

16.06.2023

To

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

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

**Sub: Result of Postal Ballot**

With reference to the captioned subject, we, the Investment Manager of Cube Highways Trust (the “InvIT”), hereby inform you that pursuant to the applicable provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended and the notifications, circulars and guidelines issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (the “InvIT Regulations”) and subject to other applicable laws and regulations, the consent of the Ordinary Unitholders of InvIT was sought through Postal Ballot for the matter as mentioned in the Postal Ballot Notice dated May 26, 2023.

Mr. Harish Chawla (Mem. No. F9002 and C.P. No.15492) Partner, M/s. CL & Associates, Practicing Company Secretaries, New Delhi, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. Please find enclosed the e-voting results and the Scrutinizer’s Report dated June 16, 2023. The voting results and Scrutinizer’s Report is also available on the website of the InvIT on <https://www.cubehighwaystrust.com/>. Pursuant to the aforesaid, the following Resolution has been approved by the Ordinary Unitholders of InvIT with requisite majority as per remote e-voting conducted through Postal Ballot and hence deemed to be passed at a general meeting of the Ordinary Unitholders of the Trust

S. No.	Particulars
1	To consider and approve the aggregate consolidated borrowings and deferred payments of Cube Highways Trust (“InvIT”) upto 49% of the value of InvIT Assets and matters related thereto

You are requested to take the same on record.

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

**Mridul Gupta**  
**Company Secretary & Compliance Officer**

CC:  
**Axis Trustee Services Limited**  
The Ruby, 2nd Floor,  
29 Senapati Bapat Marg  
Dadar West, Mumbai-400028

Voting Results of the Postal Ballot held on June 16, 2023

<b>Date of AGM/EGM</b>	Not Applicable (Resolution passed through Postal Ballot on June 16, 2023)
<b>Total number of unitholders on record date</b>	48
<b>Total no. of Unitholders present in the meeting either in person or through proxy</b>	Not applicable (Resolution passed through Postal Ballot)
<b>Sponsor &amp; Sponsor Group</b>	
<b>Public</b>	
<b>No. of Unitholders attended the meeting through Video Conferencing</b>	Not applicable (Resolution passed through Postal Ballot)
<b>Sponsor &amp; Sponsor Group</b>	
<b>Public</b>	

**Item No. 1 – To consider and approve the aggregate consolidated borrowings and deferred payments of Cube Highways Trust (“InvIT”) upto 49% of the value of InvIT assets and matters related thereto**

Resolution by way of majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in terms of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”) as amended.

Category	Mode of Voting	No of Units held (1)	No of Votes polled (2)	% of Votes Polled on outstanding units (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties</b>	Postal Ballot E-Voting	76,77,63,385	76,77,63,385	100	76,77,63,385	0	100	0
<b>Public Holding</b>								
1. Institutional	Postal Ballot E-Voting	45,25,82,727	36,01,62,873	79.57	36,01,62,873	0	100	0
2. Non-Institutional	Postal Ballot E-Voting	7,00,00,000	0	0		0	0	0
<b>Total</b>		<b>1,29,03,46,112</b>	<b>1,12,79,26,258</b>	<b>87.41</b>	<b>1,12,79,26,258</b>	<b>0</b>	<b>100</b>	<b>0</b>

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

**Mridul Gupta**  
Company Secretary and Compliance Officer

**CUBE HIGHWAYS FUND ADVISORS PRIVATE LIMITED**

CIN: U74999DL2021FTC379941

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

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

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

# CL & Associates, Company Secretaries

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D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India

Tel: +91 11-2630 2076, 097166 16624; E-mail: [support@corp-nexus.com](mailto:support@corp-nexus.com)

## Scrutinizer's Report

To,

The Board of Directors

**Cube Highways Fund Advisors Private Limited**

*(acting in its capacity as the Investment Manager to Cube Highways Trust)*

B-376, UGF, Nirman Vihar, New Delhi – 110092

**Subject: Scrutinizer's Report on Postal Ballot voting conducted by way of e-voting process ("Remote e-voting") in respect of passing of the resolution contained in the Postal Ballot Notice dated May 26, 2023.**

Dear Sir / Madam,

The Board of Directors of **Cube Highways Fund Advisors Private Limited ("Investment Manager")** on behalf of **Cube Highways Trust ("Trust")** issued Postal Ballot Notice dated May 26, 2023 ("**Notice**") and decided to provide to the Ordinary Unitholders of the Trust, facility to exercise their voting rights on the resolution as set out in the Postal Ballot notice by way of e-voting process ("**Remote e-voting**").

I, Harish Chawla, Partner of M/s. CL & Associates, Company Secretaries, having office at D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India, was appointed as Scrutinizer by the Board of Directors of **Investment Manager** on behalf of **Cube Highways Trust** in its Board Meeting held on May 23, 2023 for the purpose of scrutinizing the remote e-voting in a fair and transparent manner in respect of the resolution contained in the Notice.

### **Management Responsibility**

The management of the Investment Manager is responsible to ensure compliance with the requirements of the relevant provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("**SEBI InviT Regulations**") and any other law relating to Postal Ballot Voting for resolution stated in the Notice.

### **Scrutinizer's Responsibility**

My responsibility as scrutinizer for e-voting process is restricted to make the Scrutinizer's Report of the votes cast in "**Favour**" or "**Against**" by the Ordinary Unitholders in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by KFin Technologies Limited ("**KFin**"), the Trust's Registrar and Transfer Agent ("**RTA**"), the Agency engaged by the Trust to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e., till **Friday, June 16, 2023, 1:00 p.m.**

# CL & Associates, Company Secretaries

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D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India

Tel: +91 11-2630 2076, 097166 16624; E-mail: [support@corp-nexus.com](mailto:support@corp-nexus.com)

I submit my report as under: -

1. The Trust had sent the Postal Ballot Notice on Friday, May 26, 2023 through electronic mode only to the Ordinary Unitholders of Cube Highways Trust as on the cut-off date i.e. Friday, May 19, 2023 (“**Cut-off date**”).
2. Investment Manager had appointed KFin Technologies Limited (“**KFin**”) as the service provider, for the purpose of extending the facility of remote e-voting to the Ordinary Unitholders to exercise their vote in respect of the resolution as set out in the Notice from 9:00 a.m. (IST) on Monday, May 29, 2023 and ends on 1:00 p.m. (IST) on Friday, June 16, 2023.
3. KFin had set up electronic voting facility on their website <https://evoting.kfintech.com/> to facilitate the Ordinary Unitholders to cast their vote electronically.
4. The Ordinary Unitholders of the Trust holding units, as on the **cut-off date i.e., Friday, May 19, 2023** were entitled to vote on the proposed resolution as set out in the Notice, through remote e- voting only.
5. The **Remote e-voting period commenced on Monday, May 29, 2023 at 09:00 a.m. (IST) and ended on Friday, June 16, 2023, at 1:00 p.m (IST)**. The votes cast during the e-voting were unblocked on Friday, June 16, 2023 after the conclusion of e-voting period for Postal Ballot.
6. The Remote e-voting were reconciled with records maintained by the Investment Manager/ Registrar and Transfer Agents of the Trust and the authorization provided by the respective Ordinary Unitholders.
7. No invalid votes were received through remote e-voting.
8. Thereafter, the details of Ordinary Unitholders, who voted “**in favour**” or “**against**” on the resolution proposed for Postal Ballot were prepared based on report generated from the e-voting website of KFin.
9. The summary of results of remote e-voting are as under:

**Resolution No. 1– To consider and approve the aggregate consolidated borrowings and deferred payments of Cube Highways Trust (“InvIT”) upto 49% of the value of InvIT assets and matters related thereto**

Resolution by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in terms of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”) as amended.

# CL & Associates, Company Secretaries

D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India

Tel: +91 11-2630 2076, 097166 16624; E-mail: [support@corp-nexus.com](mailto:support@corp-nexus.com)

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/Invalid
	Nos.	%age	Nos.	%age	
Total votes through remote e-voting	1,127,926,258	100%	Nil	Nil	Nil

Therefore, the above Resolution stands approved by the Ordinary Unitholders of the Trust who have exercised their vote as per remote e-voting conducted through Postal Ballot and hence deemed to be passed at a general meeting of the Ordinary Unitholders of the Trust.

The aforesaid result in respect of the abovementioned resolution may accordingly be declared by the Investment Manager of the Trust.

Thanking you,

**For CL & Associates  
Company Secretaries**

**HARISH CHAWLA** Digitally signed by  
HARISH CHAWLA  
Date: 2023.06.16  
15:29:10 +05'30'

**Harish Chawla**

**Partner**

**Membership No. F9002**

**CP No. 15492**

**PR No. 1423/2021**

**UDIN\***

**Date: 16/06/2023**

**Place: New Delhi**

*\*Due to technical issues on the portal of Institute of Company Secretaries of India, the UDIN could not be generated.*