

**June 4, 2025**

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051.

**Subject: Proceedings of the 1/2025-26 Extra-Ordinary General Meeting ("EGM") of NIIF Infrastructure Finance Limited ('NIIF IFL' or 'the Company') held on June 4, 2025.**

Dear Sirs/ Madam,

Pursuant to the Regulation 51 read with Part B of Schedule III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith proceedings of the EGM of the Company held on June 4, 2025, through Video Conferencing.

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

Thanking You,  
**For NIIF Infrastructure Finance Limited**

**Ankit Sheth**  
**Company Secretary and Compliance Officer**  
**Membership No.: A27521**

**Proceedings of the 1/2025-26 Extra-Ordinary General Meeting of NIIF Infrastructure Finance Limited ('NIIF IFL' or 'the Company') of the Company held on June 4, 2025.**

Dear Sirs/Madam,

Pursuant to the Regulation 51 read with Part B of Schedule III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we are pleased to inform you about the proceedings of 01/2025-26 Extra-Ordinary General Meeting ('EGM') of the Company, held on Wednesday, June 4, 2025 at 11:00 a.m. through video conferencing (VC) /other audio visual means, in accordance with the applicable provisions of Companies Act, 2013 read with the rules issued thereunder and the circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

**Proceedings in brief:**

- Directors Present – Mr. Ashwani Kumar, Mr. AKT Chari, Mr. Prashant Kumar Ghose and Mr. Nilesh Shrivastava, attended the EGM.
- Mr. Ashwani Kumar chaired the Meeting, (except for matters in which he was interested)
- Mr. Ankit Sheth, Company Secretary welcomed the Director, Members, Representatives and Management team of the Company, present in the meeting and briefed the members with general instructions for attending the meeting through VC and process of voting at the meeting.
- The requisite quorum being present, the Chairman called the meeting to order.
- Members approved the resolutions specified under item no. 1, 2, 4, 5 and 6 of the notice of EGM dated May 13, 2025, and item no. 7 of the addendum to the notice of EGM. Item no. 3 of the notice of EGM was deferred to the 12<sup>th</sup> Annual General Meeting as mentioned below:

Item No.	Particulars	Manner of approval
<b>Special Business</b>		
1.	Borrowings through issuance of Non-Convertible Debentures on Private Placement Basis.	Special Resolution
2.	Continuation of Directorship of Mr. Prashant Kumar Ghose (DIN: 00034945), Non-Executive Independent Director of the Company.	Special Resolution
3.	Appointment of M/s. Manohar Chowdhry & Associates as joint statutory auditors of the Company for a period of 3 years	Deferred to 12 <sup>th</sup> Annual General Meeting
4.	Compensation in the form of profit-related commission to Mr. Ashwani Kumar, Independent Director of the Company.	Ordinary Resolution
5.	Compensation in the form of profit-related commission to Ms. Rosemary Sebastian, Independent Director of the Company.	Ordinary Resolution
6.	Compensation in the form of profit-related commission to Mr. Prashant Kumar Ghose, Independent Director of the Company.	Ordinary Resolution
7.	Re-appointment of Ms. Rosemary Sebastian as Non-Executive Independent Director for a term of 3 consecutive years	Special Resolution

The Meeting concluded at 11:12 a.m.

Request you to take the above on record and oblige.

Thanking You,

**For NIIF Infrastructure Finance Limited**

**Ankit Sheth**

**Company Secretary and Compliance Officer**

**Membership No.: A27521**