

May 12, 2026

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra(E),
Mumbai – 400 051

| | |
|---|---|
| Units: Symbol: NDRINVIT ISIN: INE0Q7Q23015 | Debt Securities: ISIN: INE0Q7Q07018, ISIN: INE0Q7Q07026, ISIN: INE0Q7Q07034 |
|---|---|

Sub: Voting Results of the Postal Ballot of NDR InvIT Trust("the Trust")

Dear Sir/Madam,

In terms of the provisions of Regulation 22(2) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended and the notifications, circulars and guidelines issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (the "SEBI InvIT Regulations"), the approval of the unitholders of NDR InvIT Trust (the "Trust") was sought through Postal Ballot through e-voting for the matter(s) as mentioned in the Postal Ballot Notice dated April 17, 2026, read with the Revised Postal Ballot Notice dated April 20, 2026, Corrigendum I dated May 05, 2026 and Corrigendum II dated May 09, 2026 ("**collectively referred as Postal Ballot Notice**") details of which are set out below:-

| S.no. | Description of Resolution | Type of Majority |
|--------------|--|--|
| 1. | To approve the issuance of Units of NDR InvIT Trust, aggregating up to INR 8,000 million, on a preferential basis for cash consideration | Special Majority (i.e. where the votes cast in favour of the resolution shall not be less than sixty percent of the total votes cast for the resolution) |
| 2. | To approve the issuance of up to 88,76,829 Units of NDR InvIT Trust, on a preferential basis, by way of swap consideration | Special Majority (i.e. where the votes cast in favour of the resolution shall not be less than sixty percent of the total votes cast for the resolution) |

NDR Invit Managers Private Limited acting in its capacity as the Investment Manager of the Trust appointed Mr. Rahul Jain, Proprietor of M/s. Rahul A. Jain & Co., Practicing Company Secretary as the Scrutinizer for conducting the voting on the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted its report dated May 12, 2026, on the voting results of the Postal Ballot. As per the Scrutinizer's Report, the resolution contained in the Postal Ballot Notice has been approved by the Unitholders of the Trust with the requisite majority and it was declared to have been passed on May 11, 2026, i.e. the last day of voting.

We also wish to inform you that the trust have also noted the details of voting results and the Scrutinizer's Report, enclosed as Annexure I and Annexure II respectively.

The same shall also be made available on the website of the Trust at <https://www.ndrinvit.com/>.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For NDR Invit Managers Private Limited
(acting as an Investment Manager of NDR InvIT Trust)

Neha Chovatia
Company Secretary and Compliance Officer
Place: Mumbai

CC:

| | |
|---|--|
| Axis Trustee Services Limited ("Trustee of the NDR InvIT Trust") The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar (W), Mumbai - 400 028 MH | Catalyst Trusteeship Limited ("Debenture Trustee") 901, 9th Floor, Tower B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400013 MH |
|---|--|

| NDR InvIT Trust | | | | | | | | |
|---|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution Required: Special Majority | | | 1. Approval for issuance of units of the NDR InvIT Trust, aggregating up to INR 8,000 million, on a preferential basis for cash consideration | | | | | |
| Whether sponsor/ sponsor group are interested in the agenda/resolution? | | | Yes | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | 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 and Sponsor Group | E-Voting | 159985532 | 150720915 | 94.21 | 150720915 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 150720915 | 94.21 | 150720915 | 0 | 100.00 | 0.00 |
| Public Institutions | E-Voting | 34055154 | 14305154 | 42.01 | 14305154 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 14305154 | 42.01 | 14305154 | 0 | 100.00 | 0.00 |
| Public Non Institutions | E-Voting | 201971528 | 26640351 | 13.19 | 26640351 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 26640351 | 13.19 | 26640351 | 0 | 100.00 | 0.00 |
| Total | | 396012214 | 191666420 | 48.40 | 191666420 | 0 | 100.00 | 0.00 |

NDR InvIT Trust

| Resolution Required: Special Majority | | | 2. Approval for issuance of up to 88,76,829 units of the NDR InvIT Trust on a preferential basis, by way of swap consideration | | | | | |
|--|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether sponsor/ sponsor group are interested in the agenda/resolution? | | | Yes | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | 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] | $[6]=\{[4]/[2]\}*100$ |
| Sponsor and Sponsor Group | E-Voting | 159985532 | 150720915 | 94.20 | 150720915 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 150720915 | 94.20 | 150720915 | 0 | 100.00 | 0.00 |
| Public Institutions | E-Voting | 34055154 | 14305154 | 42.00 | 14305154 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 14305154 | 42.00 | 14305154 | 0 | 100.00 | 0.00 |
| Public Non Institutions | E-Voting | 201971528 | 23550919 | 11.66 | 23550919 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 23550919 | 11.66 | 23550919 | 0 | 100.00 | 0.00 |
| Total | | 396012214 | 188576988 | 47.61 | 188576988 | 0 | 100.00 | 0.00 |

Rahul A. Jain & Co.

Practicing Company Secretary

Email: csrahulajain@gmail.com

Add: 12AB/B1, Nandanvan Industrial Estate, Near Teen Hath Naka, LBS Marg, Thane West 400604

Mob No.: 9029745313

Date: 12th May, 2026

Report of Scrutinizer for Voting through Postal Ballot in terms of applicable provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 and circulars issued by SEBI from time to time (“SEBI InvIT Regulations”).

To Board of Directors

NDR INVIT MANAGERS PRIVATE LIMITED [acting as an investment manager to NDR

InvIT Trust(“the Trust”)]

CTS No.54, Village Bamanwada, Vile Parle (East),

Mumbai, Maharashtra, India, 400099

SUB: Voting results and copy of Scrutinizer Report on the Postal Ballot notice dated April 17, 2026 read with Revised Postal Ballot Notice dated April 20, 2026, Corrigendum I dated May 05, 2026 and Corrigendum II dated May 09, 2026.

1. I, Rahul Jain on behalf of M/s Rahul A Jain & Co., Practicing Company Secretaries, has been appointed as Scrutinizer by the Investment Manager to scrutinize the process of postal ballot and the e-votes casted by unitholders in respect of the resolutions set out in the Postal Ballot Notice dated April 17, 2026.
2. The Investment Manager (on behalf of the Trust) had appointed MUFG Intime India Private Limited for providing the remote e-voting facility to the unitholders. The remote e-voting commenced on Saturday, April 18, 2026, at 9:00 AM (IST) and ended on Monday, May 11, 2026, at 5:00 PM (IST) through postal ballot.
3. The unitholders of the Trust holding units as on the “cut-off date” i.e. Friday, April 10, 2026, were entitled to vote on the resolutions contained in the Notice of the Postal Ballot.
4. All ballot forms received/ votes cast up to 5.00 P.M. (IST) on Monday, May 11, 2026, being the last date and time fixed for said purpose were considered for scrutiny.
5. I have maintained the register electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the unitholders, number of units held by them.
6. Some Votings has been done before the two corrigendum issued dated May 5, 2026 and May 9, 2026, but no revised has been done by them and therefore, no right to change the vote has been exercised. I have maintained the register electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the unitholders, number of units held by them.

For Rahul A. Jain & Co.

Digitally signed by
Rahul Ajit
Kumar Jain
Date: 2026.05.12
20:03:03 +05'30'

Rahul A. Jain

Company Secretary in Practice

ACS: 42889 CoP: 23684

Place: Thane

UDIN: A042889H000327591

Peer Reviewed: 5691/2024

Date: 12/05/2026

Annexure I:

ITEM NO 1: To approve the issuance of Units of NDR InvIT Trust, aggregating up to INR 8,000 million, on a preferential basis for cash consideration.:

Resolution by way of Special Majority (i.e. where the votes cast in favour of a resolution are required to be more than 60% of the votes cast against the resolution by Unitholders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

| Mode of Voting | Votes in favour of resolution | | | Votes against the resolution | | | Abstained | Invalid |
|---------------------------------|--------------------------------|---------------------------|------------|--------------------------------|---------------------------|----------|------------|-------------------|
| | No. of units holders voted (1) | No. of total units polled | %age | No. of units holders voted (1) | No. of total units polled | %age | | |
| Postal Ballot (remote E-voting) | 15 | 191666420 | 100 | 0 | 0 | 0 | Nil | 150720915* |
| TOTAL | 15 | 191666420 | 100 | 0 | 0 | 0 | Nil | 150720915* |

RESULT

As the number of votes casted in favour of the resolution was more than the number of votes casted against the resolution, we report that Item no. 1 as set out in Postal Ballot Notice is passed in favour of the resolution with Special majority.

ITEM NO.2: To approve the issuance of up to 88,76,829 Units of NDR InvIT Trust, on a preferential basis, by way of swap consideration:

Resolution by way of Special Majority (i.e. where the votes cast in favour of a resolution are required to be more than 60% of the votes cast against the resolution by Unitholders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

| Mode of Voting | Votes in favour of resolution | | | Votes against the resolution | | | Abstained | Invalid |
|---------------------------------|--------------------------------|---------------------------|------------|--------------------------------|---------------------------|----------|----------------|-------------------|
| | No. of units holders voted (1) | No. of total units polled | %age | No. of units holders voted (1) | No. of total units polled | %age | | |
| Postal Ballot (remote E-voting) | 15 | 188576988 | 100 | 0 | 0 | 0 | 3089432 | 150795915* |
| TOTAL | 15 | 188576988 | 100 | 0 | 0 | 0 | 3089432 | 150795915* |

RESULT

As the number of votes casted in favour of the resolution was more than the number of votes casted against the resolution, we report that Item no. 2 as set out in Postal Ballot Notice is passed in favour of the resolution with Special majority.

As per the regulation 22 (2)(d) of SEBI InvIT Regulation voting by any person who is a related party to a transaction as well as associates of such person(s) shall not be considered. Accordingly, we have reconciled with the management and excluded the votes of the person who are related party or associate of the related party and considered them as invalid

The above Resolutions mentioned in the Postal Ballot Notice dated April 17, 2026 read with Revised Postal Ballot Notice dated April 20, 2026, Corrigendum I dated May 05, 2026 and Corrigendum II dated May 09, 2026. as per the details above stand passed with the requisite majority.

For Rahul A. Jain & Co.

Rahul Ajit Kumar Jain
Digitally signed by
Rahul Ajit Kumar
Jain
Date: 2026.05.12
20:03:39 +05'30'

Rahul A. Jain
Company Secretary in Practice
ACS: 42889 CoP: 23684
Place: Thane
UDIN: A042889H000327591
Peer Reviewed: 5691/2024
Date: 12/05/2026

I have received the report

For NDR InvIT Trust
Acting through its Investment Manager

Ms. Neha Chovatia
Company Secretary and Compliance Officer
Date: May 12, 2026
Place: Mumbai