ANNEXURE - A

QUARTERLY REPORT AND COMPLIANCE CERTIFICATE

Date: August 14, 2026

To,
Catalyst Trusteeship Ltd
901, 9th floor, Tower B,
Peninsula Business Park Tower,
Senapati Bapat Marg,
Lower Parel, W, Mumbai,
Maharashtra 400013

Dear Sir/Madam,

Sub: Quarterly Report and Compliance Certificate as per Regulations 9(3) & 10 under Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 for the quarter ended in June 2026

We, **Walter Infra Manager Private Limited** acting in the capacity of the Investment Manager of **Nxt-Infra Trust,** pursuant to regulation 9(3) and regulation 10 of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("InvIT Regulations"), as amended from time to time, do hereby confirm that: -

1. We are in compliance with the SEBI Regulations, as applicable to the Investment Manager, specifically with Regulations 10, 18, 19 and 20 of InvIT Regulations and circulars issued thereunder as applicable including Master Circular for InvITs dated dated July 11, 2025 as amended from time to time, and all other reporting and disclosure requirements, for the quarter ended on June 2026,

2. The InvIT has maintained the minimum level of public holding as required under Regulation 14 of the InvIT Regulations, as applicable.

3. All applicable Insurance policies are obtained, renewed and operational on the assets of InvIT and that such insurances are valid and enforceable. The premium in respect of the insurance policies is paid on timely basis.

4. We on behalf of InvIT are maintaining a functional website https://nxt-infra.com/ of the InvIT as per the contents and including the relevant information about InvIT as specified in InvIT Regulations and the circulars issued thereunder, as amended from time to time. We further confirm that the contents as required under the regulations and circulars are being updated within two days of any changes / developments which trigger a need for an update on the website.

5. We are registered on SCORES platform in order to handle investor complaints electronically and enrolled on Online Dispute Resolution Portal for online conciliation and online arbitration for resolution of disputes, and all complaints were resolved and redressed in timely manner within the timeline prescribed by SEBI.

6. In terms of Regulation 9(9) of the InvIT Regulations, we confirm that necessary systems and procedures are in place. These systems are sufficient for effective monitoring of the performance and functioning of Trust

7. There were/are no events or information or happenings which have a bearing on the performance/operation of the Investment Manager/ InvIT, or change in shareholding/ control of the Investment Manager except for the matter disclosed in earlier Quarterly Compliance Report(s).

8. In terms of Regulation 26(G) to 26(L) of InvIT Regulations we confirm that we are in compliance with the provisions of the Chapter VIB (Obligations of the Investment Managers) of the InvIT Regulations as may be applicable for the quarter under review.

9. We confirm that all information, documents, reports, certificates and disclosures required to be submitted to the Trustee under the InvIT Regulations, SEBI circulars and the Trust Deed have been submitted within the prescribed timelines during the quarter under review.

10. We confirm that there has been no change in the Investment Management Agreement, Trust Deed or any material agreement governing the InvIT, except as disclosed to the Trustee and the Stock Exchanges, wherever applicable.

11. We confirm that all applicable approvals, licenses, permits, concessions and statutory registrations required for operation of the InvIT Assets/SPVs/HoldCos continue to remain valid and subsisting, except as otherwise disclosed.

12. We confirm that all material litigations, regulatory actions, notices, penalties or enforcement proceedings involving the InvIT, Investment Manager, HoldCos or SPVs have been disclosed to the Trustee, wherever applicable.

13. Further, pursuant to Regulation 10(18)(a) of InvIT Regulations, we have made timely submission of the previous quarter reports, and are hereby submitting the report for the quarter ended on 30th June 2026 with the following details: -

PERIODIC COMPLIANCES		
Sr. No.	**Requirement**	**Details including compliance status along with supporting documents**
1	Details of all funds received by InvIT and all payments made.	There are no changes in the details of funds received and all payments made by the InvIT from previous quarter with respect to the proceeds from the private placement of units of Nxt-Infra Trust which is in line with the objectives stated in Final Placement Memorandum dated June 26, 2024.
2	Status of development of under construction projects (if any).	There are no under construction projects undertaken by the Trust.
3	Copy of the activity and performance report placed before the Board as per Regulation 10(24) of the InvIT Regulations.	The Activity and Performance report is enclosed herewith as **Annexure 1**.
4	Pursuant to Chapter 4 of Master Circular, as amended from time to time, statement including details of any	Pursuant to Clause 4.17.2 of the Master Circular, Statement of any deviations/variations shall be

	deviations/variations, if any, in the use of proceeds from the objects stated in the offer document or explanatory statement to the notice for the general meeting (as applicable), has been submitted to the stock exchange as per applicable timelines, such statement shall be continued to be given till such time the issue proceeds have been fully utilised or the purpose for which these proceeds were raised has been achieved.	submitted to exchanges on quarterly basis and same shall be placed before the Trustee and the Board of Directors/Governing Body of the Investment Manager for review. Pursuant to such a review, the statement shall be submitted to the stock exchange(s). Such submission to the Stock Exchange(s) shall be made along with the submission of financial results. The InvIT has declared its annual financials for the quarter and year ended March 31, 2026, the statement of deviation/variation as on March 31, 2026, was filed with the stock exchange on May 28, 2026 and the same is annexed as **Annexure 2.** Further, the statement of deviation/variation as on June 30, 2026 duly confirmed by the Trustee on August 12, 2026 was submitted to the stock exchange(s) along with financial results of the Trust on August 14, 2026 and the same is annexed as **Annexure 3**.
5	Pursuant to Chapter 4 of Master Circular, as amended from time to time, a statement containing details of Investor complaints in the format prescribed in Annexure 7 of the Master Circular has been submitted to the stock exchange as per applicable timelines.	Investor grievance report in the prescribed format was submitted to stock exchange on July 16, 2026, and the same is enclosed herewith as **Annexure 4**.
6	Pursuant to Chapter 4 of Master Circular, as amended from time to time, disclosure of unit holding pattern for each class of unit holders has been made as per applicable timelines as per the format prescribed in the Master Circular.	Unitholding Pattern for the quarter ended June 30, 2026, was submitted to stock exchanges on July 21, 2026, and the same is enclosed herewith as **Annexure 5**.
7	Details of shareholding of the InvIT in the SPV / Holdco and changes, if any during the relevant quarter.	There were no changes in the shareholding of the InvIT in the SPVs during the quarter ended June 30, 2026. The shareholding pattern of all SPVs are enclosed herewith as **Annexure 6**.
8	Copy of Financial Information and Additional Disclosures submitted to the stock exchange as per Chapter 4 of the Master Circular, as amended from time to time, within following timelines: A. For the first half year period of the financial year - submitted within 45 days from the end of the half year. B. For annual financial information - submitted within 60 days from the end of the financial year.	As per Chapter 4 of the Master Circular, as amended from time to time, the Financial Information and Additional Disclosures for the quarter ended June 30, 2026 shall be provided upon approval by Board of Directors of the Investment Manager within the permitted period of 45 days from end of the quarter.
9	Certificate of compliance of the applicable net-worth requirement by the Investment Manager and sponsor(s) in the following form: (i) certificate from the Investment Manager, on a half yearly basis; (ii) certificate from an independent chartered accountant, on an annual basis for the sponsor(s) and Investment Manager.	Certificate from the Investment Manager, on half yearly basis; and certificate from an independent chartered accountant, on an annual basis for Sponsor(s) and Investment Manager is not applicable for the quarter ended June 30, 2026.

10	Confirmation regarding meeting the eligibility conditions by the Investment Manager as per Regulation 4(2)(e) of the InvIT Regulations.	We confirm that the Investment Manager is meeting the eligibility conditions as per Regulation 4(2)(e) of the InvIT Regulations to the extent applicable.
11	Information on any other compliance(s), if any, as deemed appropriate by the Investment Manager or Trustee	(i) The Board of Directors of Walter Infra Manager Private Limited, Investment Manager to Nxt-Infra Trust in its meeting held on June 17, 2026 has approved the issuance of up to 227 million units of the Trust on a preferential basis for an aggregate consideration of up to ₹21,000 million. Further, a proposal of availing additional external borrowings aggregating up to ₹55,000 million by the Trust through borrowing instruments was also approved. Outcome of Board Meeting held on June 17, 2026 submitted to Stock Exchange is enclosed herewith as **Annexure 7**. (ii) The Board of Directors of Walter Infra Manager Private Limited, Investment Manager to Nxt-Infra Trust in its meeting held on June 25, 2026 has approved the "Management Incentive Plan", proposed to be adopted, subject to approval of the Unitholders of the Trust. Outcome of Board Meeting held on June 25, 2026 submitted to Stock Exchange is enclosed herewith as **Annexure 8**.
12	Details of any change in key managerial personnel, directors, compliance officer or principal officers of the Investment Manager during the quarter and confirmation that requisite intimations were made to SEBI, Stock Exchanges and Trustee, wherever applicable.	Mr. Jayanta Neelkanth Dixit has been appointed as Chief Executive Officer on the Investment Manager with effect from April 1, 2026. His appointment was intimated to stock exchange, Trustee and SEBI on March 30, 2026. Change in designation of Mr. Gaurav Chaturvedi from Non-Executive Director to Executive Director. His change in designation was intimated to stock exchange, Trustee and SEBI on March 30, 2026. The intimations are annexed herewith as **Annexure 9**.
13	Details of any rating action (upgrade, downgrade, reaffirmation, withdrawal or revision in outlook) relating to any debt securities or borrowings of the InvIT, HoldCo or SPV during the quarter and confirmation that requisite disclosures were made.	CRISIL has revalidated its rating on the long-term bank facilities of Nxt-Infra Trust as CRISIL AAA/Stable.
14	Confirmation that there has been no breach of any covenants under financing documents, concession agreements, project documents or material contracts, except as disclosed to the Trustee.	We confirm that there has been no breach of any covenants under financing documents, concession agreements, project documents or material contracts, except as disclosed to the Trustee.

EVENT BASED COMPLIANCES		
Sr. No.	**Requirement**	**Details including compliance status along with supporting documents**
1	A. Details of related party transactions, if any, carried out between the Investment Manager and its associates in terms of Regulation 9(6) of InvIT Regulations. In case of conflict of interest, confirmation from a practicing-chartered accountant or a valuer, as applicable, shall be obtained that such transaction is on arm's length basis along with relevant documents. B. Pursuant to Regulation 19(3) of InvIT Regulations, whether the value of funds borrowed from related parties, total value of all related party transactions pertaining to acquisition or sale of assets / projects or investments into securities exceeded the specified threshold. If yes, whether requisite approval of the unitholders has been obtained prior to entering into any such transaction.	A. We confirm that the Related Party transactions carried out are as per the terms of Regulation 9(6) and there is no conflict on interest in the said transactions. B. As a privately placed InvIT, the regulation is not applicable to the Trust.
2	Whether any assets / projects have been/decided to be acquired or sold or developed during the quarter or expand existing completed assets / projects. If yes, details to be provided along with rationale for same.	None of the assets have been acquired or sold during the quarter ended June 30, 2026.
3	Details of any action which requires approval from the unitholders as required under the InvIT Regulations.	No such action was required approval of unitholders during the quarter ended June 30, 2026.
4	Details of any material fact including change of its directors, any legal proceedings that may have a bearing on the activity of the InvIT and confirm whether such details have been submitted to the trustee within 7 (seven) working days of such action. A. Date of any event as mentioned above: B. Date of Intimation of such event to Trustee:	Mr. Jayanta Neelkanth Dixit has been appointed as Chief Executive Officer on the Investment Manager with effect from April 1, 2026. His appointment was intimated to stock exchange, Trustee and SEBI on March 30, 2026. Change in designation of Mr. Gaurav Chaturvedi from Non-Executive Director to Executive Director. His change in designation was intimated to stock exchange, Trustee and SEBI on March 30, 2026.

		The intimations are annexed herewith as **Annexure 9**.

5	Confirmation from Investment Manager on compliances of thresholds under Regulations 18(4) or 18(5) of the InvIT Regulations, as applicable, on a quarterly basis and at the time of acquisition and/or disposal of assets as may be applicable.	We confirm that we have complied with the thresholds under Regulation 18(4) and Regulation 18(5) to the extent applicable.
6	Confirmation from Investment Manager in relation to distribution that: A. not less than 90% of net distributable cash flows are being distributed to the unit holders and such distribution has been made within the timeline specified in the InvIT Regulations. B. confirmation on the unclaimed distribution till the previous quarter.	We confirm that – A. Not less than 90% of net distributable cash flows are being distributed to the unit holders and such distribution has been made within the timeline specified in the InvIT Regulations; B. No such distribution was unclaimed for the quarter ended March 31, 2026.
7	Whether Rights Issue, Preferential Issue, Institutional Placements, or any other issuance of units made during the quarter? If yes, whether compliance of relevant regulations and circulars done?	We confirm that no further Rights Issue, Preferential Issue, Institutional Placements, or any other issuance of units made during the quarter ended June 30, 2026.
8	Whether any encumbrance, release or invocation is created / registered on the units of InvIT during the Quarter? If yes, whether compliance of relevant regulations and circulars was done, also provide details and submissions made to the Investment Manager / stock exchange in that respect.	We confirm that no encumbrance, release or invocation is created / registered on the units of InvIT during the quarter ended June 30, 2026.
9	As per Regulation 23 of the InvIT Regulations, details of any non-compliance or violation of the InvIT Regulations or circulars issued thereunder: A. Informed to SEBI by the Compliance Officer B. Observed by the Compliance Officer	We confirm that no such event of non-compliance or violation of the InvIT Regulations occurred during the quarter ended June 30, 2026.
10	Copy of Valuation report as required under InvIT Regulations submitted to the trustee and Stock Exchange (as the case may be) within 15 days from the date of receipt of the valuation report from the valuer: A. Date of receipt of the report from the Valuer: B. Date of Intimation to Trustee:	No Valuation Report as required under the InvIT Regulations was required to be obtained during the quarter ended June 30, 2026.

11	Pursuant to Chapter 4 of Master Circular, as amended from time to time, disclosure of unit holding pattern for each class of unitholders has been made within 10 (ten) days of any capital restructuring of InvIT	Unitholding Pattern for the quarter ended June 30, 2026, was submitted to stock exchanges on July 21, 2026 and the same is enclosed herewith as **Annexure 5**.

	resulting in a change exceeding 2% of the total outstanding units of InvIT.	
12	Pursuant to Regulation 20 of the InvIT Regulations, whether conditions w.r.t borrowings and deferred payments have been complied with on an ongoing basis and at the time of acquisition and/or disposal of assets, as may be applicable. If there is any breach, whether the same was informed to the trustee and has been rectified within six months from the date of breach.	We confirm that we have complied with Regulation 20 of the InvIT regulations to the extent applicable for the quarter ended June 30, 2026.
13	Copy of the Notice of unitholders meeting in terms of Regulation 9(12) read with Regulation 22(3) & 26(2) of the InvIT Regulations.	No meeting of unitholders was held during the quarter ended June 30, 2026.
14	Whether compliance with minimum unitholding requirement made by the sponsor(s) and sponsor group(s) as per InvIT Regulations and circulars issued thereunder.	We confirm that we have complied with minimum unitholding requirement made by the sponsor(s) and sponsor group(s) as per InvIT Regulations and circulars issued thereunder for the quarter ended June 30, 2026.
15	Confirmation that the copy(ies) of any other information submitted to the designated stock exchanges / SEBI in terms of InvIT Regulations and circulars issued thereunder, have been provided to the Trustee from time to time.	Confirmation that the copy(ies) of any other information submitted to the designated stock exchanges/SEBI in terms of InvIT Regulations and circulars issued thereunder, have been provided to the Trustee from time to time for the quarter ended June 30, 2026.
16	Information on any other compliance(s), if any, as deemed appropriate by the Investment Manager or Trustee below as per the requirement from the Invit Regulation of **Schedule X:** a) Please confirm whether details of shareholding of InvIT in SPV, HoldCo, and Investment Entity, including any changes during the quarter, have been provided. b) Please confirm whether compliance with leverage limits has been ensured. c) Please confirm whether due diligence reports/other relevant information in respect of any acquisition (as applicable) have been furnished to the Trustee. d) Please confirm whether details of unclaimed distributions, if any, have been provided. e) Please confirm whether secretarial compliance reports have been submitted to the Trustee.	Information on any other compliances as stated below pursuant to the requirement under Schedule X of the InvIT Regulation: a) The details of shareholding held by InvIT in the respective SPVs is enclosed herewith as Annexure 6. Further, there were no changes in such shareholding of InvIT during the period. b) Yes, to the extent applicable. c) Due diligence report was not required to be obtained during the quarter ended June 30, 2026 since no new asset(s) acquired or proposed to be acquired. d) There is no unclaimed distribution during the quarter ended June 30, 2026. e) The secretarial compliance report of the InvIT which is required to be taken

	f) Please confirm whether all applicable SEBI InvIT Regulations, circulars, and guidelines have been complied with during the quarter.	annually was submitted to Trustee on May 28, 2026. Hence, not applicable for the quarter ended June 30, 2026. Yes, to the extent applicable.

For and on behalf of Nxt-Infra Trust
Walter Infra Manager Private Limited
(acting as the Investment Manager of the Trust)

Aditi Sagar Tawde

Digitally signed by Aditi Sagar Tawde
Date: 2026.08.14 21:08:26 +05'30'

_____

Name: Ms. Aditi Tawde
Designation: Company Secretary & Compliance Officer_
Date: August 14, 2026
(Note: Also affix the stamp on Investment Manager Entity)