

March 28, 2022

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 03/2021-22 Extra-Ordinary General Meeting of NIIF Infrastructure Finance Limited (“NIIF IFL” or the “Company”) of the Company held on March 28, 2022.

Dear Sirs/Madam,

Pursuant to the Regulation 51 read with Part B of Schedule III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform about the proceedings of 03/2021-22 Extra-Ordinary General Meeting (EGM) of the Company, held on Monday, March 28, 2022 at 1.15 p.m. through video conferencing (VC) /other audio visual means at shorter notice, 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Proceedings in brief:

- Directors Present – Mr. Prakash, Rao, Chairman of the Company, Mr. Ashwani Kumar and Mr. Ritu Anand, Independent Directors, Mr. AKT Chari, Non-Executive Director of the Company attended the EGM.
- Mr. Prakash Rao chaired the Meeting.
- Mr. Ankit Sheth, Company Secretary briefed the Members with general instructions for attending the meeting through VC and process voting at the meeting and welcomed Director, Members, Management team of the Company, present in the meeting;
- The requisite quorum being present, the Chairman called the meeting to order;
- The Chairman requested members to cast their vote on Special Businesses as set out in the Notice of EGM dated March 28, 2022 and as mentioned below:

Item No	Particulars	Manner of approval
Special Business		
1.	To create, offer, issue and allot upto 11,45,53,305 (Eleven Crore Forty Five Lakh Fifty Three Thousand and Three Hundred Five) Equity Shares of the Company of face value of INR 10 (Rupees Ten only) each at a premium of INR 17.23 (Rupees Seventeen and Twenty Three Paise only) per share aggregating to INR 311,92,86,495.15 (Rupees Three Hundred and Eleven Crore Ninety Two Lakh Eighty Six Thousand Four Hundred Ninety Five and Fifteen Paise Only), on a preferential cum private placement basis for cash, to Aseem Infrastructure Finance Limited, existing members of the Company.	Special Resolution

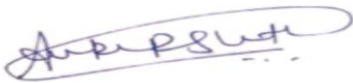
2.	To create, offer, issue and allot upto 25,70,69,408 (Twenty Five Crore Seventy Lakh Sixty Nine Thousand Four Hundred Eight) 0.001% Compulsorily Convertible preference Shares (Series II) ("CCPS")) of the Company of the face value of INR 27/- (Rupees Twenty Seven only) each at a premium of INR 0.23 (Twenty Three paise only) per share aggregating to INR 699,99,99,979.84 (Rupees Six Hundred Ninety Nine Crore Ninety Nine lakh Ninety Nine Thousand Nine Hundred Seventy Nine and Eighty Four Paise only), on a preferential cum private placement basis for cash, to the President of India, represented by and acting through the Secretary, Department of Economic Affairs, Ministry of Finance, Government of India existing preference shareholder of the Company.	Special Resolution
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Members have approved the above resolution and passed it unanimously.

The Meeting concluded at 1.30 p.m.

Request you to take the above on record and oblige.

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



Ankit Sheth
Company Secretary & Compliance Officer