

WALTER INFRA MANAGER PRIVATE LIMITED

Date: October 30, 2024

To

The Compliance Team

Catalyst Trusteeship Limited
Unit No- 901, 9th Floor, Tower – B,
Peninsula Business Park,
Senapati Bapat Marg, Lower Parel (W),
Mumbai - 400013

Subject: Quarterly Compliance Report of Nxt-Infra Trust for the quarter ended September 30, 2024

Reference: Email dated October 04, 2024 for submission of quarterly compliance report

Dear Sir,

With reference to the captioned subject and in terms of the provisions of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time, the Quarterly Compliance Report of Nxt-Infra Trust for the quarter ended September 30, 2024, is hereby submitted as an **Annexure** to Catalyst Trusteeship Limited, the Trustee to Nxt-Infra Trust, in the prescribed format along with requisite annexures/certificates/financials as mentioned in the report.

You are requested to kindly take the same on your records.

Thanking You,

For Nxt-Infra Trust

Through, Walter Infra Manager Private Limited

(acting in its capacity the Investment Manager of the Trust)

Aditi Tawde

Compliance Officer

WALTER INFRA MANAGER PRIVATE LIMITED

Annexure

Quarterly Compliance Report - Infrastructure Investment Trusts (InvIT) - September 30, 2024

Sr. No.	Particulars	Details/ Comments
General information about the InvIT		
1.	Name of the InvIT/Trust	Nxt-Infra Trust
2.	SEBI Registration Number & Certificate date	IN/INVIT/23-24/00028, November 08, 2023
3.	Date of execution of Project Implementation and Management Agreement / Project Implementation Agreement	April 25, 2024
4.	Whether InvIT has made an application for in-principal approval	During the quarter ended September 30, 2024, there were no in-principal approval sought or pending
5.	Date of filing Offer Letter/Placement Memorandum with SEBI and designated stock exchange Please share copy of the same	Placement Memorandum was filed on June 18, 2024 and Final Placement was filed on June 26, 2024 with SEBI and designated stock exchange. The Placement Memorandum and Final Placement Memorandum can be accessed from the website of the SEBI. The link for the same are as under: Placement Memorandum- https://www.sebi.gov.in/filings/invit-private-issues/jun-2024/nxt-infra-trust_84371.html Final Placement Memorandum- https://www.sebi.gov.in/filings/invit-private-issues/jun-2024/nxt-infra-trust_84443.html
6.	Date of filing the Offer Document Provide details of comments and copy of offer document	Same as point no 5.
7.	Date of filing Final offer Please share copy of the same	Same as point no 5.
8.	Current status of the InvIT	Listed on the National Stock Exchange India Limited on July 02, 2024
Basic details of INVIT		
9.	Whether initial offer is Public Issue or Private Issue	Private Issue
10.	Size of an Offer	₹1,52,000 lakhs
11.	Whether Sponsor/Sponsor group is collectively holding not less than fifteen percent of the total outstanding units of the InvIT, for three years from the date of listing of units in the initial offer	Sponsor holds not less than fifteen percent of the total outstanding units of the InvIT.

WALTER INFRA MANAGER PRIVATE LIMITED

12.	Please confirm units held by Sponsor is locked in and not be encumbered	The units held by Sponsor, are locked-in, pursuant to the InvIT Regulations and said units are not encumbered.
13.	Whether draft offer document/ or the placement memorandum has been filed with SEBI If yes, please confirm filing of such offer document is in accordance with Chapter 2.2 of SEBI Master Circular dated May 15, 2024	Placement Memorandum was filed on June 18, 2024 in accordance with Chapter 2.2 of SEBI Master Circular dated July 6, 2023, as amended.
14.	Date of filing Placement Memorandum with the SEBI	June 18, 2024
15.	Please provide list of all the applicable registration required for InvIT	SEBI Registration Certificate for registration of Nxt-Infra Trust was submitted as annexure with report for quarter ended December 31, 2023.
16.	Whether operations of InvIT has been started	Yes
17.	No. of unit holders Please provide details of unit holders in Annexure I	Benpos of the unitholders as on September 30, 2024 are updated and enclosed in the excel format as Annexure I
18.	Details of listing agreement Please confirm whether listing/ trading permission is obtained, and the listing of the units is in accordance with the listing agreement entered into between the InvIT and the Designated Stock Exchange and	Listing agreement was executed on June 28, 2024 with National Stock Exchange of India Limited Nxt-Infra Trust got listed on the National Stock Exchange of India Limited on July 02, 2024 and listing of units is in accordance with Listing agreement mentioned above.
Offer of units of InvIT and listing of units		
19.	Whether initial offer has been made If yes, minimum value of InvIT assets is maintained for initial offer and issuance of offer size is in accordance with Regulation 14 If no, please mention the methods adopted by IM as per Chapter 21 of Master Circular dated May 15, 2024	Yes, the initial offer was made in accordance to Regulation 14(1) and Regulation 14(2).
20.	For InvIT raising funds by way of private placement, whether the same is in complies with Regulation 14 (2)	Nxt-Infra Trust has complied with Regulation 14(2) at the time of listing of units through private placement.
21.	For InvIT raising funds by way of public issue, whether is in complies with Regulation 14 (3)	Not applicable as funds were raised through private placement.
22.	Please confirm that InvITs units are listed on a recognized stock exchange having nationwide trading terminals, whether publicly issued or privately placed	Nxt-Infra Trust is listed on July 02, 2024, on National Stock Exchange of India Limited, recognized stock exchange having nationwide trading terminals.

WALTER INFRA MANAGER PRIVATE LIMITED

23.	Please confirm whether the listing of the units is in accordance with the listing agreement entered into between the InvIT and the designated stock exchanges	We confirm that listing of the units is in accordance with the listing agreement entered into between the Nxt-Infra Trust and the National Stock Exchange of India Limited.
24.	Whether InvIT has submitted any information to the designated stock exchanges and unit holders on a periodical basis as may be required under the listing agreement. If yes, please share the same	<p>Post Listing of units on July 02, 2024, Nxt-Infra Trust has submitted below intimations to the stock exchanges.</p> <ol style="list-style-type: none"> 1. Press release dated July 03, 2024 2. Final Credit Rating dated September 09, 2024 3. Trading window closure dated September 27, 2024 4. Investor Grievance Report dated October 18, 2024 5. Corporate Governance Report dated October 18, 2024 6. Unitholding pattern dated October 21, 2024 <p>The said filings are annexed as Annexure A</p>
25.	<p>For listing of publicly offered units:</p> <p>Whether units are listed on the designated stock exchange within twelve working days from the date of closure of the initial public offer</p> <p>Please confirm the trading lot for the purpose of trading of units on the designated stock exchange is one unit.</p>	Not Applicable since units are listed through private placement.
26.	<p>For privately placed units:</p> <p>Whether the units are listed on the designated stock exchange(s) within thirty working days from the date of allotment</p> <p>Please confirm trading lot for trading of units on the designated stock exchange is rupees one crore.</p>	<p>Yes, units were listed on the designated stock exchange(s) within thirty working days from the date of allotment and trading lot for trading of units on the designated stock exchange is rupees one crore.</p> <p>Date of Allotment of Units- June 28, 2024</p> <p>Date of Listing- July 02, 2024</p>
27.	Redemption of units, if any	Nxt-Infra Trust has not redeemed the units post listing i.e. July 02, 2024 till the date of issue of this report
28.	<p>Whether the process of delisting of units and winding up of the InvIT has been initiated</p> <p>If yes, please confirm whether the same is in accordance with Reg 17 and the circulars issued thereunder</p>	No such process has been initiated till the date of issue of this report.

WALTER INFRA MANAGER PRIVATE LIMITED

29.	Any borrowing taken by the InvIT, If yes, the same is in accordance with the Trust Deed Also, whether approval of unit holders has been taken in this regard	Till the date of the report no further borrowings are taken beyond the details mentioned in the Final Placement Memorandum dated June 26, 2024 by the Nxt-Infra Trust
30.	Whether minimum holding of total units is maintained by Sponsor at all the times	Yes, minimum holding of total units is maintained by Sponsor.
31.	Whether submission of annual report, half-yearly report and valuation report to the trustee and unit holders of the InvIT, Please share the same	Half-yearly report for the period ended September 30, 2024 will be submitted to trustee, unitholders and stock exchanges as per the statutory timelines mentioned in the SEBI InvIT regulations and relevant circulars thereunder Annual report and valuation report is not applicable for the quarter ended September 30, 2024
32.	Any information having impact on the operation or performance of the InvIT If yes, such information is disclosed to Trustee and Unit holders	No such information has an impact on the operation or performance of Nxt-Infra Trust for the period ended September 30, 2024
33.	Whether agreement entered between issuer and stock exchange	Yes, the listing agreement was executed dated June 28, 2024 with National Stock Exchange of India Limited
34.	Whether financial information to Stock exchange half yearly and annual is submitted <i>Note: The financial information of the first half year period of the financial year, shall be submitted within 45 days from the end of the half year The annual financial information shall be submitted within 60 days from the end of the financial year</i>	Financial information for the half year ended September 30, 2024 will be submitted to trustee as per the statutory timelines mentioned in the SEBI InvIT regulations and relevant circulars thereunder
Investment and distribution		
35.	Please provide details of investment in Annexure II	The details are updated in an excel sheet and same is enclosed herewith in Annexure II
36.	Whether Investments made by the InvIT are in accordance with the investment conditions specified in InvIT Regulation 18 and in accordance with the investment strategy of the InvIT	Investments made by the Nxt-Infra Trust are in accordance with investment conditions specified in the InvIT regulation 18 and in accordance with the investment strategy of the InvIT to the extent applicable
37.	Whether InvIT invest in infrastructure projects through SPVs	Nxt-Infra Trust got listed on July 02, 2024 except for the details

WALTER INFRA MANAGER PRIVATE LIMITED

		mentioned in the Final Placement Memorandum filed with SEBI on June 26, 2024, if any
38.	Whether any assets/projects have been/decided to be acquired/sold/developed or expand existing completed properties during the Quarter. If yes, details to be provided along with rationale for same.	No such assets/projects have been acquired/sold/developed or expand the existing completed properties by Nxt-Infra Trust for the quarter ended September 30, 2024 except for the details mentioned in the Final Placement Memorandum filed with SEBI on June 26, 2024, if any
39.	Any breach of the investment conditions as laid down in InvIT Regulation 18 (5a) and 18 (5b), regulation 20 (1) and 20 (2) If yes, please share intimation to Trustee	No
40.	Any distribution declared. If yes, please confirm distributions are made within fifteen days of declaration Also, share timely declaration of distributions to the unit holders in accordance with sub-regulations (6), (7) and (8) of regulation 18	Nxt-Infra Trust got listed on July 02, 2024, and no distribution were made by Nxt-Infra Trust as on September 30, 2024.
41.	Any distributions made by the InvIT to the holdco and/or SPV,	No such distributions were made by Nxt-Infra Trust to its SPVs as on September 30, 2024
42.	For private placement: Whether investment criteria are meeting as per Reg 18(4) at the time of Offer document/placement memorandum and thereafter	We confirm that Nxt-Infra Trust have complied with Regulation 18(4) at the time of filing Placement Memorandum and thereafter to the extent applicable.
43.	For public placement: Whether investment criteria are meeting as per Reg 18(5 a and b) at the time of Offer document/placement memorandum and thereafter	Not Applicable since Nxt-Infra Trust is private listed InvIT.
44.	Any co-investment Transactions If yes, please provide the details	No
45.	Any Related Party transaction (RPT) If yes, disclosure is made as per InvIT Regulation 19 and RPT amount is within the prescribed	Related Party Transactions are part of the financial results for the half year ended September 30, 2024 and same will be submitted to trustee pursuant to SEBI InvIT Regulations and relevant circulars thereunder
46.	Any borrowings or deferred payment If yes, the share the aggregate consolidated borrowings and deferred payments of the InvIT	Nxt-Infra Trust got listed on July 02, 2024 except for the details mentioned in the Final Placement Memorandum filed with SEBI on June 26, 2024

WALTER INFRA MANAGER PRIVATE LIMITED

47.	Any breach of InvIT Regulation 20 and 18	No
48.	Frequency of valuation for Public offer and private issue	Since Nxt-Infra Trust is private listed InvIT there is no requirement to seek valuation on half yearly basis under the InvIT regulations.
49.	Whether valuation report has been submitted to Designated exchange and Trustee If yes, please share the same and confirm that the same is as per Schedule V of InvIT Regulations <i>(Note: valuation reports should be submitted within fifteen days of the receipt of the valuation report from the valuer)</i>	Same as point no 48
50.	Any material development that may have an impact on the valuation of the assets of the InvIT	For the current period, one of the SPV i.e. Nxt-Infra MCP Highways Private Limited has witness reduction in the traffic. There is a farmer protest on the Haryana-Punjab border. The above may or may not have an impact on the valuation of assets. The risk on the traffic has been mentioned under Risk no 06 in the Final Placement memorandum dated June 26, 2024
51.	Any material changes in the InvIT If yes, disclosure of such changes has been disclosed to unit holders	Nxt-Infra Trust, as a part of the process of listing of its private listed units, acquired SPVs and allotted units to sponsor and other unitholders, on June 28, 2024. The details are more particularly mentioned in the Final Placement Memorandum filed with SEBI on June 26, 2024
52.	Advertisement made for the initial offer of listed InvITs	We have made press release post listing of units of Nxt-Infra Trust. The same was intimated to National Stock Exchange on July 03, 2024 and uploaded on website www.nxt-infra.com .
Details pertaining to unit holders		
53.	Date of convening the annual meeting of Unit holders. Please share notices and agenda send to unit holders for meetings held alongwith the minutes of meetings and resolutions passed therein <i>(Note: An annual meeting of all unit holders shall be held not less than once a year within one hundred twenty days from</i>	Since, Nxt-Infra Trust got listed on July 02, 2024, hence, no meeting of the unitholders has been convened.

WALTER INFRA MANAGER PRIVATE LIMITED

	<i>the end of financial year and the time between two meetings shall not exceed fifteen months)</i>	
54.	Whether approval of unit holder taken for any of the transaction as required under InvIT Regulations and circulars issued thereunder. If yes, the same is granted in accordance with InvIT Regulation 22	Same as point 53
55.	Any complaints received from unit holders' to InvIT. If yes, please share the redressal undertaken by the Investment Manager	No complaints were received by the Nxt-Infra Trust as on September 30, 2024
56.	Please confirm Grievance Redressal Mechanism is in accordance with Chapter 4.16 of SEBI Master Circular dated May 15, 2024	Yes, Nxt-Infra Trust has complied with Chapter 4.16 of SEBI Master Circular dated May 15, 2024
57.	Please confirm that adequate and timely redressal of all unit holders' grievances pertaining to activities of the InvIT as stated in the InvIT Regulations and circulars issued thereunder	Nxt-Infra Trust hereby confirms that adequate and timely redressal of the unitholder's grievances are addressed on timely basis, if any.
58.	Whether annual report is submitted to all unit holders and to the designated stock exchanges within three months from the end of the financial year	Not applicable for the quarter ended September 30, 2024 as units of Nxt-Infra Trust were listed on July 02, 2024
59.	Whether disclosure of annual report, half-yearly report and quarterly reports is as specified under Schedule IV of InvIT Regulations	Disclosure of Half-yearly report for the period ended September 30, 2024 specified in the Schedule IV of the InvIT regulations will be submitted to trustee, unitholders and stock exchanges as per the statutory timelines mentioned in the SEBI InvIT regulations and relevant circulars thereunder Annual report and quarterly reports are not applicable for the quarter ended September 30, 2024
60.	Any unitholder holding less than ten percent of the total outstanding units of the InvIT If yes, whether Board nomination rights to unitholders is in accordance with Chapter 22 of SEBI Master dated May 15, 2024	None of the unitholder holding less than 10% have exercised the nomination rights as on September 30, 2024
61.	Whether unclaimed amounts lying with (InvIT and manner of claiming such amounts by unitholders is in accordance with Chapter 23 of SEBI Master circular SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024	Not applicable for the quarter ended September 30, 2024 as Nxt-Infra Trust has not made any distributions prior to September 30, 2024
62.	Whether statement containing details of Investor complaints in the format prescribed in Annexure 7 of the of	Investor Grievance Report in the format prescribed in Annexure- 7 was

WALTER INFRA MANAGER PRIVATE LIMITED

	the SEBI Master Circular dated May 15, 2024 has been submitted to the stock exchange within 21 (twenty-one) days from the end of quarter.	submitted to stock exchange dated October 18, 2024 and same is enclosed herewith in Annexure A . Further, no complaints were received by the Nxt-Infra Trust
63.	Whether investor complaints, if any have been presented to the Board of Investment Manager and Trustee in accordance with SEBI Circular dated August 22, 2024	Investor Grievance Report in the format prescribed in Annexure- 7 was submitted to tock exchange dated October 18, 2024 and same was presented to Trustee and Investment Manager via email dated October 18, 2024 and via Board meeting held on October 25, 2024 respectively and same is in accordance with SEBI Circular dated August 22, 2024.
Statutory /Tax Obligation and Maintenance of books of Accounts & Audit		
64.	Audit of accounts of the InvIT is completed If yes, date of submission of such report to Trustee and unit holders Please share the financial statement along with the combined financial statements	Audit of accounts is in process and same will form part of the Financial statements for the half year ended September 30, 2024 which will be submitted to trustee as per the statutory timelines mentioned in the SEBI InvIT regulations and relevant circulars thereunder
65.	Whether all the documents are maintained in accordance with InvIT Regulation 26	Yes, the documents to the extent applicable for the quarter ended September 30, 2024 was maintained in accordance with Regulation 26
66.	Please share the below documents as per Regulation 26 (2) as applicable: <ol style="list-style-type: none"> 1. certificate of registration granted by the Board; 2. registered trust deed; 3. documents pertaining to application made to the Board for registration as an InvIT; 4. titles of the infrastructure asset. Provided that where the original title documents are deposited with the lender or any other person in respect of any loan or debt, the trustee shall maintain copies of such title documents; 5. notices and agenda send to unit holders for meetings held; 6. minutes of meetings and resolutions passed therein; 7. periodical reports and disclosures received by the trustee from the investment manager; 	Please note our response as under regarding submissions to trustee: <ol style="list-style-type: none"> 1. shared as an annexure with report for the quarter ended December 31, 2023 2. shared as an annexure with report for the quarter ended December 31, 2023 3. Shared through one drive link via our email dated January19, 2023 4. The said title documents are deposited with trustee at the time of listing of Nxt-Infra Trust 5. Not Applicable for the quarter ended June 30, 2024 as InvIT is listed on July 02, 2024 and thus there was no unitholders'

WALTER INFRA MANAGER PRIVATE LIMITED

	<p>8. disclosures, periodically or otherwise, made to the Board, unit holders and the designated stock exchanges;</p> <p>9. any other material documents.</p>	<p>meeting during the quarter ended June 30, 2024.</p> <p>6. In continuation of point 5, not applicable.</p> <p>7. periodical reports and disclosures are submitted to Trustee on timely basis</p> <p>8. disclosures, periodically or otherwise, made to the Board, unit holders and the designated stock exchanges submitted to Trustee on timely basis.</p> <p>9. Not Applicable</p>
67.	Whether the records as mentioned above are maintained for 8 years?	The InvIT is registered with SEBI on November 8, 2023 and records are maintained accordingly.
68.	Whether TDS deducted at appropriate rate and paid to the Govt. within due dates basis the applicability.	Yes
69.	Whether Income Tax Return are filed within due dates? Please provide copy of the same.	Yes. ITR Copy enclosed for AY 2024-25 as Annexure B
70.	Whether any notice received/IT proceedings initiated by the Department? If yes, please provide details thereof including action taken by the Investment Manager?	No
71.	Annual Compliance: 1. Whether Statement to be furnished (in Form No. 64C) by InvIT to unit holders in respect of income distributed during the previous year is complied? 2. Whether Statement to be furnished (in Form No. 64D) by InvIT to Income tax authorities in respect of income distributed during the previous year is complied?	Not Applicable for the quarter ended September 30, 2024
Investment Managers declarations		
72.	Whether activities of the InvIT is abiding by the provisions of the Regulations and circulars issued thereunder and its offer document	Yes, to the extent applicable
73.	Whether InvIT and parties to the InvIT shall satisfy with the conditions specified in regulation 4 at all times	Yes
74.	Whether InvIT and parties to the InvIT shall comply, at all times, with the Code of conduct as specified in the Schedule VI, as applicable	Yes
75.	Whether Investment Manager complies with regulation 10 pertaining to roles and responsibilities	Yes, to the extent applicable

WALTER INFRA MANAGER PRIVATE LIMITED

76.	Whether Project Manager is in compliance with the InvIT Regulations and the project implementation agreement/project management agreement	Yes, to the extent applicable
77.	Whether investment manager complies with reporting and disclosures requirements unit holders, Board, trustees and designated stock exchanges is in accordance with regulations and guidelines or circulars issued hereunder Whether there is any delay or discrepancy, on the same	Yes, to the extent applicable
78.	Any conflict of interest between: 1. IM and its associates 2. Project Manager and its associates If yes, please share confirmation from a practicing-chartered accountant or valuer, as applicable	No such conflict of interest between IM and its associates and Project Manager and its associates for the quarter ended September 30, 2024
79.	Whether any change in the following: 1. Investment Manager 2. Control of the investment manager 3. Project Manager	No such change in the Investment Manager, Control of the Investment Manager and Project Manager for the period ended September 30, 2024
80.	Please confirm that activity of the InvIT is being operated in accordance with the provisions of the trust deed, Regulations and the offer document/placement memorandum	Yes, to the extent applicable
81.	Whether IM has obtained compliance certificate from the project manager, as per Regulation 9(4) and Regulation 10(2) on a quarterly basis If yes, please share the same	Yes, and same is attached as Annexure C
82.	Whether IM has provided compliance certificate to Trustee, in the format as prescribed by SEBI, on a quarterly basis If yes, please share the same	The Quarterly Compliance Certificate for the quarter ended June 30, 2024 was submitted to the Trustee on July 30, 2024
83.	Please share below quarterly reports on the activities of the InvIT : 1. receipts for all funds received by it and for all payments made, position on compliance with these regulations, 2. performance report, 3. status of development of under-construction projects, <i>(Note: To be submitted to Trustee within thirty days of end of such quarter)</i>	<ol style="list-style-type: none"> 1. Receipts for all funds received by it and for all payments made are enclosed in the excel sheet as Annexure D 2. Activity and Performance report is enclosed herewith as Annexure E 3. There are no under construction projects undertaken by Nxt-Infra Trust
84.	Whether all the disclosures and reporting to the unit holders, Board, trustees and designated stock exchanges,	Yes, with respect to disclosures and reporting to Board, Trustees and Stock exchanges.

WALTER INFRA MANAGER PRIVATE LIMITED

	are in accordance with InvIT regulations and guidelines or circulars issued thereunder	Further, in case of unitholders the same not applicable for the quarter ended September 30, 2024 as Nxt-Infra Trust got listed on July 02, 2024.
85.	Whether operations and management of the InvIT assets is managed by Project Manager as per InvIT Regulation 11	Yes, to the extent applicable
86.	Please confirm the offer document/placement memorandum includes all information as specified under Schedule III	Yes, the Placement Memorandum and Final Placement Memorandum filed with SEBI is in accordance with information specified in Schedule III
87.	Any information having impact on the operation or performance of the InvIT as well as price sensitive information If yes, please share intimation sent to Stock Exchange	There is no event which may have an impact on the operation or performance of the InvIT as well as price sensitive information for the quarter ended September 30, 2024
88.	Whether vigil mechanism, including a whistle blower policy for directors and employees to report genuine concerns is formulated	Yes. The Vigil Mechanism and Whistle Blower Policy for the Trust was approved by the Board of the Investment Manager on December 27, 2023
89.	Whether secretarial compliance report is submitted to the stock exchanges, within sixty days from end of each financial year. If yes, please share the same	Not Applicable for the quarter ended September 30, 2024 as InvIT is listed on July 02, 2024.
90.	Whether quarterly compliance report on governance in the format as may be specified by the SEBI is submitted to the recognized stock exchange(s) within twenty-one days from the end of each quarter If yes, please share the same	Corporate Governance Report submitted to stock exchange dated October 18, 2024 and same is enclosed herewith in Annexure A
91.	Please confirm whether financial information disclosed in offer document/placement memorandum is in accordance with Chapter 3 of Master Circular dated May 15, 2024	Yes, the financial information disclosed in Placement Memorandum filed with SEBI on June 18, 2024 is in accordance with Chapter 3 of Master Circular dated July 6, 2023.
92.	Whether InvIT has prepared and disclosed Management Discussion and Analysis (MDA) Please share the same	The InvIT has prepared and disclosed Management Discussion and Analysis (MDA) as disclosed in the Placement Memorandum filed with SEBI on June 18, 2024. No further MDA has been prepared

WALTER INFRA MANAGER PRIVATE LIMITED

93.	Whether Investment Manager's Net worth is materially eroded	No
94.	Please confirm all the units of InvIT is issued in dematerialized form only	Yes
95.	Any Information submitted to SEBI in writing if any information or particulars previously submitted to SEBI are found to be false or misleading in any material particular or if there is any material change in the information already submitted	No
96.	Whether subscription amount is kept in a separate bank account in name of the InvIT and is only utilized for adjustment against allotment of units or refund of money to the applicants till the time such units are listed	Yes
97.	Please confirm whether remuneration of the valuer is not be linked to or based on the value of the assets being valued	We confirm that the remuneration of the valuer is not linked to or based on the value of the assets being valued.
98.	Any construction projects undertaken by Project Manager. If yes, Project Managers complies with InvIT Regulation 11(2)	No such projects undertaken by Project Manager
99.	Valuation of the InvIT assets is done by the valuer(s) in accordance with regulation 21	Nxt-Infra Trust is private listed InvIT and got listed on July 02, 2024, the requirement to seek valuation is on annual basis under the InvIT regulations.
100.	Whether the Investment Manager, Sponsor and Project Manager or any of its employees / associates have been involved in any litigation connected with the Securities market which may have an adverse bearing on the business of the InvIT.	No
101.	Whether the Investment Manager, Sponsor and Project Manager or any of its employees / associates have at any time been convicted of any economic offence or offence involving moral turpitude.	No
102.	Whether any other information submitted to the designated Stock Exchanges/SEBI in terms of INVIT Regulations and circulars issued thereunder If yes, please share the same	Post Listing of units on July 02, 2024, Nxt-Infra Trust has submitted below intimations to the stock exchanges. <ol style="list-style-type: none"> 1. Press release dated July 03, 2024 2. Final Credit Rating dated September 09, 2024 3. Trading window closure dated September 27, 2024 4. Investor Grievance Report dated October 18, 2024 5. Corporate Governance Report dated October 18, 2024

WALTER INFRA MANAGER PRIVATE LIMITED

		6. Unitholding pattern dated October 21, 2024 The said filings are annexed as Annexure A
Details of Unit Based Employee Benefit Scheme, if any		
103.	Name of the Trust	Not Applicable
104.	Date of Trust Deed registration Whether the Trust deed is in accordance with Part A of Schedule – IX	Not Applicable
105.	Details of Trustee	Not Applicable
106.	Whether the operational activities of unit-based scheme is in accordance with INVIT (Second Amendment) Regulations 2024	Not Applicable
Miscellaneous		
107.	Any allocation for public issue If yes, the same is in accordance with Chapter 2.3 of Master Circular dated May 15, 2024.	Not applicable
108.	Any application of Abridged version of offer document filed If yes, the same is in accordance with Chapter 2.4 of Master Circular dated May 15, 2024	Not applicable
109.	Any public communication released If yes, the same is in accordance with Chapter 2.14.4 of Master Circular dated May 15, 2024	Not applicable
110.	Whether Invit has complied with the general conditions as stated in Chapter 2.16 of Master Circular dated May 15, 2024	Yes
111.	Any capital offering subsequent to the initial offer If yes, please confirm that disclosure is in accordance with Chapter 3.14 of Master Circular dated May 15, 2024	No
112.	Any issuance of debt securities by InvITs If yes, additional disclosure requirements for InvITs which have issued and listed debt securities is as per Chapter 4.18 of Master Circular dated May 15, 2024	No
113.	Any strategic investors	Not applicable

WALTER INFRA MANAGER PRIVATE LIMITED

	If yes, whether the same invites subscriptions from the strategic investors is undertaken in the accordance with Chapter 5 of Master Circular dated May 15, 2024	
114.	Whether there is any functional website of InvIT If yes, please provide the link and confirm whether the same is in compliance with Chapter 4.15 of Master Circular dated May 15, 2024	Yes, the link is of the website is www.nxt-infra.com
115.	In case of listed InvIT, any preferential issue of units or institutional placement of units issued If yes, whether the same satisfies the conditions	No
116.	Whether any issuance of rights issue of units by a listed InvIT If yes, the same is in compliance with Chapter 9 of Master Circular dated May 15, 2024	No
117.	Whether any conversion of Private Listed InvIT into Public InvIT	No
118.	Any Issue and listing of Commercial Paper by listed InvIT If yes, complies with Chapter 16 Master Circular dated May 15, 2024	No
119.	Please provide the policies maintained by the Investment Manager as required under the InvIT Regulation and circulars issued thereunder	The policies adopted by the Investment Manager are uploaded on the website of Nxt-Infra Trust. Also, distribution policy was amended and approved in the Board meeting held on May 10, 2024 and same is uploaded on the Nxt-Infra Trust website www.nxt-infra.com
Non-Compliances by the Investee Companies wherein the Fund had made an investment, Default in payments or any litigations		
120.	Kindly confirm whether any of the Investee companies of the Fund are non-compliant to any of the terms & conditions of the transaction's documents executed and to any guidelines as per the Regulatory requirements. <i>(If Yes, the please provide the details of the same).</i>	Not applicable
121.	Default in Coupon or Repayments by the Investee Company, if any. <i>(If Yes, the please provide the details of the same).</i>	Not applicable
122.	Details of Litigation, if any and present status of the same.	Nxt-Infra Trust got listed on July 02, 2024 and details of the litigation is mentioned in the Final Placement Memorandum filed with SEBI on June 26, 2024 and same is enclosed herewith as Annexure F

WALTER INFRA MANAGER PRIVATE LIMITED

123.	Whether SEBI has issued any letter to Trust / investment manager. If yes, please provide the details and action taken by fund manager in this regard.	Not applicable
124.	Any other information as may be deemed fit to be disclosed to trustee.	Not applicable
Other Regulatory Compliances		
125.	Whether issued units to a person resident outside India, if yes, the same is complied with RBI Compliances	Nxt-Infra Trust has filed FCTRS, DI forms and INVI for the swap of units and Fresh issue with RBI
126.	Whether InvIT has made any downstream investment in another Indian entity which is regarded as indirect foreign investment (as sponsor or manager is not Indian owned and controlled), if yes has the InvIT complied with RBI Compliances	Yes, Form DI was filed with the RBI.
127.	Whether Foreign Liabilities and Assets (FLA) return has been filed with the RBI, if applicable	Yes, the FLA return for financial year 2023-24 has been duly filed by Investment Manager with the RBI.
128.	Please confirm in case of any material change made in the details submitted at the time of SEBI registration application/ last QCR submitted incl. but not limited to change in Settlor, Sponsor and Sponsor group, Investment Manager (IM), Project Manager, Merchant Banker, Lead Merchant Banker, Custodian, Registrar and Transfer Agents (RTA), Fund Administrator / Fund Accountant, Valuer, Auditor, Legal Counsel, Designated Stock Exchange, Underwriter, Credit Rating Agency, Compliance Officer, any other intermediary.	There is no Material change made in the details submitted at the time of SEBI registration application.

For Nxt-Infra Trust

Walter Infra Manager Private Limited
(acting as the Investment Manager of the Trust)

Name: Aditi Tawde
Designation: Compliance Officer
Date: October 30, 2024

(Note: Also affix the stamp on Investment Manager Entity)

WALTER INFRA MANAGER PRIVATE LIMITED

Please attach following Enclosures in excel file, wherever it is applicable:

- Annexure I, Annexure II and Annexure III

Annexure I
Details of unit holder as on 30-09- 2024

The details are updated and enclosed as **Annexure I** (Separate excel) for the quarter ended September 30, 2024

Annexure II
Details of Investments as on 30-09-2024

The details are updated and enclosed as **Annexure II** (Separate excel) for the quarter ended September 30, 2024

Annexure III
Details of Disinvestments as on 30-09-2024-

Not Applicable

<u>Name of Investee Co</u>	<u>Type of Divestment (Indian/Foreign)</u>	<u>Divestment Date</u>	<u>Number of securities</u>	<u>Amount of Divestment</u>	<u>Original cost of Investment</u>	<u>Profit / Loss (If any)</u>	<u>Status of Compliance a) With Regulatory Authorities b) With Fund documents</u>	<u>If any Deductions made before distribution of funds to investors</u>