

24th July 2026

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001
Scrip Code: 544137

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G
Bandra-Kurla Complex, Bandra(E)
Mumbai -400051
Symbol: INDUSINVIT

Subject: Proceedings and Voting Results of the Third Annual General Meeting of the Unitholders of Indus Infra Trust

Dear Ma'am / Sir,

Pursuant to the provisions of Regulation 23 of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended, read with circulars and guidelines issued thereunder from time to time ("**SEBI InvIT Regulations**"), we wish to inform that the Third Annual General Meeting ("**AGM**") of the Unitholders of Indus Infra Trust ("**Trust**") was held on Friday, 24th July 2026 at 11:00 A.M. (IST) through Video Conferencing / Other Audio-visual Means. In accordance with the SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated 11th July 2025, please find enclosed the following:

- (i) Summary of proceedings of the AGM (**Annexure – I**)
- (ii) Combined voting results of the remote e-voting together with the e-voting conducted at the AGM, (**Annexure – II**) and
- (iii) Scrutinizer's Report dated 24th July 2026

The summary of proceedings, combined voting results and the scrutinizer's report are available on the website of the Trust at <https://indusinvit.com/investor-information.html> and on the website of the KFinTech at <https://evoting.kfintech.com>.

You are requested to take the above information on your record.

Yours sincerely,

For Indus Infra Trust

Acting through its Investment Manager

GR Highways Investment Manager Private Limited

Mohnish Dutta

Company Secretary & Compliance Officer

M. No. FCS 10411

CC:

IDBI Trusteeship Services limited

Ground Floor, Universal Insurance Building
Sir P.M. Road, Fort, Mumbai, Maharashtra – 400001

Annexure - I

Summary of proceedings of the Third Annual General Meeting (“AGM”)

In compliance with SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated 11th July 2025, issued by the Securities and Exchange Board of India (the “**SEBI Master Circular**”), the Third AGM of the Indus Infra Trust (“**Trust**” / “**InvIT**”) was held on Friday, 24th July 2026, at 11:00 AM (IST) through Video Conference (“**VC**”) / Other Audio-Visual Means (“**OAVM**”) without the physical presence of the Unitholders at a common venue.

Directors and KMPs present:

- | | |
|-----------------------------|--|
| 1. Mr. Ramesh Chandra Jain | Chairman, Director |
| 2. Mr. Ankush Vinod Pitale | Additional Director (Independent) |
| 3. Mr. Deepak Maheshwari | Independent Director |
| 4. Mr. Raghav Chandra | Independent Director |
| 5. Mrs. Swati Anil Kulkarni | Independent Director |
| 6. Mr. Amit Kumar Singh | Chief Executive Officer (“ CEO ”) |
| 7. Mr. Harshael Sawant | Chief Financial Officer (“ CFO ”) |
| 8. Mr. Mohnish Dutta | Company Secretary & Compliance Officer |

Other Attendees:

- | | |
|---------------------------|---|
| 1. Mr. Shreyans Ravrani | Representative of the S R B C & Co. LLP, Chartered Accountants, Statutory Auditor |
| 2. Ms. Urvashi Mansukhani | Representative of the S R B C & Co. LLP, Chartered Accountants, Statutory Auditor |
| 3. Mr. Satyam Gupta | Representative of the IDBI Trusteeship Services Limited, the Trustee of Indus Infra Trust |
| 4. Ms. Preksha Dawet | Scrutinizer |

Total four Unitholders were present at the AGM.

Mr. Mohnish Dutta, Compliance Officer welcomed all the Unitholders and other attendees to the Third Annual General Meeting (“**AGM**”).

He informed the Unitholders that the AGM was being held virtually, without the physical presence of the Unitholders at a common venue, in accordance with the framework prescribed under the SEBI Master Circular on Infrastructure Investment Trusts.

He introduced the Board Members and Key Managerial Personnel of GR Highways Investment Manager Private Limited (the Investment Manager of the Trust, hereinafter referred to as the “**Investment Manager**”), who joined the Meeting via video conferencing from their respective locations. He also confirmed the presence of the authorised representatives of the Statutory Auditors, the Trustee, and the Scrutinizer.

He then apprised the Unitholders that the Annual Report and Notice of the AGM had been circulated electronically to all Unitholders whose e-mail addresses were registered with the Trust, the Registrar and Transfer Agent, or the Depositories. He further apprised that all documents referred to in the

accompanying explanatory statement were made available for inspection at the Registered Office and on the website of the Trust.

He further informed the Unitholders that, since the Meeting was being conducted through electronic means, the requirement of physical attendance had been dispensed with, and the appointment of proxies was not applicable.

He also apprised the Unitholders that the Investment Manager, on behalf of the Trust, had provided remote e-voting facilities for casting votes on the resolutions set out in the AGM Notice. The cutoff date for determining the voting rights of the Unitholders entitled to vote through e-voting was 17th July 2026. The remote e-voting facility was available from 9:00 AM on 21st July 2026 until 5:00 PM on 23rd July 2026. Additionally, the facility to vote electronically during the AGM was made available for Unitholders who had not already cast their votes through remote e-voting.

He further informed the Unitholders that a facility for raising questions during the Meeting had been made available by the Investment Manager and Audio and video access was provided to those Unitholders who had made speaker pre-registrations.

He informed that to ensure the e-voting process was conducted in a fair and transparent manner, the Investment Manager had appointed Ms. Preksha Dawet, Practicing Company Secretary, as the Scrutinizer and based on the report given by the Scrutinizer, the Outcome of the AGM and Voting Results shall be disseminated by the Investment Manager.

He informed the Unitholders that the proceedings of the AGM were being recorded in accordance with regulatory requirements and would be made available on the website of Indus Infra Trust at www.indusinvit.com. He then requested Mr. Ramesh Chandra Jain, Chairman of the Meeting, to address the Unitholders.

Mr. Ramesh Chandra Jain called the Meeting to order and welcomed all Unitholders and Attendees. Since the Notice of AGM was already circulated to all the unitholders, the same was taken as read by the Chairman. The Chairman informed that the Investment Manager had provided the facility for participation and e-voting during the AGM and further informed that registered Speaker Unitholders would be invited to express their views at the appropriate stage, and the Management would respond to their queries collectively.

Thereafter Mr. Amit Kumar Singh, Chief Executive Officer of the Investment Manager, addressed the Unitholders. Mr. Amit Kumar Singh welcomed the Unitholders and delivered his speech, highlighting the industry, performance, achievements, and financial position of the Trust during the previous financial year and then handed over the proceedings to Mr. Mohnish Dutta.

Thereafter Mr. Mohnish Dutta then read the following resolutions to be transacted by the Unitholders:

S. No.	Resolutions
1	To consider and adopt Audited Standalone & Consolidated Financial Statements of the Indus Infra Trust as at 31 st March 2026, together with the Report of the Auditors thereon and the Report on Performance of the InvIT
2	To approve and adopt Valuation Report of the InvIT assets as at 31 st March 2026
3	To consider and approve the appointment of Valuer of the Indus Infra Trust

He then requested the Moderator to open the floor for the question-and-answer session. The Moderator informed that, the Speaker Pre-registrations had been received from Thirteen (13) Unitholders however, only one of the registered speakers joined the Annual General Meeting and raised queries, which were duly answered by Mr. Amit Kumar Singh.

Thereafter, Mr. Mohnish Dutta briefed the process for casting their votes during the AGM on the resolutions set out in the Notice. He further informed that the Scrutinizer would furnish the consolidated voting results upon completion of the e-voting process. The results would be declared within the prescribed timeline and published on the websites of the Trust, KFin Technologies Limited, and the Stock Exchanges.

Concluding, Mr. Mohnish Dutta extended his sincere appreciation to all the Unitholders for their participation in the AGM. The Meeting concluded at 11:36 AM (IST), following a fifteen-minute window provided for completion of the e-voting process.

Post the conclusion of the AGM and upon completion of scrutiny of votes, the Scrutinizer submitted her report. Based on the consolidated results of the remote e-voting and the e-voting conducted during the AGM, all resolutions as stated in the Notice of the AGM were passed with the requisite majority in accordance with the provisions of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended.

Annexure - II

Combined Voting Results of AGM

Particulars	Indus Infra Trust
Date of the AGM	24th July 2026
Total number of unitholders on the record date	42,076*
No. of unitholders present in the meeting either in person or through proxy:	-
Sponsor/ Project Manager and its associates	-
Public	-
No. of unitholders attended the meeting through Video Conferencing:	4
Sponsor/ Project Manager and its associates	1
Related Party of the Trust	1
Public	2

**consolidated based on PAN*

Item No. 1: To consider and adopt Audited Standalone & Consolidated Financial Statements of the Indus Infra Trust as at 31st March 2026, together with the Report of the Auditors thereon and the Report on Performance of the InvIT

Resolution required			Simple Majority, i.e. votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution in accordance with Regulation 22(3) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014						
Whether Sponsor & Sponsor Group are interested in the agenda/resolution			No						
Sr. No.	Category	Mode of voting	Total 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
1	Sponsor(s) / Sponsor Group	Remote e-voting	28,45,98,789	28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	
		Total		28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
2	Public - Institutional holders	Remote e-voting	25,04,09,310	22,39,27,255	89.4245	22,39,27,255	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	-
		Total		22,39,27,255	89.4245	22,39,27,255	-	100.00	0.00
3	Public – Non-institutional holders	Remote e-voting	7,59,97,732	61,349	0.0807	61,155	194	99.6837	0.3162
		E-voting at AGM		-	-	-	-	-	-
		Total		61,349	0.0807	61,155	194	99.6837	0.3162
Total			61,10,05,831	50,85,87,393	83.2377	50,85,87,199	194	100.0000	0.0000

Item No. 2: To approve and adopt Valuation Report of the InvIT assets as at 31st March 2026

Resolution required			Simple Majority, i.e. votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution in accordance with Regulation 22(3) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014						
Whether Sponsor & Sponsor Group are interested in the agenda/resolution			No						
Sr. No.	Category	Mode of voting	Total 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
1	Sponsor(s) / Sponsor Group	Remote e-voting	28,45,98,789	28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	
		Total		28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
2	Public - Institutional holders	Remote e-voting	25,04,09,310	22,39,27,255	89.4245	22,39,27,255	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	-
		Total		22,39,27,255	89.4245	22,39,27,255	-	100.00	0.00
3	Public – Non-institutional holders	Remote e-voting	7,59,97,732	61,349	0.0807	61,155	194	99.6837	0.3162
		E-voting at AGM		-	-	-	-	-	-
		Total		61,349	0.0807	61,155	194	99.6837	0.3162
Total			61,10,05,831	50,85,87,393	83.2377	50,85,87,199	194	100.0000	0.0000

Item No. 3: To consider and approve the appointment of Valuer of the Indus Infra Trust

Resolution required			Simple Majority, i.e. votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution in accordance with Regulation 22(3) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014						
Whether Sponsor & Sponsor Group are interested in the agenda/resolution			No						
Sr. No.	Category	Mode of voting	Total 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
1	Sponsor(s) / Sponsor Group	Remote e-voting	28,45,98,789	28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	
		Total		28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
2	Public - Institutional holders	Remote e-voting	25,04,09,310	22,39,27,255	89.4245	22,39,27,255	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	
		Total		22,39,27,255	89.4245	22,39,27,255	-	100.00	0.00
3	Public – Non-institutional holders	Remote e-voting	7,59,97,732	61,349	0.0807	61,155	194	99.6837	0.3162
		E-voting at AGM		-	-	-	-	-	
		Total		61,349	0.0807	61,155	194	99.6837	0.3162
Total			61,10,05,831	50,85,87,393	83.2377	50,85,87,199	194	100.0000	0.0000

**24th July 2026**

Consolidated Report of the Scrutinizer on remote E-voting and electronic voting conducted at the Third Annual General Meeting ("AGM") of the Unitholders of Indus Infra Trust (formerly Bharat Highways InvIT) (hereinafter "InvIT") held on Friday, 24th July 2026 at 11:00 A.M. and concluded at 11:36 AM (IST), through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") in terms of applicable provisions of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 and SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated 11th July 2025, each, as amended.

To,**The Board of Directors****GR Highways Investment Manager Private Limited ("Investment Manager")****(acting as the Investment Manager to the Indus Infra Trust erstwhile Bharat Highways InvIT ("Trust"))****GR One Tower, Plot No. 7B, Sector 18,****Gurugram 122015, Haryana, India**

Sub: Report on remote E-voting and electronic voting conducted at the Third Annual General Meeting ("AGM") of the Unitholders of Indus Infra Trust.

1. I, Preksha Dawet on behalf of M/s. Preksha Dawet & Associates, Practicing Company Secretaries, has been appointed as Scrutinizer by the Investment Manager to scrutinize the results of the Remote E-voting and voting during the AGM of Indus Infra Trust ("InvIT").
2. The Investment Manager (on behalf of the InvIT) has followed the procedure laid down under Regulation 22 of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, read with Chapter 17 of the SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated 11th July 2025, each as amended, in relation to providing the remote e-voting facility and voting at AGM.
3. The Investment Manager (on behalf of the InvIT) had appointed KFin Technologies Limited (hereinafter "KFintech") for providing the remote e-voting facility to the unitholders. The remote e-voting commenced on Tuesday, 21st July 2026 at 9:00 AM (IST) and ended on Thursday, 23rd July 2026 at 5:00 PM (IST) and the remote e-voting portal was blocked for voting thereafter.
4. The Investment Manager (on behalf of the InvIT) had also provided e-voting by unitholders at the AGM. After the time fixed for closing of e-voting at AGM, voting was closed, and votes were unblocked at around 11:36 AM on July 24, 2026.
5. The unitholders of the InvIT holding units as on the "cut-off date" i.e. Friday, 17th July 2026, were entitled to vote on the resolutions contained in the Notice of the AGM.
6. On the basis of the votes exercised by the unitholders of the InvIT by way of remote e-voting and e-voting at the AGM held on Friday, 24th July 2026, I have issued the report dated July 24th, 2026, containing consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the AGM as "Annexure I".

For Preksha Dawet & Associates

Preksha
Dawet

Digitally signed by Preksha Dawet
DN: cn=Preksha Dawet, o=Preksha Dawet & Associates, email=preksha.dawet@pdawet.com, c=IN
Date: 2026.07.24 11:36:15 +05'30'

Preksha Dawet**Company Secretary in Practice****Membership No.: A55366****CP No.: 22088****ICSI Unique Code: S2019DE695500****Peer Review: 5487/2024****UDIN: A055366H000935564**

Item No. 1: To consider and adopt Audited Standalone & Consolidated Financial Statements of the Indus Infra Trust as at 31st March 2026, together with the Report of the Auditors thereon and the Report on Performance of the InvIT.

Resolution required			Simple Majority, i.e. votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution in accordance with Regulation 22(3) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014						
Sr. No.	Category	Mode of voting	Total 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
1	Sponsor(s) / Sponsor Group	Remote e-voting	28,45,98,789	28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	
		Total		28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
2	Public - Institutional holders	Remote e-voting	25,04,09,310	22,39,27,255	89.4245	22,39,27,255	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	
		Total		22,39,27,255	89.4245	22,39,27,255	-	100.00	0.00
3	Public – Non-institutional holders	Remote e-voting	7,59,97,732	61,349	0.0807	61,155	194	99.6837	0.3162
		E-voting at AGM		-	-	-	-	-	
		Total		61,349	0.0807	61,155	194	99.6837	0.3162
Total			61,10,05,831	50,85,87,393	83.2377	50,85,87,199	194	100.0000	0.0000

i. Votes in favour of the resolution			
Mode	Number of unitholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	180	50,85,87,199	100.00
E-voting at AGM	0	0	-
Total	180	50,85,87,199	100.00
ii. Votes against the resolution			
Remote e-voting	1	194	-
E-voting at AGM	-	-	-
Total	1	194	-
iii. Invalid votes			
Remote e-voting	-	-	-
E-voting at AGM	-	-	-
Total	-	-	-

Item No. 2: To approve and adopt Valuation Report of the InvIT assets as at 31st March 2026

Resolution required			Simple Majority, i.e. votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution in accordance with Regulation 22(3) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014						
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		E-voting at AGM		-	-	-	-	-	
		Total		22,39,27,255	89.4245	22,39,27,255	-	100.00	0.00
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Total	180	50,85,87,199	100.00
ii. Votes against the resolution			
Remote e-voting	1	194	-
E-voting at AGM	-	-	-
Total	1	194	-
iii. Invalid votes			
Remote e-voting	-	-	-
E-voting at AGM	-	-	-
Total	-	-	-

Item No. 3: To consider and approve the appointment of Valuer of the Indus Infra Trust

Resolution required			Simple Majority, i.e. votes cast in favour of the resolution shall be more than fifty percent of the total votes cast for the resolution in accordance with Regulation 22(3) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014						
Sr. No.	Category	Mode of voting	Total 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
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1	Sponsor(s) / Sponsor Group	Remote e-voting	28,45,98,789	28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
		E-voting at AGM		-	-	-	-	-	
		Total		28,45,98,789	100.0000	28,45,98,789	-	100.0000	0.0000
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		E-voting at AGM		-	-	-	-	-	
		Total		22,39,27,255	89.4245	22,39,27,255	-	100.00	0.00
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E-voting at AGM	-	-	-
Total	1	194	-
iii. Invalid votes			
Remote e-voting	-	-	-
E-voting at AGM	-	-	-
Total	-	-	-

For Preksha Dawet And Associates

**Preksha
Dawet**

Digitally signed by Preksha Dawet
DN: c=IN, o=Personal, postalCode=110031, l=East
Delhi, st=Delhi, street=40 NEW LAHORE COLONY,
shastri nagar, Delhi India 110031, title=0650,
2.5.4.20=cad4011cd004d3f783cc6ee2a25c8c6218
a3f82b3ae0189563f528194fcd,
serialNumber=R6b54117699dbb05c2fec1f849ae5
4f46d09905398c7092e7665c667a00478b,
email=prekshadawet@gmail.com, cn=Preksha
Dawet
Date: 2026.07.24 21:24:37 +05'30'

Preksha Dawet
Company Secretary in Practice
Membership No.: A55366
CP No.: 22088
ICSI Unique Code: S2019DE695500
Peer Review: 5487/2024
UDIN: A055366H000935564

GR Highways Investment Manager Private Limited
(acting as Investment Manager to Indus Infra Trust)

**MOHNISH
DUTTA**

Digitally signed by
MOHNISH DUTTA
Date: 2026.07.24 21:38:10
+05'30'

Mohnish Dutta
Company Secretary
Date: 24th July 2026
Place: Gurugram