Sharma	Director's sitting fees	6.40	6.40
Mr. Shailendra Narain Roy	Director's sitting fees	6.40	6.40
Mrs. Ajanta Sen	Salary	-	1.84
Mr. Arun Kumar Jha	Salary	51.46	-
Mr. Arun Kumar Jha	Reimbursement of Expenses	3.25	-
Mr. Bhanu Sharma (CS)	Salary	6.30	3.91
Mr. Bhanu Sharma (CS)	Reimbursement of Expenses	0.01	-
Ms Aashima Agarwal (CS)	Salary (including Reimbursement of Expenses)	5.03	-

E. Balance outstanding at the end of the period/year

(All amounts in ₹ lakh unless otherwise stated)

Particulars	As At December 31, 2023	As at March 31, 2023
<u>National Highways Authority of India (NHAI)</u>		
Balance outstanding at the end of the period/year		
Issue of units of Trust to NHAI	1,17,922.83	1,17,922.83
O&M Fees Payable	979.56	880.35
Double Toll Fees Payable	10.21	148.21
Advance Paid	900.00	-
Independent Engineer Payable	415.63	276.03
<u>National Highways Infra Investment Managers Private Limited (NHIIMPL)</u>		
Expense Payable	15.35	0.48
Payable for Other Support Services	4.00	-
IM Fees Payable	-	1.89
Receivable for the Expenses paid on	0.65	-
<u>IDBI Trusteeship Services Limited (ITSL)</u>		
Trustee Fee Payable	7.23	1.73
Other Fees related to Round 2 Assets	0.27	-
<u>National Highways InvIT Project Managers Private Limited (NHIPMPL)</u>		
Project Manager Fees Payable	177.80	762.50



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

F. Closing Balances with Key Managerial Personnel (KMP)

(All amounts in ₹ lakh unless otherwise stated)

Details of Key Managerial Personnel	Particulars	As At December 31, 2023	As at March 31, 2023
Mr. M P Sharma	Director's sitting fees	0.72	-
Mr. Shailendra Narain Roy	Director's sitting fees	0.72	-
Ms. Aashima Agarwal (CS)	Short Term Employee Benefits Payable	0.61	-



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

39 Disclosure as per Ind AS 115, "Revenue from contracts with customers"

Disaggregation of revenue

Revenue recognised mainly comprises of revenue from toll collections, claims with NHAI, contract revenue. Set out below is the disaggregation of the Group's revenue from contracts with customers:

(All amounts in ₹ lakh unless otherwise stated)

Description	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
Operating revenue			
(a) Toll income (User Fee) from Highways	70,334.10	46,929.57	68,708.93
(b) Interest on delay in Toll Remittance	-	8.02	8.27
Total revenue	70,334.10	46,937.59	68,717.20

The table below presents disaggregated revenues from contracts with customers based on nature, amount and timing:

S.No.	Types of Products by Nature	Types of Services by Timing	For the nine month ended December 31, 2023	For the nine month ended December 31, 2022	For the year ended March 31, 2023
1	Services	At the point in time	70,334.10	46,937.59	68,717.20

40 Financial Instrument by Category

(All amounts in ₹ lakh unless otherwise stated)

Particulars	As at 31st December, 2023			As at 31st March, 2023		
	Amortized Cost	At FTVPL	At FVOCI	Amortized Cost	At FTVPL	At FVOCI
Assets:						
Trade Receivables	660.05	-	-	350.87	-	-
Cash and Cash Equivalents	24,008.63	-	-	21,124.08	-	-
Bank Balances Other than Cash & Cash Equivalents	512.43	-	-	-	-	-
Other Financial Assets	10,063.53	-	-	9,679.09	-	-
Total	35,244.64	-	-	31,154.04	-	-
Liabilities:						
Borrowings	2,99,840.52	-	-	2,94,158.33	-	-
Trade Payables	4,136.68	-	-	4,008.40	-	-
Other Financial Liabilities	2,766.38	-	-	5,284.95	-	-
Total	3,06,743.58	-	-	3,03,451.68	-	-

Defaults and breaches

There are no defaults during the year with respect to repayment of principal and payment of interest and no breaches of the terms and conditions of the borrowings.

There are no breaches during the year which permitted lender to demand accelerated payment.



41 Fair Values of Assets and Liabilities

The carrying amount of all financial assets and liabilities appearing in the financial statements is reasonable approximation of fair values. Fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Fair Value Hierarchy

The Group uses the following hierarchy for fair value measurement of the Group's financial assets and liabilities:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

(All amounts in ₹ lakh unless otherwise stated)

Particulars	Carrying Value		Fair Value	
	As at 31st December, 2023	As at 31st March, 2023	As at 31st December, 2023	As at 31st March, 2023
Financial Assets at Amortized Cost:				
Trade Receivables	660.05	350.87	660.05	350.87
Cash and Cash Equivalents	24,008.63	21,124.08	24,008.63	21,124.08
Bank Balances Other than Cash & Cash Equivalents	512.43	-	512.43	-
Loans & Advances	-	-	-	-
Other Financial Assets	10,063.53	9,679.09	10,063.53	9,679.09
Total	35,244.64	31,154.04	35,244.64	31,154.04
Financial Liabilities at Amortized Cost:				
Borrowings*	2,99,840.52	2,94,158.33	2,99,840.52	2,94,158.33
Trade Payables	4,136.68	4,008.40	4,136.68	4,008.40
Other Financial Liabilities	2,766.38	5,284.95	2,766.38	5,284.95
Total	3,06,743.58	3,03,451.68	3,06,743.58	3,03,451.69

The carrying value of current financial assets and other financial liabilities measured at amortised cost are considered to be same as their fair values largely due to their short term nature.

*The carrying value of borrowings approximates the fair value as the instruments are at prevailing market rate



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42 Statement of Contingent Liabilities/Contingent Assets

(All amounts in ₹ lakh unless otherwise stated)

Particulars	As at December 31, 2023	As at March 31, 2023
Contingent Liabilities		
Stamp Duty on Concession agreement on Belgaum Kagal Project (refer note (a) below)	6,990	-
Corporate Guarantee issued in favour of Senior Lenders & Debenture Trustee of the Trust (refer note (c))	4,37,700	3,50,000
Contingent Assets		
Stamp Duty on Concession agreement on Belgaum Kagal Project (refer note (b) below)	6,990	-

a) Stamp Duty on Concession agreement on Belgaum Kagal Project - The Group has received notice from Office of Deputy Registrar of Stamps, Government of Karnataka. As per this notice additional stamp duty of Rs 69.90 crore has been imposed on the Group for the concession agreement entered into for Belgaum-Kagal road.

Stamp legislation in certain states (including Karnataka) also specifies that copy of the main document in respect of any property, or any business within the state also needs to be stamped with original amount of stamp duty, if the original document has not been stamped with full amount of the stamp duty applicable for place of business .

As regards to the applicability of stamp duty on Concession Agreement, it may please be noted that there is no specific entry in respect of the concession agreement. Such agreements are stamped under the residuary category of the agreements and a nominal amount was paid on such agreements. We are given to understand that the Karnataka State Govt. has given instructions to procure copies of licence /Agreement of toll collecting agencies in respect of roads passing through state of Karnataka. We have further been issued a notice for recovery of shortfall in stamp duty.

Various judicial pronouncements by various high courts have divergent views and the issue is debatable and there is no clarity on the same.

The Group is contesting this imposition of deficit stamp duty on concession agreement notice with Government of Karnataka. We are also in receipt of copies of letters sent by NHAI to the Karnataka State Govt clarifying the issue.

b) Contingent Assets

Stamp Duty on Concession agreement on Belgaum Kagal Project- In the event of the stamp duty becoming payable, it shall be reimbursed by NHAI as confirmed by them vide letter No. NHAI/F&A/InvIT/2021-22/CLFN_GST&SD(E-106870) dated 28.09.2021. Since no provision has been recognised in the books with respect to stamp duty, the reimbursement has not been recognised as an asset considering the guidance in Ind AS 37.

c) Corporate Guarantees

31 st December 2023	Rs 4,37,700.00 Lakh
31 st March 2023	Rs 3,50,000.00 Lakh

The Project SPV company (NHIPPL) has issued Corporate Guarantees amounting to Rs. 2,000 Crore or secured obligations on 14.03.2022 and Rs 877 Crore or secured obligations on 08.01.2024 in favour of Senior Lenders, Rs. 1,500 Crore or secured obligations on 21.10.2022 in favour of Debenture Trustee of the Trust (Long Term Loan of Rs. 2,000 Crore ,Rs. 1,500 Crore for Non Convertible Debentures and long term loan of Rs 877 Crore for Round 2 Assets) availed by the Trust from external lenders. The Corporate Guarantee is valid till the external debt obligations of the Trust are satisfied.

43 Financial Information of Investment Manager

The summary financials of Investment Manager are not disclosed alongwith these financials as its networth is not materially eroded.



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

44 Distribution made

(All amounts in ₹ lakh unless otherwise stated)

Particulars	For the period ended December 31, 2023 [^]	For the year ended March 31, 2023
Interest	25,540.41	29,985.38
Return of capital	-	-
Dividend	-	-
Other income of the Trust	392.26	240.39
Total	25,932.67	30,225.77

[^]The distribution relates to the distributions during the current period does not include the distribution relating to the period October 01, 2023 to December 31, 2023 which will be paid after December 31, 2023. The distributions by the Trust to its unit holders are based on the Net Distributable Cash Flows of the Trust under the SEBI InvIT Regulations.

45 Details of Project Management Fees and Investment Management Fees

Details of fees paid to project manager and investment manager as required pursuant to SEBI Circular No. CIR/MD/DF/127/2016, dated 29th November 2016 are as under:

Project Management Fees:

The Project Manager fee Payable as per PIMA Agreement dated March 30, 2021 shall be Rs. 70 lakhs per month for a period of 18 months from the date of commencement of this agreement which is 16.12.2021 as per letter dated September 29, 2021. Further, The fee shall be remain the same till 31.10.2023 as per letter No. NHIPMPL/O&M Fees/01/02 dated 26.09.2023.

The project manager's fee for the period thereafter shall be as may be mutually agreed between the parties.

Investment Management Fees:

i) The Investment Manager's fee as per agreement dated 21st October 2020 will initially be Rs. 1,100 Lakh (Rupees Eleven Hundred Lakhs) per annum.

ii) The Investment Management Agreement is revised and the fee with effect from 1st April 2023 has been agreed at Rs 1,800 Lakhs (Rupees Eighteen hundred lakhs) for the Financial Year 2023-24.

iii) The management fee set out in paragraph (ii) above shall be subject to escalation on an annual basis at the rate of 10% of the management fee for the previous year.

iv) Any applicable taxes, cess or charges, as the case may be, shall be in addition to the management fee and shall be payable by National Highways Infra Trust (NHIT) to the Investment Manager (NHIIMPL).

Payment of frequency: Payment of management fee shall be made by National Highways Infra Trust (NHIT) to the Investment Manager (NHIIMPL) in advance on a quarterly basis at the beginning of each quarter of a financial year.

46 Provision for Major Maintenance

The Group has a contractual obligation to maintain the performance standards of the Project Highways in respect of riding quality and allied measures as per the performance parameters stipulated under the respective Concession Agreements. Cost of such obligation is measured at the best estimate of the expenditure required to settle the obligation at the balance sheet date and recognised over the period at the end of which the overlay is estimated to be carried out using Discounted Cash Flows method with the discount rate taken as the risk-free interest rate i.e. GOI 30 yr. Bond Yield. The next major overlay for one of the Project Highways is expected to be carried out in FY 2024-25. The Group has recognised finance cost on major maintenance provision for the period ended December 31, 2023 amounting to Rs 345.70 Lakhs (PY Rs 24.95 lakhs). The provision for Major Maintenance Obligation as at December 31, 2023 has been recognised in the financial statements at Rs 13,319.50 Lakhs (P.Y. 2022-23 Rs 1,000 Lakhs).



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

47 Initial Improvement Works

As per the concession agreement between NHIPPL and NHAI, the concessionaire is obligated to undertake initial improvement works as specified in Schedule B including certain improvement works required initially and then to extend required repairs maintenance, regular upkeep of the Project Highway. These obligations will require outflow of economic resources and will be fulfilled over the period of time. Therefore, a provision shall be recognised and measured as per Ind AS 37 for contractual obligations toward the Fair Value of future upgrade services and correspondingly the Group shall capitalize the present value of provision for upgrade services to the intangible asset at the time of acquisition.

At the time of acquisition of SPV's there was uncertainty with respect to the cost estimates for the initial improvement work to be done and the Group was in discussion with NHAI for de-scoping of certain work. Further, as per Ind as 38, an intangible asset can be recognised if, and only, if the cost of the asset can be measured reliably.

Since the cost for initial improvement work was not ascertainable until 1st Dec 2023 (under Ind AS 38) because of discussion around de-scoping of various works, no reliable estimates could be made for the Fair Value of the said scope. This was further substantiated with the technical note prepared by the technical department basis their discussion and meetings with NHAI and various vendors. Considering that the management has now ascertained the costs based on contracts awarded and the sign off received from the PMC, (estimated as required under Ind AS 38) has now , based on discussions with its technical consultants, capitalised the initial improvement works amounting to Rs. 1,21,227.32 Lakhs (Undiscounted Value) on 1st Dec 2023.

Further the Group has also recognised provision for initial improvement works as per Ind AS 37 amounting to Rs. 1,11,993.43 Lakhs (Present Value) on 1st December 2023 with corresponding impact in Statement of Profit and Loss amounting to Rs. 282.21 Lakhs and Rs. 697.16 Lakhs on account of amortization of initial improvement work and unwinding of interest on provision of initial improvement respectively. Actual initial improvement work done up to December 2023 is Rs. 2,731.27 Lakhs.

48 Capital and Other Commitments

(All amounts in ₹ lakh unless otherwise stated)

Nature of Work	Unexecuted Contract Value	
	As at	As at
	December 31, 2023	March 31, 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for	64,073.65	-
	<u>64,073.65</u>	<u>-</u>

49 Segment Reporting

The activities of the Group mainly include investing in infrastructure assets primarily in the SPVs operating in the road sector to generate cash flows for distribution to unit holders. Based on the guiding principles given in Ind AS - 108 "Operating Segments", this activity falls within a single operating segment. Further, the entire operations of the Group are only in India and hence, disclosure of secondary/ geographical segment information does not arise. Accordingly, requirement of providing disclosures under Ind AS 108 does not arise.

50 The Board of Directors of the Investment Manager has declared distribution for Quarter 3 of FY 2023-24 of Rs. 1.697 per unit which comprises of Rs. 1.693 per unit as interest and Rs. 0.004 per unit as other income on surplus funds at the Trust level in their meeting held on 2nd February, 2024. Further The Board of Directors of the Investment Manager had declared distribution for Quarter 2 of FY 2023-24 of Rs. 1.816 per unit which comprises of Rs. 1.774 per unit as interest and Rs. 0.042 per unit as other income on surplus funds at the Trust level in their meeting held on 8th November, 2023 and the Board of Directors of the Investment Manager had declared distribution for Quarter 1 of FY 2023-24 of Rs. 1.754 per unit which comprises of Rs. 1.742 per unit as interest and Rs. 0.012 per unit as other income on surplus funds at the Trust level in their meeting held on 11th August, 2023.

51 During the Nine Months ended 31 December 2023, the Trust has taken a further disbursement of amounting to Rs. 63 Crores from the Axis Bank Limited and Rs. 16 Crores from the Bank of Maharashtra in accordance with Facility agreement. The Trust has given the above said amount to Project SPV as Loan at the rate of 12.70% p.a. for initial Improvement works.



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Notes to the Consolidated Interim Financial Statements for the period ended December 31, 2023

52 Subsequent Material Developments

NHIT made an offer to NHAI for 7 additional projects ("Leap Road Projects") at a base concession fee of Rs. 15,624.9 Crore. Acceptance of offer of NHIT by NHAI vide its letter dated 07.02.2024 for the acquisition of "Leap Roads" at an aggregate valuation of INR 15,624.90 Crores ("Leap Offer");

NHIT planning to avail additional credit facilities jointly from Various Banks and Financial Institutions for amounts not exceeding Rs. 9,000 Crores (Rupees Nine Thousand Crores only) to part finance the acquisition of the Concession rights and obligations of the Leap Road, by National Highways Infra trust ("NHIT") through its SPV, NHIT Eastern Projects Private Limited ("NEPPL").

NHIT Planning for raising of fresh funds through issuance of Units under Institutional Placement and/or on Preferential issue basis to part finance acquisition of the Concession rights and obligations of the Leap Roads in the Board Meeting held on 10.02.2024;

Approval for Issuance of units of National Highways Infra Trust through Institutional Placement and/or on Preferential issue basis and Acquisition of Road Assets under Project Leap in 4th EGM of Unit holders of NHIT held on 04.03.2024;

Approval for the Draft Concession Agreements to be entered into between National Highways Authority of India ("NHAI") and NHIT Eastern Projects Private Limited ("NEPPL") in relation with (i) Chichira-Kharagpur (West Bengal) (ii) Orai-Bara (Uttar Pradesh) (iii) Rewa-Katni-Jabalpur-Lakhnadon (Madhya Pradesh) (iv) Kachugaon-Rakhaldubi Bus Junction & Rakhaldubi Bus Junction - Kaljhar (Assam Package) (v) Hubli-Haveri-Devangere-Chitradurga (Karnataka); (vi) Lakhnadon- Mahagaon- Khawasa (Madhya Pradesh) (vii) Kaljhar- Patacharkuchi (Assam) road stretches ("Project Leap/Leap Roads") in the Board Meeting held on 27.01.2024

53 Key sources of estimation

The preparation of Consolidated financial statements in conformity with Ind AS requires the Group to makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates include allowance for doubtful loans /other receivables, fair value measurement etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

54 Disclosure pursuant to Ind AS 23 "Borrowing Costs"

Borrowing cost capitalised during the period ended Dec 31, 2023 Rs. Nil [March 31 , 2023 : Rs. Nil]

55 Default and breaches

There are no defaults during the year with respect to repayment of principal and payment of interest and no breaches of the terms and conditions of the borrowings. There are no breaches during the year which permitted lender to demand accelerated payment.

56 Comparatives figures have been reclassified/regrouped wherever necessary to confirm to the current period classification.


For A.R. & Co.
Chartered Accountants
Firm Registration no. 0027446


CA Mohd. Azam Ansari
Partner
M.No.511623
Date : 04.03.2024
Place : New Delhi



For and on behalf of Board of Directors of the National Highways Infra Investment Managers Private Limited (Acting as Investment Manager of National Highways Infra Trust)


Spresh Krishan Goyal
Director
DIN: 02721580


Mathew George
Chief Financial Officer


Mahavir Parsad Sharma
Director
DIN: 03158413


Gurjan Singh
Compliance Officer