

# NXT-INFRA TRUST

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January 21, 2025

To,  
The Corporate Relations Department,  
The National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G-Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400051

**Re: Script Symbol “NXT-INFRA”**

Dear Sir/ Madam,

**Subject: Voting Results and Scrutinizer’s Report in the matter of Postal Ballot dated December 19, 2024.**

We refer to our letter dated December 20, 2024, regarding the Postal Ballot Notice of Nxt-Infra Trust (“**Trust**”) to seek the approval of Unitholders of the Trust for the items set out below:

1. To ratify the appointment of M/s. S R B C & Co LLP for the financial year 2023-24 and approve their appointment for the financial years commencing from 2024-25 up to 2028-29 as the Statutory Auditor of Nxt-Infra Trust and the fees payable thereof; and
2. To ratify the appointment of M/s. S. Sundararaman for the financial year 2023-24 and approve their appointment for the financial year 2024-25 as the valuer of Nxt-Infra Trust and the fees payable thereof.

We hereby submit that the Unitholders of the Trust have duly approved the above-mentioned items with the requisite majority prescribed under the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014.

The Voting results along with the Scrutinizer's Report dated January 21, 2025, are enclosed as **Annexure I** and **Annexure II** respectively and shall also be displayed on our website at <https://nxt-infra.com>. Kindly take the same on your records.

Thanking you

For **Nxt-Infra Trust**  
**(acting through Walter Infra Manager Private Limited)**  
**(in its capacity as Investment Manager of the Trust)**

**Aditi Tawde**  
**Company Secretary and Compliance Officer**  
**Membership No. A28753**

# NXT-INFRA TRUST

## Annexure I

	<b>Nxt-Infra Trust</b>
<b>Date of Annual Meet/ Extraordinary Meet/ through Postal Ballot</b>	Through Postal Ballot
<b>Record date</b>	December 13, 2024
<b>Total number of Unitholders on record date</b>	39
<b>Number of Unitholders present in the meeting either in person or through proxy</b>	Not applicable
<b>a) Promoter and promoter group</b>	-
<b>b) Public</b>	-
<b>Number of Unitholders attended the meeting through video conferencing</b>	Not applicable
<b>a) Promoter and promoter group</b>	-
<b>b) Public</b>	-

<b>Resolution No.</b>	1							
<b>Resolution Required</b>	Simple Majority: To ratify the appointment of M/s. S R B C & Co LLP for the financial year 2023-24 and approve their appointment for the financial years commencing from 2024-25 up to 2028-29 as the Statutory Auditor of Nxt-Infra Trust and the fees payable thereof:							
<b>Whether sponsor/ sponsor group are interested in the agenda/ resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Units held</b>	<b>No. of votes polled</b>	<b>% votes polled on outstanding Units</b>	<b>No. of votes - in favour</b>	<b>No. of votes - in Against</b>	<b>% of votes - in favour on votes polled</b>	<b>% of votes - in Against on votes polled</b>
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Sponsor and Sponsor Group	E-voting	24,50,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		24,50,00,000	100	24,50,00,000	0	100	0
	<b>Total</b>		<b>24,50,00,000</b>	<b>24,50,00,000</b>	<b>100</b>	<b>24,50,00,000</b>	<b>0</b>	<b>100</b>
Public Institutions	E-voting	50,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		50,00,000	100	50,00,000	0	100	0
	<b>Total</b>		<b>50,00,000</b>	<b>50,00,000</b>	<b>100</b>	<b>50,00,000</b>	<b>0</b>	<b>100</b>
Public Non-Institutions	E-voting	3,50,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		3,50,00,000	0	0	0	0	0
	<b>Total</b>		<b>3,50,00,000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>28,50,00,000</b>	<b>25,00,00,000</b>	<b>87.7193</b>	<b>25,00,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Principal Place of Business:** 501, 5<sup>th</sup> Floor, Vikas Hub, Vikas Centre, next to Cubic Mall, Dr. G. C. Road, Wadavali Village, Chembur East, Mumbai, 400 074, Maharashtra, India.

**SEBI Reg No:** IN/INVIT/23-24/00028

**Email id-** im@nxt-infra.com

# NXT-INFRA TRUST

Resolution No.	2							
Resolution Required	Simple Majority: To ratify the appointment of M/s. S. Sundararaman for the financial year 2023-24 and approve their appointment for the financial years commencing from 2024-25 as the valuer of Nxt-Infra Trust and the fees payable thereof:							
Whether sponsor/ sponsor group are interested in the agenda/ resolution?	No							
Category	Mode of Voting	No. of Units held	No. of votes polled	% votes polled on outstanding Units	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled	% of votes - in Against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Sponsor and Sponsor Group	E-voting	24,50,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		24,50,00,000	100	24,50,00,000	0	100	0
	<b>Total</b>		<b>24,50,00,000</b>	<b>24,50,00,000</b>	<b>100</b>	<b>24,50,00,000</b>	<b>0</b>	<b>100</b>
Public Institutions	E-voting	50,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		50,00,000	100	50,00,000	0	100	0
	<b>Total</b>		<b>50,00,000</b>	<b>50,00,000</b>	<b>100</b>	<b>50,00,000</b>	<b>0</b>	<b>100</b>
Public Non-Institutions	E-voting	3,50,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		3,50,00,000	0	0	0	0	0
	<b>Total</b>		<b>3,50,00,000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>28,50,00,000</b>	<b>25,00,00,000</b>	<b>87.7193</b>	<b>25,00,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Principal Place of Business:** 501, 5<sup>th</sup> Floor, Vikas Hub, Vikas Centre, next to Cubic Mall, Dr. G. C. Road, Wadavali Village, Chembur East, Mumbai, 400 074, Maharashtra, India.

**SEBI Reg No:** IN/INVIT/23-24/00028

**Email id-** im@nxt-infra.com

**KDA & ASSOCIATES****(Formerly Known as KDT & Associates)****COMPANY SECRETARIES**

Ground Floor, 1, Nishant Building, Poddar Street, Opposite SVC Bank, Santacruz West, Mumbai-400054.

**Email id:** team@cskda.com **Mobile No:** 9820636169

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**SCRUTINIZER'S REPORT**

To,

**Walter Infra Manager Private Limited****(acting in its capacity as the Investment Manager of Nxt-Infra Trust)**501, 5<sup>th</sup> Floor, Vikas Hub, Vikas Centre,

Dr. C G Road, Wadavali Village,

Chembur East, Mumbai 400 074.

**Sub.: Scrutinizer's Report on Remote e-voting pursuant to Postal Ballot Notice dated December 19, 2024.**

Dear Sir,

The Board of Directors of Walter Infra Manager Private Limited ("**Investment Manager**") had approved Postal Ballot notice dated December 19, 2024, (hereinafter referred as "**Notice**") and decided to provide to the Unitholders of the Nxt-Infra Trust ("**the Trust**"), a facility to exercise their voting rights on the resolutions as set out in the Notice by way of Voting through electronic means ("**remote e-voting**"), in compliance with applicable provisions of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("**SEBI InvIT Regulations**") including the circulars issued thereunder from time to time.

I, **Ritesh Rajput**, Partner of **M/s. KDA and Associates**, Practicing Company Secretaries, was appointed as a Scrutinizer by the Board of Directors of Investment Manager on the behalf of the Trust to scrutinize the remote e-voting process by postal ballot of the trust in a fair and transparent manner.

**Management Responsibility**

The management of the Investment Manager is responsible to ensure compliance with the requirements of the relevant provisions of SEBI InvIT Regulations and any other law relating to remote e-voting for resolutions stated in the Notice.

**Scrutinizer's Responsibility**

Our responsibility as scrutinizer is restricted to making a scrutinizer report of the votes cast by the Unitholders in respect of the resolutions contained in the Notice of the Trust dated December 19, 2024. Our report is based on data and document provided by the Link Intime India Private Limited and voting received till the time fixed for closing of voting process i.e. Sunday, January 19, 2025 at 05.00 p.m. (IST).

Further to above, we hereby submit our report as under:

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1. Investment Manager had appointed Link Intime India Private Limited as the service provider, for the purpose of extending the facility of remote e-voting to the Unitholders to exercise their vote in respect of the resolutions as set out in the Notice from 9:00 a.m. (IST) on Saturday, December 21, 2024 and ends at 05:00 p.m. (IST) on Sunday, January 19, 2025.
2. Link Intime India Private Limited had set up electronic voting facility on their website <https://instavote.linkintime.co.in> to facilitate the Unitholders to cast their vote electronically.
3. Unitholders holding units as on Friday, December 13, 2024, i.e. cut-off date, were entitled to cast their vote through their demat account maintained with Depositories and Depository Participants.
4. At the end of the remote e-voting period on Sunday, January 19, 2025 at 05:00 p.m. (IST), the voting portal of Link Intime India Private Limited was blocked forthwith.
5. After conclusion of the Voting period, the votes received through remote e-voting facility were duly unblocked by us and were reconciled with the details of Unitholders as per the Beneficiary position as on the cut-off date obtained from Link Intime India Private Limited, Registrar and Unit Transfer Agent of the Trust.
6. The Result of Remote e-Voting is as under:

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Ground Floor, 1, Nishant Building, Poddar Street, Opposite SVC Bank, Santacruz West, Mumbai-400054.

**Email id:** team@cskda.com **Mobile No:** 9820636169

**Item No. 1: To ratify the appointment of M/s. S R B C & CO LLP for the financial year 2023-24 and approve their appointment for the financial years commencing from 2024-25 upto 2028-29 as the statutory auditor of Nxt-Infra trust and the fees payable thereof**

Resolution by way of Simple majority (i.e. where the votes cast in favour of the resolution are required to be more than fifty per cent of the total votes cast for the resolution) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014,

Category	Mode of Voting	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
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	24,50,00,000	24,50,00,000	100	24,50,00,000	0	100	0
Public - Institutional holders	Remote E-Voting	50,00,000	50,00,000	100	50,00,000	0	100	0
Public- Non Institutional holders	Remote E-Voting	3,50,00,000	0	0	0	0	0	0
<b>Total</b>		<b>28,50,00,000</b>	<b>25,00,00,000</b>	<b>87.7193</b>	<b>25,00,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>

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**Email id:** team@cskda.com **Mobile No:** 9820636169

**Item No. 2: To ratify the appointment of M/S. S. Sundararaman for the financial year 2023-24 and approve their appointment for the financial year 2024-25 as the valuer of Nxt-Infra trust and the fees payable thereof:**

Resolution by way of Simple majority (i.e. where the votes cast in favour of the resolution are required to be more than fifty per cent of the total votes cast for the resolution) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014

Category	Mode of Voting	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
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	24,50,00,000	24,50,00,000	100	24,50,00,000	0	100	0
Public - Institutional holders	Remote E-Voting	50,00,000	50,00,000	100	50,00,000	0	100	0
Public- Non - Institutional holders	Remote E-Voting	3,50,00,000	0	0	0	0	0	0
<b>Total</b>		<b>28,50,00,000</b>	<b>25,00,00,000</b>	<b>87.7193</b>	<b>25,00,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>

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The resolutions contained in the Notice dated December 19, 2024 as per the details above stand passed with the simple majority.

The aforesaid result in respect of the abovementioned resolutions may accordingly be declared by the Investment Manager of the Nxt-Infra Trust.

**Restriction to use:**

This report has been issued at the request of the Investment Manager for (i) Submission to stock exchanges, and (ii) placing on website of the Nxt-Infra Trust. This report is not to be used for any other purpose or to be distributed by the Investment Manager and /or Nxt-Infra Trust to any other parties, without our prior consent. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

We thank you for the opportunity given, to act as a Scrutinizer for the above remote e-voting process of your Nxt-Infra Trust.

**For KDA & Associates**  
**(Formerly Known as KDT & Associates)**  
**Practicing Company Secretary**

**RITESH VIJAY  
RAJPUT**

Digitally signed by RITESH VIJAY RAJPUT  
DN: c=IN, postalCode=400001, st=MAHARASHTRA,  
street=197201 GAUTAM NIWAS BORA BAZAR  
STREET,MUMBAIFORTGPO 400001, fo=MUMBAI, o=Personal,  
title=9222,  
serialNumber=3948ae1c920baa8e29f06b68c768a78460a74a  
3a97634257d96913da1cee7e9e,  
pseudoym=7a08ba8b6664e1e89a02c9e51cc531a,  
2.5.4.20=d75795d78de9d6a6e5a8aef380a46e21c58d0081b  
439172b9ff9826b495d, email=RITESHVJAY@GMAIL.COM,  
cn=RITESH VIJAY RAJPUT  
Date: 2025.01.21 14:35:47 +05'30'

**Ritesh Rajput**  
**(Partner)**

**M. No: A69004**

**CoP No: 25678**

**Peer Review No: 5840/2024**

**UDIN: A069004F003746568**

**Date: January 21, 2025**

**Place: Mumbai**