

# NXT-INFRA TRUST

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May 29, 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: Submission of Annual Secretarial Compliance Report for the financial year ended March 31, 2025.**

Pursuant to Regulation 26J of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, read along with Chapter 19 of the SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024, please see enclosed the Annual Secretarial Compliance Report of Nxt-Infra Trust for the financial year ended March 31, 2025.

The Annual Secretarial Compliance Report will also be uploaded on our website at <https://nxt-infra.com/investor-corner/regulatory-filings/>.

You are requested to take the same on record

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**

**Encl:** As above

# KDA & 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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## SECRETARIAL COMPLIANCE REPORT

OF

NXT-INFRA TRUST

FOR THE YEAR ENDED MARCH 31, 2025

[Pursuant to Chapter 19 of Master Circular for Infrastructure Investment Trusts (InvITs) dated July 06, 2023  
issued by the Securities and Exchange Board of India]

We have examined:

- (a) all the documents and records made available to us and explanation provided by Walter Infra Manager Private Limited ("the Investment Manager"),
- (b) the filings/submission made by the Investment Manager to the stock exchanges,
- (c) website of Nxt-Infra Trust, ("the InvIT")
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification, for the year ended **March 31, 2025** ("Review Period") in respect of compliance with the provisions of:
  - i. The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder and regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014;
- (b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (c) Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021- *Not Applicable* ;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/guidelines issued thereunder;
- (e) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the

extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings

Based on the above examination, we hereby report that, during the Review Period:

- (a) The investment manager of InvIT has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below:

Sr No.	Compliance Requirement (Regulation/ Circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	As per Regulation 4 (10) of Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019, Form INVI should be filed within 30 days from issue of Units to a person Resident outside India.		Form INVI was filed after 30 days

- (b) The investment manager of the InvIT has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the InvIT, parties to the InvIT, its promoters, directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/ guidelines issued thereunder:

Sr No.	Action taken by	Details of Violation	Details of action taken e.g. fines, warning letters, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any

1.	Nil
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(d) The investment manager of the InvIT has taken following actions to comply with the observations made in previous reports:

Sr No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2024	Actions taken by the Investment Manager, if any	Comments of the Practicing Company Secretary on the action taken by the InvIT
1.			*NA	

\* *Nxt-Infra Trust was listed on the National Stock Exchange on July 02, 2024*

**For KDA & Associates**  
**Practicing Company Secretaries**

**NIKUNJ R**  
**MAKWANA**  Digitally signed by  
NIKUNJ R MAKWANA  
Date: 2025.05.29  
13:37:33 +05'30'

**Nikunj Makwana**  
**Partner**  
**CoP No.: 23501**  
**Membership No.: 62943**  
**Peer Review Certificate No.: 6748/2025**  
**UDIN: A062943G000478479**

**Date: May 29, 2025**

**Place: Mumbai**