

September 21, 2021

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 8th Annual General Meeting of NIIF Infrastructure Finance Limited (“NIIF IFL” or the “Company”) of the Company held on September 21, 2021.

Dear Sirs/Madam,

Pursuant to the provisions of Part B of Schedule III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to provide the proceedings of 8th Annual General Meeting (AGM) of the Company, held on Tuesday, September 21, 2021 at 2.00 p.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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by Ministry of Corporate Affairs.

Proceedings in brief:

- Directors Present - Mr. Ashwani Kumar, independent director and chairman of Audit Committee and Ms Ritu Anand, Independent Director attended the Annual General Meeting of the Company (“AGM”).
- Ms Ritu Anand, Independent Director of the Company chaired the Meeting of the Company chaired the Meeting;
- Ms. Shweta Laddha, Company Secretary briefed the Members with general instructions for attending the meeting through VC and process voting at the meeting and welcomed directors, members, management team and auditors of the Company, present in the meeting;
- The requisite quorum being present, the Chairperson called the meeting to order;
- The Chairperson then introduced the Board Members and shareholders of the Company, Mr. Ankit Shah, Partner of S. R. Batliboi & Co. LLP, Statutory Auditors of the Company (upto 8th Annual General Meeting);

- The Chairperson requested members to cast their vote on Ordinary and Special Businesses as set out in the Notice of AGM dated August 28,2021 and as mentioned below:

Item No.	Particulars	Manner of Approval
Ordinary Business		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 along with the reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2	Re-appointment of Mr. Surya Prakash Rao Pendyala (DIN: 02888802) who retires by rotation and being eligible, has offered himself for re-appointment	Ordinary Resolution
3	To approve appointment of Lodha & Co, Chartered Accountants, having FRN.: 301051E, as the Statutory Auditors of the Company for a period of three years commencing from the conclusion of this 8 th Annual General Meeting till the conclusion of 11 th Annual General Meeting of the Company.	Ordinary Resolution
Special Business		
4	To approve appointment of Mr. Ashwani Kumar DIN: 02870681), as an Independent Director of the Company for a period of Three (3) years w.e.f. September 30, 2020, not liable to retire by rotation	Ordinary Resolution
5	To approve borrowing limits under section 180(1)(c) of Companies Act, 2013 and powers up-to an amount not exceeding an aggregate amount of INR 40,000 crore (Rs. Forty Thousand crore); and	Special Resolution
6	To approve mortgage/ charge/ creation of encumbrance on movable or immovable property of the Company under section 180(1)(a) of Companies Act, 2013 upto the limit of an aggregate amount of INR 40,000 crore (Rs. Forty Thousand crore).	Special Resolution

Members have approved all the above resolutions and passed it unanimously.

The Meeting concluded at 2.20 p.m.

Request you to take the above on record and oblige.

Thanking You,

For NIIF Infrastructure Finance Limited

Shweta Laddha

Company Secretary & Compliance Officer