



27/07/2024

To

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block-G Bandra-Kurla Complex,

Bandra (E), Mumbai - 400051

**Symbol – NDRINVIT**

**Sub: Proceedings of the First Annual General Meeting of the Unitholders of NDR InvIT Trust (the “Trust”)**

We, NDR Invit Managers Private Limited, the Investment Manager of NDR InvIT Trust (the "Trust"), hereby submit the details regarding proceedings and voting results of the business transacted at the First Annual General Meeting ("AGM") of the Unitholders ("Unitholders") of the Trust held on Friday, July 26, 2024, at 03.00 P.M. (IST), with the presence of the Unitholders at a Ground Floor, KHIL House CTS No. 54, Vile Parle (East), Mumbai 400 099, Maharashtra and in furtherance of the Notice to the Unitholders dated June 30, 2024.

In this regard, please find the following: -

- a) Summary of proceedings of the AGM attached and marked as **Annexure A**.
- b) Voting results conducted at AGM, attached and marked as **Annexure B**.\*

**\*There was a typo error in the previously submitted covering letter in Point B and Voting results under total no of units held by Public – Non-Institutional holders. Hence a revised outcome of AGM is being submitted.**

You are requested to kindly take the same on record.

**For NDR Invit Managers Private Limited**

*(acting in its capacity as the 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”)*

Axis House, Bombay Dyeing Mills Compound,

Pandurang Budhkar Marg,

Worli, Mumbai -400025

**NDR INVIT MANAGERS PRIVATE LIMITED**

**Regd. Office : CTS No. 54, Village Bamanwada, Vile Parle (East)**

**Mumbai, Maharashtra - 400 099. E-Mail : info@ndrinvit.com**



## **Annexure A**

### **Summary of proceedings of the AGM**

The First Annual General Meeting (“AGM”) of the Unitholders (“Unitholders”) of NDR InvIT Trust (the “Trust”) was held on Friday, July 26, 2024, at 03.00 P.M. (IST), with the physical presence of the Unitholders at Ground Floor, KHIL House CTS No. 54, Vile Parle (East), Mumbai 400 099, Maharashtra

### **Directors and KMP of NDR Invit Managers Private Limited, Investment Manager of the Trust:**

- i. Mr. N. Amrutesh Reddy- Director
- ii. Mr. M. S. Sundara Rajan- Independent Director and Chairman of the Audit Committee and Nomination and Remuneration Committee
- iii. Dr. Brinda Jagirdar- Independent Director and Chairman of Stakeholder Relationship Committee
- iv. Mr. R. Ramdas Iyer- Director
- v. Mr. Subramanian Krishnan - Chief Executive Officer
- vi. Mr. Sandeep Jain- Chief Financial Officer
- vii. Ms. Neha Chovatia- Company Secretary & Compliance Officer

### **Other Invitees**

- i. Mr. Sagar Lele, Deloitte Haskins and Sells LLP, Statutory Auditors
- ii. Ms. Kajal Jain, Representative of Axis Trustee Services Limited, Trustee
- iii. Hardik Shah, Representative of Axis Trustee Services Limited, Trustee

Ms. Neha Chovatia, Company Secretary and Compliance Officer, welcomed all the Unitholders and stated that the Notice calling the AGM is being sent only through electronic mode to those Unitholders whose e-mail addresses are registered /available with the Depositories/Trust and the Notice can also be accessed from the website of the Trust: [www.ndrinvittrust.com](http://www.ndrinvittrust.com) as well Stock exchange on which the units of the Trust are listed.

Ms. Neha Chovatia informed the Unitholders that the voting Results declared will be available on the website of the Trust ([www.ndrinvittrust.com](http://www.ndrinvittrust.com)) within two (2) days of passing of the resolutions and communication of the same to the National Stock Exchange of India Limited.

Following this, Ms. Neha Chovatia introduced the Directors, Key Managerial Personnel, Authorized Representatives of the Trustee, and the Statutory Auditors. She extended a warm welcome to them before handing over the proceedings to Mr. Subramanian Krishnan.

Mr. Subramanian Krishnan welcomed the Unitholders and briefed on the performance, achievements and financial position of the Trust for the financial year. He also highlighted the Social and Developmental Goals of the Company in addition to the financial goals. He subsequently invited Mr. Amrutesh Reddy to speak a few words.

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Mr. Amrutesh Reddy highlighted the salient features of the performance of Trust for the fiscal year, outlined the growth strategy, and mentioned the importance of the Warehousing Sector to the overall development of nation building.

Thereafter, Mr. M. S. Sundara Rajan, Independent Director, was elected as the Chairman of the meeting. The Chairman called the meeting to the order and the AGM Notice convening the meeting was taken as read.

Thereafter, Mr. Subramanian Krishnan opened the Question-and-Answer session. Mr. Sandeep Jain and Mr. Subramanian Krishnan along with the Management Team were available to take up all the queries of the unitholder/s raised during the meeting. No queries were raised by the unitholder(s) attending the meeting.

Post the Question-and-Answer session, with the permission of the Chairperson, the following resolutions were unanimously passed by the Unitholders:

Sr No	Resolution
1.	1.1 To consider and adopt audited standalone financial statements of NDR InvIT Trust for the financial year ended March 31, 2024, together with the report of the auditors thereon and reports of the Investment Manager and Management Discussion & Analysis. 1.2 To consider and adopt audited consolidated financial statements of NDR InvIT Trust for the financial year ended March 31, 2024, together with the report of the auditors thereon and reports of the Investment Manager and Management Discussion & Analysis.
2.	To ratify the appointment of the valuer of the NDR InvIT Trust for the financial year 2023-24.
3.	To consider and adopt the valuation report of the assets of NDR InvIT Trust for The Financial Year Ended March 31, 2024.
4.	To consider and approve the appointment of valuer of the NDR InvIT Trust for the financial year 2024-25.
5.	To consider the ratification and approval of appointment of auditors for the 5 (five) consecutive years commencing from FY 2023-24 till FY 2027-28.

Post completion of the proceedings, the Chairman thanked the Unitholders for attending and participating in the meeting.

The meeting commenced at 03:00 p.m. (IST) and concluded at 03:40 p.m. (IST).

All resolutions embodied in the Notice of AGM were passed with requisite majority as required under the SEBI InvIT Regulations.



ANNEXURE -B

Voting result of AGM

<b>Date of AGM</b>	July 26, 2024
<b>Total number of shareholders on record date (i.e. as on July 19, 2024)</b>	110
<b>No. of shareholders present in the meeting either in person or through proxy</b>	11
Sponsor(s)/Sponsor Group	4
Public	7

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**Voting Results of the resolutions mentioned in the notice of the First Annual Meeting of the Unitholders of the Trust**

**Ordinary Businesses:**

<b>Resolution No. 1.1</b>	To consider and adopt audited standalone financial statements of NDR InvIT Trust for the financial year ended March 31, 2024, together with the report of the auditors thereon and reports of the Investment Manager and Management Discussion & Analysis.
<b>Resolution required:</b>	Resolution by way of simple majority (i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the SEBI InvIT Regulations.

<b>Sr. No</b>	<b>Category</b>	<b>Mode of Voting</b>	<b>Total No. of Units Held</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes – Against</b>
<b>1</b>	<b>Sponsor(s) / Sponsor Group</b>	<b>Show of hands</b>	<b>152316145</b>	<b>4</b>	<b>0</b>
<b>2</b>	<b>Public - Institutional holders</b>	<b>Show of hands</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>3</b>	<b>Public – Non Institutional holders</b>	<b>Show of hands</b>	<b>115628446</b>	<b>7</b>	<b>0</b>

**Note:**

- i. Votes in favour of the resolution

**Voting Results of the resolutions mentioned in the notice of the First Annual Meeting of the Unitholders of the Trust**

**Ordinary Businesses:**

<b>Resolution No. 1.2</b>	To consider and adopt audited consolidated financial statements of NDR InvIT Trust for the financial year ended March 31, 2024, together with the report of the auditors thereon and reports of the Investment Manager and Management Discussion & Analysis.
<b>Resolution required:</b>	Resolution by way of simple majority (i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the SEBI InvIT Regulations.

<b>Sr. No</b>	<b>Category</b>	<b>Mode of Voting</b>	<b>Total No. of Units Held</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes – Against</b>
<b>1</b>	<b>Sponsor(s) / Sponsor Group</b>	<b>Show of hands</b>	<b>152316145</b>	<b>4</b>	<b>0</b>
<b>2</b>	<b>Public - Institutional holders</b>	<b>Show of hands</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>3</b>	<b>Public – Non Institutional holders</b>	<b>Show of hands</b>	<b>115628446</b>	<b>7</b>	<b>0</b>

**Note:**

- i. Votes in favour of the resolution

<b>Resolution No. 2</b>	To ratify the appointment of the valuer of the NDR InvIT Trust for the financial year 2023-24.
<b>Resolution required:</b>	Resolution by way of simple majority (i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the SEBI InvIT Regulations.

Sr. No	Category	Mode of Voting	Total No. of Units Held	No. of Votes - in favour	No. of Votes – Against
1	Sponsor(s) / Sponsor Group	Show of hands	152316145	4	0
2	Public - Institutional holders	Show of hands	0	0	0
3	Public – Non Institutional holders	Show of hands	115628446	7	0

**Note:**

- i. Votes in favour of the resolution

<b>Resolution No. 3</b>	To consider and adopt the valuation report of the assets of NDR InvIT Trust for The Financial Year Ended March 31, 2024.
<b>Resolution required:</b>	Resolution by way of simple majority (i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the SEBI InvIT Regulations.

Sr. No	Category	Mode of Voting	Total No. of Units Held	No. of Votes - in favour	No. of Votes – Against
1	Sponsor(s) / Sponsor Group	Show of hands	152316145	4	0
2	Public - Institutional holders	Show of hands	0	0	0
3	Public – Non Institutional holders	Show of hands	115628446	7	0

**Note:**

- i. Votes in favour of the resolution



<b>Resolution No. 4</b>	To consider and approve the appointment of valuer of the NDR InvIT Trust for the financial year 2024-25.
<b>Resolution required:</b>	Resolution by way of simple majority (i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the SEBI InvIT Regulations.

Sr. No	Category	Mode of Voting	Total No. of Units Held	No. of Votes - in favour	No. of Votes – Against
1	Sponsor(s) / Sponsor Group	Show of hands	152316145	4	0
2	Public - Institutional holders	Show of hands	0	0	0
3	Public – Non Institutional holders	Show of hands	115628446	7	0

**Note:**

- i. Votes in favour of the resolution

<b>Resolution No. 5</b>	To consider the ratification and approval of appointment of auditors for the 5 (five) consecutive years commencing from FY 2023-24 till FY 2027-28.
<b>Resolution required:</b>	Resolution by way of simple majority (i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the SEBI InvIT Regulations.

Sr. No	Category	Mode of Voting	Total No. of Units Held	No. of Votes - in favour	No. of Votes – Against
1	Sponsor(s) / Sponsor Group	Show of hands	152316145	4	0
2	Public - Institutional holders	Show of hands	0	0	0
3	Public – Non Institutional holders	Show of hands	115628446	7	0

**Note:**

- i. Votes in favour of the resolution