

**National Highways Infra Investment
Managers Private Limited**

(Investment Manager to National Highways Infra Trust)

CIN: U65929DL2020GOI366835 | Website: www.nhit.co.in | Email: nhiimpl@nhit.co.in



Date: 12th March, 2026

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: Proceedings of the 6th (Sixth) Extra-Ordinary Meeting of the Unitholders of National Highways Infra Trust (“NHIT” or “Trust”)

Dear Sir/Madam,

We, National Highways Infra Investment Managers Private Limited, the Investment Manager of National Highways Infra Trust (“NHIT” or “Trust”), hereby submit the proceedings of the business transacted at the 6th (Sixth) Extra-Ordinary Meeting (“EOM”) of the Unitholders of NHIT held on **Thursday, 12th March, 2026 at 11:00 a.m.** through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) and in furtherance of the **Notice of Extra-Ordinary Meeting (“EOM”)** to the Unitholders dated **17th February, 2026** and **Addendum** to the said Notice dated **03rd March, 2026**

In connection with the same, please find the summary of the proceedings of the EOM attached and marked as **Annexure-A**.

Request you to take note of the same.

Sincerely,

**For National Highways Infra Investment Managers Private Limited
(Acting as an Investment Managers to National Highways Infra Trust)**

Gunjan Singh
Company Secretary and Compliance Officer
Encl: As above

Annexure-A

Summary of proceedings of the Extra Ordinary Meeting

The 6th Extra Ordinary Meeting (“EOM”) of National Highways Infra Trust (“NHIT” or “Trust”) was held on Thursday, 12th March, 2026, through Video Conference (“VC”) / Other Audio-Visual Means (“OAVM”) without the physical presence of the Unitholders at a common venue, in compliance with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”) and SEBI master circular bearing reference no. SEBI/HO/DDHS-PoD 2/P/CIR/2025/102 dated 11th July 2025, read with previous circulars issued in this regard from time to time issued by the Securities and Exchange Board of India (the “SEBI Circulars”).

Directors, KMPs and Leadership team present:

1. Mr. Pradeep Singh Kharola	Independent Director, Chairman- Audit Committee and Stakeholder Relationship Committee
2. Mr. Sumit Bose	Independent Director, Chairman- Nomination and Remuneration Committee
3. Mr. Sanjay Prasad	Independent Director
4. Mr. Rakshit Jain	Managing Director and CEO
5. Mr. Mathew George	Chief Financial Officer
6. Ms. Gunjan Singh	Company Secretary and Compliance Officer
7. Mr. Sunil Kumar	Assistant Vice President (Finance & Accounts)

Invitees present:

1.	Mr. Mahendra Singh Chouhan	Representative of the IDBI Trusteeship Services Ltd acting as Trustee to the NHIT
2.	Mr. Mohd Azam Ansari	Representative of the Statutory Auditors, M/s A.R. & Co.
3.	Mr. Ritesh Rajput	Scrutiniser, on behalf of M/s KDA & Associates
4.	Mr. Nilesh Jain	Representative of the Valuer, M/s. Ernst & Young Merchant Banking Services LLP
5.	Ms. Shaanya Srivastava	Representative of Debenture Trustee, SBI Cap Trustee Company Limited
6.	Mr. Vaibhav Garg	Secretarial Auditor, Garg Vaibhav & Associates

Total 4 (Two) persons representing 2 client IDs each) unitholders were present for this EOM.

Ms. Gunjan Singh, Company Secretary and Compliance Officer welcomed all the Unitholders and informed the Unitholder(s) that the digital copy of the Notice has been sent to all the Unitholders whose e-mail addresses are registered with the Depositories/ NHIT for communication purposes and for Unitholders whose e-mail addresses are not registered, physical copies has been sent by the RTA. She further informed that NHIT has tied up with KFin Technologies Limited to provide a facility for voting through remote e-voting, e-voting during the EOM, and participation in the EOM through VC/ OAVM facility. Further, Mr. Kaushal Dalal, Partner M/s. KDA & Associates., Practicing Company Secretaries, has appointed as the scrutinizer (“Scrutinizer”) for scrutinizing the process of remote e-voting held prior and e-voting during the EOM.

Mr. Pradeep Singh Kharola was elected as the Chairman of the meeting and welcomed all the Unitholders and stated that in accordance with the SEBI Circulars, the 6th Extra Ordinary Meeting of NHIT is being held through Video Conferencing. Thereafter, the Chairman called the meeting to order and ascertained the presence of quorum.

Ms. Gunjan Singh, Company Secretary and Compliance Officer of the Company introduced the Board Members, Key Managerial Personnel and the Leadership Team present through Video Conferencing from their respective locations and informed that the Mr. Mahendra Singh Chouhan, Authorised Representatives of the IDBI Trusteeship Services Ltd acting as Trustee to the NHIT, Mr. Mohd Azam Ansari, Partner, on behalf of M/s A.R. & Co, Representatives of Auditors of Trust, Mr. Nilesh Jain, on behalf of M/s Ernst & Young Merchant Banking Services LLP, a Representative of the Valuer, Ms. Shaanya Srivastava, a Representative of Debenture Trustee i.e. SBI Cap Trustee Company Limited and Mr. Ritesh Rajput on behalf of M/s KDA & Associates Practicing Company Secretaries, Representative of Scrutinizers, have also joined the meeting. She further informed that Chairperson of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee were also present in the Meeting.

It was informed to the Unitholders that the NHIT, in accordance with SEBI InvIT Regulations, had provided a facility to the Unitholders to exercise their votes on the resolutions proposed in the notice dated 17th February, 2026, through the remote e-voting facility. The Cut-off date for determining the voting rights of Unitholders entitled to participate in the voting process was Thursday, 05th March, 2026. Further, the e-voting period remained open from 9:00 a.m. (IST) on Monday, 09th March, 2026, till 5:00 p.m. (IST) on Wednesday, 11th March, 2026. The facility for voting through the e-voting system is available during the Meeting and has been activated for Unitholders who had not cast their vote prior to the Meeting.

Further, the Unitholders were apprised that Mr. Kaushal Dalal (Membership No.: F7141, COP: 7512) failing him, Mr. Ritesh Rajput, (Membership No.: A69004, COP: 25678), Partners, M/s KDA & Associates, Practicing Company Secretaries, Mumbai, (ICSI Unique Code: P2016MH047700), has been appointed as the scrutinizer (“Scrutinizer”) for scrutinizing the process of remote e-voting held prior and e-voting during the EOM.

It was further informed that the consolidated voting results along with Scrutinizer's Report would be made available on the website of NHIT i.e. <https://nhit.co.in> and the website of the KFintech at <https://evoting.kfintech.com> not later than 48 hours of the conclusion of the meeting.

Thereafter, the Chairman called the meeting to order and the Extra-Ordinary Meeting Notice convening the meeting was taken as read.

Ms. Gunjan Singh, thereafter briefed resolutions given in the said Extra Ordinary Meeting Notice for approval of unitholders and invited queries from Unitholders present at the meeting.

Thereafter, Moderator opened Question and Answer session. The Chairman along with the Management Team were available to take up all the queries of the unitholder(s) raised during the meeting. No queries were raised by the unitholder(s) attending the meeting.

Thereafter, the following resolutions were transacted by the Unitholders:

Sr. No.	Resolutions
1	Approval for Acquisition of Assets
2	Approval for issuance of units of National Highways Infra Trust on a preferential basis
3	Approval for the issuance of units of the Trust through Institutional Placement
4	To consider and approve the distribution to the Unitholders
5	To consider and approve the variation in terms of use of proceeds raised by the Trust
6	Approval for revision in remuneration to be paid to M/s A R & Co. Chartered Accountants statutory auditors of National Highways Infra Trust ("NHIT")

The Chairman and Company Secretary, thanked all the Unitholders for their participation at the EOM. It was informed to the members that the e-voting process will continue for the next 15 minutes and will be disabled automatically and then declared the Meeting closed.

The meeting commenced at 11.00 a.m. (IST) and concluded at 11:30 (IST) after being opened for 15 minutes for e-voting to be completed.

Post completion of the EOM and after scrutiny of votes, the Scrutinizer submitted his report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior to and e-voting during the EOM, all resolutions embodied in the Notice of EOM were passed with the requisite majority as required under the SEBI InvIT Regulations.

**For National Highways Infra Investment Managers Private Limited
(Acting as an Investment Managers to National Highways Infra Trust)**

Gunjan Singh
Company Secretary and Compliance Officer