

NATIONAL HIGHWAYS INFRA INVESTMENT MANAGERS PRIVATE LIMITED

Registered Office: G-5 & 6, Sector-10, Dwarka, New Delhi– 110 075,

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CIN: U65929DL2020GOI366835

Date: September 24, 2022

Listing Compliance 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

Subject: Voting Results and Scrutinizer's Report of the First Extra-ordinary Meeting of the Unitholders of National Highways Infra Trust

Dear Sir/Madam,

We, National Highways Infra Investment Managers Private Limited, the Investment Manager of National Highways Infra Trust ("NHA InvIT"), hereby submit the voting results and scrutinizers report of the First Extra-ordinary Meeting ("EOM") of the Unitholders of NHA InvIT ("Unitholders") held on Friday, September 23, 2022 at 5:00 p.m. through Video Conferencing or Other Audio Visual Means, in accordance with the SEBI circular bearing reference no. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2022/079 dated June 03, 2022 read with previous circulars and in furtherance of the Notice to the Unitholders dated July 05, 2022.

In connection with the same, please find the following:

- Combined voting results of the remote e-voting together with the e-voting conducted at EOM, attached and marked as **Annexure-A**.
- The scrutinizer's report dated September 24, 2022, is attached and marked as **Annexure-B**.

The voting result and the scrutinizer's report are also available on the website of NHA InvIT i.e. www.nhaiinvit.in and the website of the KFin Technologies Limited at <https://evoting.kfintech.com>. The recorded transcript of the EOM will also be available on the website of NHA InvIT.

Request you to take note of the same.

Sincerely,

For **National Highways Infra Trust**

By Order of the Board

National Highways Infra Investment Managers Private Limited

Company Secretary and Compliance Officer

Encl: As above

Combined Voting Result of EOM

Particulars	NHAI InvIT
Date of the EOM	23-09-2022
Total number of unitholders on the record date	93
No. of unitholders present in the meeting either in person or through proxy:	
Sponsor/ Project Manager and its associates	Not Applicable
Public	Not Applicable
No. of unitholders attended the meeting through Video Conferencing:	
Sponsor/ Project Manager and its associates	0
Public	3

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803-804, 8th Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678136

Consolidated Report of Scrutinizer on remote e-voting and electronic voting at the 1st Extra-Ordinary Meeting (“EOGM”) of the Unitholders of National Highways Infra Trust (hereinafter “NHAI InvIT”) held on Friday, September 23, 2022 at 5.00 pm (IST), through video conferencing (“VC”) /other audio-visual means (“OAVM”) in terms of applicable provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 and circulars issued by SEBI from time to time

To,
Ms. Gunjan Singh
Authorized Representative
National Highways Infra Investment Managers Private Limited
(acting as the Manager to NHAI InvIT) (“Manager”)

- A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer by the Manager to scrutinize the results of the following:
- (i) Remote e-voting process of NHAI InvIT
 - (ii) Electronic Voting at the EOGM
- B. The Manager (on behalf of NHAI InvIT) has followed the procedure laid down under Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended, in relation to providing remote e-voting facility and voting at EOGM.
- C. The Manager (on behalf of NHAI InvIT) had appointed KFin Technologies Limited (**herein after “Kfin”**) for conducting the e-voting by unitholders at the EOGM. After the time fixed for closing of e-voting at EOGM, voting was closed and votes cast were unblocked at around 05:00 p.m. on September 23, 2022.
- D. NHAI InvIT had availed the remote e-voting facility provided by Kfin for conducting the remote e-voting by the all unitholders The remote e-voting commenced on Tuesday, September 20, 2022 at 09:00 A.M. (IST) and ended on Thursday, 22nd September, 2022 at 05:00 P.M. (IST) and the remote e-voting portal was blocked for voting thereafter.
- E. NHAI InvIT had also provided the e-voting facility to the unitholders attending the EOGM through VC/OAVM.
- F. The unitholders of NHAI InvIT holding units as on the “cut-off” date of Friday, September 16, 2022, were entitled to vote on the resolutions contained in the Notice of the EOGM.

- G. On the basis of the votes exercised by the unitholders of NHAI InvIT by way of remote e-voting and e-voting at the EOGM held on Friday, September 23, 2022, I have issued this report dated September 24, 2022.
- H. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the EOGM as **Annexure I**.

It is to be noted that:

1. The votes cast does not include invalid and abstained votes.
2. All the aforesaid resolutions were passed with requisite majority.

ANNEXURE I

Resolution on Item No. 1

Approval for the issuance of units.

Sr. No	Category	Mode of Voting	Total No. of Units Held	No. of votes polled	% of Votes Polled on outstanding Units	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Sponsor(s)/ Sponsor Group	Remote E-Voting	95,600,000	95,600,000	100.00	95,600,000	0	100.00	0.00
		E-Voting at EOM		0	0.00	0	0	0.00	0.00
		Total		95,600,000	100.00	95,600,000	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	416,111,257	235,400,000	56.57	235,400,000	0	100.00	0.00
		E-Voting at EOM		148,800,000	35.76	148,800,000	0	100.00	0.00
		Total		384,200,000	92.33	384,200,000	0	100.00	0.00
3	Public - Non Institutional holders	Remote E-Voting	83,488,743	38,050,253	45.58	38,050,253	0	100.00	0.00
		E-Voting at EOM		0	0.00	0	0	0.00	0.00
		Total		38,050,253	45.58	38,050,253	0	100.00	0.00
Total			595,200,000	517,850,253	87.00	517,850,253	0	100.00	0.00

Rounded off upto 2 decimals.

(i) Votes in favour of the resolution

Mode	Number of unitholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	369,050,253	71.27
Voting through electronic means at the EOM	1	148,800,000	28.73
Total	15	517,850,253	100.00

(ii) Votes against the resolution

Mode	Number of unitholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting through electronic means at the EOM	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes:

Mode	Total number of unitholders whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Voting through electronic means at the EOM	0	0
Total	0	0

Resolution on Item No. 2

Authority to borrow and create charge on assets and related matters

Sr. No	Category	Mode of Voting	Total No. of Units Held	No. of votes polled	% of Votes Polled on outstanding Units	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Sponsor(s)/ Sponsor Group	Remote E-Voting	95,600,000	95,600,000	100.00	95,600,000	0	100.00	0.00
		E-Voting at EOM		0	0.00	0	0	0.00	0.00
		Total		95,600,000	100.00	95,600,000	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	416,111,257	232,800,000	55.95	232,800,000	0	100.00	0.00
		E-Voting at EOM		148,800,000	35.76	148,800,000	0	100.00	0.00
		Total		381,600,000	91.71	381,600,000	0	100.00	0.00
3	Public - Non Institutional holders	Remote E-Voting	83,488,743	38,050,253	45.58	38,050,253	0	100.00	0.00
		E-Voting at EOM		0	0.00	0	0	0.00	0.00
		Total		38,050,253	45.58	38,050,253	0	100.00	0.00
Total			595,200,000	515,250,253	86.57	515,250,253	0	100.00	0.00

Rounded off upto 2 decimals.

(i) Votes in favour of the resolution

Mode	Number of unitholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	366,450,253	71.12
Voting through electronic means at the EOM	1	148,800,000	28.88
Total	14	515,250,253	100.00

(ii) Votes against the resolution

Mode	Number of unitholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting through electronic means at the EOM	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes:

Mode	Total number of unitholders whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Voting through electronic means at the EOM	0	0
Total	0	0

Resolution on Item No. 3

Approval for Acquisition of Assets

Sr. No	Category	Mode of Voting	Total No. of Units Held	No. of votes polled	% of Votes Polled on outstanding Units	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Sponsor(s)/ Sponsor Group	Remote E-Voting	95,600,000	0	0.00	0	0	0.00	0.00
		E-Voting at EOM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
2	Public - Institutional holders	Remote E-Voting	416,111,257	235,400,000	56.57	220,800,000	14,600,000	93.80	6.20
		E-Voting at EOM		148,800,000	35.76	148,800,000	0	100.00	0.00
		Total		384,200,000	92.33	369,600,000	14,600,000	96.20	3.80
3	Public - Non Institutional holders	Remote E-Voting	83,488,743	38,050,253	45.58	38,050,253	0	100.00	0.00
		E-Voting at EOM		0	0.00	0	0	0.00	0.00
		Total		38,050,253	45.58	38,050,253	0	100.00	0.00
Total			595,200,000	422,250,253	70.94	407,650,253	14,600,000	96.54	3.46

Rounded off upto 2 decimals.

(i) Votes in favour of the resolution

Mode	Number of unitholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	258,850,253	61.30
Voting through electronic means at the EOM	1	148,800,000	35.24
Total	11	407,650,253	96.54

(ii) Votes against the resolution

Mode	Number of unitholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	14,600,000	3.46
Voting through electronic means at the EOM	0	0	0.00
Total	3	14,600,000	3.46

(iii) Invalid votes:

Mode	Total number of unitholders whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Voting through electronic means at the EOM	0	0
Total	0	0

**For Makarand M. Joshi & Co.,
Practicing Company Secretaries**

**National Highways Infra Investment Managers Private
Limited (acting as the Manager to National Highways Infra
Trust)**

**Makarand Joshi
Partner
FCS No. 5533
CP No. 3662
UDIN: F005533D001036244
Date: September 24, 2022
Place: Mumbai**

**Ms. Gunjan Singh
Company Secretary
Date: September 24, 2022
Place: Delhi**