July 29, 2026

To,
The Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, C-1,
Block-G Bandra Kurla Complex,
Bandra (E), Mumbai-400051

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

Subject: Proceedings and the Voting Result of the Third Annual Meeting of 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 Third Annual Meeting (**"AM"**) of the Unitholders (**"Unitholders"**) of the Trust held on Tuesday, July 28, 2026, at 12.30 P.M. (IST), through Video Conference (**"VC"**)/Other Audio Visual Means (**"OAVM"**) in accordance with the provisions of the Securites and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), read with the SEBI Master Circular bearing reference no. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated 11th July, 2025 ("SEBI Master Circular") and other relevant circulars issued by SEBI from time to time and read with notice sent to the unitholders on June 30, 2026.

In this regard, please find the following: -

a) Combined voting results of the remote e-voting together with the e-voting conducted at AM, attached and marked as **Annexure A**; and
b) the Scrutinizer's Report dated July 29, 2026, attached and marked as **Annexure B.**
c) Summary of proceedings of the AM attached and marked as **Annexure C**;

The voting result and the Scrutinizer's Report are also available on the website of Trust i.e. www.ndrinvit.com.

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 Hardik Chovatia
Digitally signed by Neha Hardik Chovatia
Date: 2026.07.29 13:02:17 +05'30'

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	**Catalyst Trusteeship Limited** ("Debenture Trustee") 901, 9th Floor, Tower B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai– 400013 MH

NDR InvIT MANAGERS

Annexure-A

Combined Voting Result of the Third Annual Meeting ("AM") of Unitholders of NDR InvIT Trust

Date of AM	July 28, 2026
Total number of shareholders on record date (i.e. as on July 21, 2026)	346
No. of unitholders attended the meeting through Video Conferencing	8
Sponsor(s)/Sponsor Group	3
Public	5

Voting Results on the resolutions mentioned in the notice of the third Annual Meeting of the Unitholders of the Trust

Ordinary Businesses:

Resolution No. 1	To consider and adopt audited standalone financial statements and audited consolidated financial statements of NDR InvIT Trust as at and for the financial year ended March 31, 2026, together with the report of the Auditors thereon and the report of the Investment Manager and Management Discussion & Analysis.
Resolution required:	Resolution by way of majority (i.e., votes cast in favour of the resolution shall be more than fifty per cent of the total votes cast for the resolution by unit holders, so entitled and voting) in terms of Regulation 22(3) of the SEBI InvIT Regulations
Whether Sponsor is interested in the agenda/resolution?	No

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	174610532	171409828	98.1669	171409828	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		**171409828**	**98.1669**	**171409828**	**0**	**100.00**	**0.00**
Public Institutions	E-Voting	40280154	4530154	11.2466	4530154	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		**4530154**	**11.2466**	**4530154**	**0**	**100.00**	**0.00**
Public non-institutions	E-Voting	243148357	7436337	3.0584	7436337	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		**7436337**	**3.0584**	**7436337**	**0**	**100.00**	**0.00**
Total		**458039043**	**183376319**	**40.0351**	**183376319**	**0**	**100.00**	**0.00**

Resolution No. 2	To consider and adopt the valuation report of the assets of the Trust as on March 31, 2026
Resolution required:	Resolution by way of majority (i.e., votes cast in favour of the resolution shall be more than fifty per cent of the total votes cast for the resolution by unit holders, so entitled and voting) in terms of Regulation 22(3) of the SEBI InvIT Regulations
Whether Sponsor is interested in the agenda/resolution?	No

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	174610532	171409828	98.1669	171409828	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		**171409828**	**98.1669**	**171409828**	**0**	**100.00**	**0.00**
Public Institutions	E-Voting	40280154	4530154	11.2466	4530154	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		**4530154**	**11.2466**	**4530154**	**0**	**100.00**	**0.00**
Public non-institutions	E-Voting	243148357	7436337	3.0584	7436337	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		**7436337**	**3.0584**	**7436337**	**0**	**100.00**	**0.00**
Total		**458039043**	**183376319**	**40.0351**	**183376319**	**0**	**100.00**	**0.00**

Regd. Office : CTS No. 54, Village Bamanwada, Vile Parle (East)
Mumbai, Maharashtra - 400 099. E-Mail : info@ndrinvit.com

RAHUL A. JAIN
Practicing Company Secretaries **Mob No.: 9029745313**
Email: csrahulajain@gmail.com
Add: 12AB/B1, Nandanvan Industrial Estate, Near Teen Hath Naka, LBS Marg, Thane West 400604

Annexure-B

Consolidated Report of the Scrutinizer on Remote E-voting and E-voting conducted pursuant at the Annual Meeting ("AM") of the unitholders of NDR InvIT Trust (hereinafter "InvIT") held on Tuesday, July 28, 2026 at 12.30 p.m. (IST) through Video Conferencing ("VC") / other audio- visual means ("OAVM") in terms of applicable provisions of SEBI (Infrastructure Investment Trusts) Regulations, 2014 and SEBI Master Circular No. SEBI/HO/DDHS PoD-2/P/CIR/2025/102 dated July 11, 2025, as amended.

To,
The Board of Directors
NDR Invit Managers Private Limited
(acting as an Investment Manager to NDR InvIT Trust)

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 results of the Remote E-voting and E-voting during the Third Annual Meeting ("AM") of NDR InvIT 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 SEBI Master circular bearing reference no. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025, each as amended, in relation to providing the remote e-voting facility and e-voting at AM.

3. The Investment Manager (on behalf of the InvIT) had appointed MUFG Intime India Private Limited (*formerly known as Link Intime private Limited*) ("MUFG") for conducting the e-voting facility by the unitholders at the AM. After the time fixed for closing of e-voting at AM, voting was closed, and votes were unblocked at around 4:30 p.m. (IST) on July 28, 2026.

4. The Investment Manager (on behalf of the InvIT) had also availed remote e-voting facility provided by MUFG for conducting the remote e-voting by all the Unitholders. The remote e-voting commenced on Saturday, July 25, 2026, at 9:00 a.m. (IST) and ended on Monday, July 27, 2026, at 5:00 p.m. (IST) and the remote e-voting portal was blocked for voting thereafter.

5. The unitholders of the InvIT holding units as on the "cut-off date" i.e. Tuesday, July 21, 2026, were entitled to vote on the resolutions contained in the Notice of the AM.

6. Since none of the unitholders have voted during the AM, I have issued this report dated Wednesday, July 29, 2026, on the basis of the votes exercised by the Unitholders of the Trust by way of remote e-voting concluded on Monday, July 27, 2026, at 05:00 p.m. (IST).

7. As requested by the management, I am submitting herewith a consolidated report remote e-voting together with the results of the e-voting facilitated at the AM as "Annexure I".

For Rahul A. Jain & Co.
Practicing Company Secretaries

Rahul Ajit Kumar Jain
Digitally signed by Rahul Ajit Kumar Jain
Date: 2026.07.29 12:48:41 +05'30'

Rahul A. Jain
Proprietor
ACS: 42889
CoP: 23684

UDIN: A042889H000960168
Peer Reviewed: 5691/2024
Place: Thane
Date: 29/07/2026

RAHUL A. JAIN
Practicing Company Secretaries Mob No.: 9029745313
Email: csrahulajain@gmail.com
Add: 12AB/B1, Nandanvan Industrial Estate, Near Teen Hath Naka, LBS Marg, Thane West 400604

Annexure I:

ITEM NO 1: TO CONSIDER AND ADOPT AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF NDR INVIT TRUST AS AT AND FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORT OF THE AUDITORS AND THE REPORT OF THE INVESTMENT MANAGER AND MANAGEMENT DISCUSSION & ANALYSIS:

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 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**	**%ag e**	**No. of units holders voted (1)**	**No. of total units polled**	**%age**	
Total votes through Remote e-voting	18	183376319	100	0	0	0	1250000
E-voting at AM	0	0	0	0	0	0	0
TOTAL	18	183376319	100	0	0	0	1250000

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 the Notice of the AM is passed in favour of the resolution with simple majority.

ITEM NO.2: TO CONSIDER AND ADOPT THE VALUATION REPORT OF THE ASSETS OF THE TRUST AS ON MARCH 31, 2026:

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 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.

Practicing Company Secretaries **Mob No.: 9029745313**
Email: csrahulajain@gmail.com
Add: 12AB/B1, Nandanvan Industrial Estate, Near Teen Hath Naka, LBS Marg, Thane West 400604

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**	**%ag e**	**No. of units holders voted (1)**	**No. of total units polled**	**%age**	
Total votes through Remote e-voting	18	183376319	100	0	0	0	1250000
E-voting at AM	0	0	0	0	0	0	0
TOTAL	18	183376319	100	0	0	0	1250000

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 the Notice of the AM is passed in favour of the resolution with simple majority.

For Rahul A. Jain & Co.
Practicing Company Secretaries

Rahul Ajit Kumar Jain
Digitally signed by Rahul Ajit Kumar Jain
Date: 2026.07.29 12:50:07 +05'30'

Rahul A. Jain
Proprietor
ACS: 42889
CoP: 23684

UDIN: A042889H000960168
Peer Reviewed: 5691/2024
Place: Thane
Date: 29/07/2026

I have received the report:
NDR Invit Managers Private Limited
(acting as an Investment Manager to NDR InvIT Trust)

Neha Hardik Chovatia
Digitally signed by Neha Hardik Chovatia
Date: 2026.07.29 13:02:47 +05'30'

Neha Chovatia
Company Secretary & Compliance Officer
Place: Mumbai
Date: 29/07/2026

Annexure C

Summary of proceedings of the Third Annual Meeting

The Third Annual Meeting (**"AM"**) of the Unitholders (**"Unitholders"**) of the Trust held on Tuesday, July 28, 2026, at 12.30 P.M. (IST) through Video Conference (**"VC"**)/Other Audio Visual Means (**"OAVM"**) in compliance with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (**"SEBI InvIT Regulations"**) and SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025 issued by the Securities and Exchange Board of India (the **"SEBI Circulars"**), and in furtherance of the Notice to the Unitholders calling the third AM dated June 30, 2026.

PRESENT
Directors of NDR Invit Manager Private Limited, Investment Manager of the Trust:

1. **Mr. M. S. Sundara Rajan** - Non-Executive, Independent director on the Board of the Investment Manager and Chairman of Audit Committee, Nomination and Remuneration Committee, Investment Committee, and InvIT Committee
2. **Mr. Naidu Amrutesh Reddy** – Executive Director of the Investment Manager and Chairman of Risk Management Committee and member of Audit committee Investment committee and InvIT Committee
3. **Dr. Brinda Jagirdar**-Non-Executive, Independent Director on the Board of the Investment Manager and Chairperson of Stakeholders Relationship Committee and member of Nomination and Remuneration committee and Investment Committee.
4. **Mr. Ritesh Vohra** – Non-Executive Director on the Board of the Investment Manager and a member of Investment Committee
5. **Mr. G K Ravishankar** – Non-Executive, Independent Director on the Board of the Investment Manager and a member of Audit Committee, Nomination and Remuneration Committee, Investment Committee, Risk Management Committee and Stakeholders Relationship Committee
6. **Mr. Ramdas Ramakrishnan Iyer**– Executive Director on the Board of the Investment Manager and a member of Risk Management Committee, Stakeholder Relationship Committee and InvIT Committee

Key Managerial Personnel of NDR Invit Managers Private Limited, Investment Manager of the Trust:

1. Mr. Subramanian Krishnan Iyer - Chief Executive Officer of the Investment Managers
2. Mr. Sandeep Jain - Chief Financial Officer of the Investment Managers
3. Ms. Neha Chovatia - Company Secretary of the Investment Managers

Other Invitees

1. Ms. Prathi Bheda, authorized representative of Axis Trustee Services Limited – Trustee of NDR InvIT Trust
2. Mr. Sandesh Lahoti, authorized representatives of Catalyst Trusteeship Limited – Debenture Trustee of NDR InvIT Trust
3. Mr. Raghav Kabra, Authorized Representative of Deloitte Haskins and Sells LLP – Statutory Auditor of the Trust
4. Mr. Rahul Jain, Proprietor of M/s. Rahul A. Jain & Co., – Practicing Company Secretaries, Scrutinizer for the Third AM

5. Mr. Daljit Singh, Marketing Director of Investment Manager

Ms. Neha Chovatia, Company Secretary and Compliance Officer welcomed all the Unitholders and stated that the Notice calling the AM is 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 as well as the 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) within two (2) days of passing of the resolutions and communication of the same to the National Stock Exchange of India Limited.

Ms. Neha Chovatia then requested the directors to elect the chairman to chair the Annual Meeting.

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

The Chairman welcomed all the Unitholders and briefed with respect to the strategic acquisitions and continued focus on ESG, CSR and corporate governance initiatives of the Trust during the previous financial year and consistently delivered value for the Unitholders. He also shared the positive outlook for the India's logistics and warehousing sector and reaffirmed the Trust's commitment to responsible growth, strong governance and sustainable value creation for the Unitholders.

He also expressed his sincere appreciation to the unitholders, customers, partners, regulators and employees for their trust and support, as their continued belief is the driving force behind NDR InvIT Trust's success journey and requested Mr. Krishnan Iyer, CEO, to speak about the financial performance of the Trust, its future plans, operations and performance of the Trust.

Mr. Krishnan Iyer highlighted the key developments during the financial year and provided an overview of the Trust's performance in the macroeconomic environment, operational metrics, financial prudence, organizational culture, ethical values, future growth opportunities, and the key factors that differentiate the Trust. He requested Mr. Naidu Amrutesh Reddy to speak a few words.

Mr. Amrutesh Reddy expressed his sincere gratitude to the Unitholders and the Board for their continued trust and support. He reaffirmed his commitment to contributing towards India's infrastructure development by building a world-class supply chain ecosystem, ensuring efficient and cost-effective logistics solutions for industries, e-commerce and trade. He further emphasized the Trust's focus on sustainability, customer-centricity, operational excellence and long-term growth.

Thereafter the Chairman requested Ms. Neha Chovatia to proceed with the meeting.

Ms. Neha Chovatia apprised the unitholders present at the meeting and over VC about the resolutions proposed in the notice for the unitholders' approval by majority:

Sr No	Resolution
1.	To consider and adopt audited standalone financial statements and audited consolidated financial statements of NDR InvIT Trust as at and for the financial year

	ended March 31, 2026, together with the report of the Auditors thereon and the report of the Investment Manager and Management Discussion & Analysis.
2.	To consider and adopt the valuation report of the assets of NDR InvIT Trust for the Financial Year ended March 31, 2026.

Ms. Neha Chovatia, Company Secretary & Compliance Officer, informed the Unitholders that the Statutory Auditors' Report and the Secretarial Audit Report for the financial year 2025–26 did not contain any qualifications, adverse remarks, observations or comments having an impact on the financial reporting or disclosures made by the Trust.

She further informed the Unitholders that the consolidated results of the remote e-voting and the e-voting conducted during the Meeting would be declared within two days of passing of the resolutions and communication of the same to the National Stock Exchange of India Limited. The results, along with the Scrutinizer's Report, would be intimated to the Stock Exchange in accordance with the applicable laws and would also be made available on the websites of the Trust and MUFG Intime India Private Limited.

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

Mr. M S Sundara Rajan, Chairman, stated that the e-voting facility would remain open for 15 minutes after the conclusion of the meeting so as to enable the Unitholders to cast their vote, who have not yet cast their vote on the resolutions and who are otherwise not barred from doing so. The Chairman also thanked the Unitholders, fellow Board members and invitees for participating in the Annual Meeting of the NDR InvIT Trust.

Chairman then announced the closure of Annual Meeting of NDR InvIT Trust.

The meeting commenced at 12:30 p.m. (IST) and concluded at 1:24 p.m. (IST) (including the 15 minutes for e-voting).

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