

April 18, 2025

To
Listing Department
BSE Limited
20th Floor, P. J. Towers
Dalal Street, Mumbai – 400 001
Scrip Code: 543899

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
Symbol: CUBEINVIT

Sub: Result of Postal Ballot notice dated March 18, 2025

This is in furtherance to our intimation dated March 18, 2025, regarding Postal Ballot notice, seeking approval of the ordinary unitholders for the matters mentioned therein.

Mr. Harish Chawla (Mem. No. F9002 and C.P. No.15492) Partner, M/s. CL & Associates, Practicing Company Secretaries, New Delhi, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

Accordingly, in terms of Regulation 23 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, please find enclosed herewith the e-voting result and the Scrutinizer's report dated April 18, 2025. The voting result and Scrutinizer's Report is also available on the website of the InvIT on cubehighwaystrust.com/investor-center/AM-EM-Postal-Ballots. Pursuant to the aforesaid, the resolutions a) authority to increase borrowings and matters related thereto and b) to consider and approve amendment in Corporate Governance Policy, has been approved by the ordinary unitholders of InvIT with requisite majority as per remote e-voting conducted through Postal Ballot and hence deemed to be passed at a general meeting of the ordinary unitholders of the InvIT.

You are requested to take the same on record.

Thanking You

For Cube Highways Fund Advisors Private Limited
(acting in its capacity as the Investment Manager to Cube Highways Trust)

Richa Gupta Rohatgi
Compliance Officer and Company Secretary

Copy to:

Trustee to the InvIT
Axis Trustee Services Limited
Axis House, P B Marg, Worli, Mumbai,
Maharashtra, India, 400025

Voting Results of the Postal Ballot conducted by way of remote e-voting only

Date of the AGM/EGM/ Closure of e-voting (in case of Postal Ballot)	April 17, 2025
Total number of ordinary unitholders on record date	183
Total no. of ordinary unitholders present in the meeting either in person or through proxy	Not applicable (Resolution passed through Postal Ballot)
Sponsor & Sponsor Group	
Public	
No. of ordinary unitholders attended the meeting through Video Conferencing	
Sponsor & Sponsor Group	
Public	

Item No. 1 – Authority to increase borrowings and matters related thereto

Resolution by way of requisite majority (i.e. where approval from seventy-five per cent of the Ordinary Unitholders by value shall be obtained) in terms of Regulation 22(5A) of the InvIT Regulations, as amended and the notifications, guidelines and circulars issued thereunder (including any statutory modification(s), amendment(s), or re-enactment thereof for the time being in force).

Category	Mode of Voting	No. of ordinary Units held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding ordinary units (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot E-Voting	62,50,40,073	62,50,40,073	100	62,50,40,073	NIL	100	NIL
Public Holding								
1. Institutional	Postal Ballot E-Voting	51,26,33,289	43,05,67,300	83.99	43,05,67,300	NIL	100	NIL
2. Non-Institutional	Postal Ballot E-Voting	19,67,75,000	NIL	0	NIL	NIL	0	NIL
Total		1,33,44,48,362	1,05,56,07,373	79.10	1,05,56,07,373	NIL	100	NIL

The InvIT has received 79.10% approval of Ordinary Unitholders by value out of the total outstanding ordinary units and 100% approval of Ordinary Unitholders by value out of the total votes polled.

CUBE HIGHWAYS FUND ADVISORS PRIVATE LIMITED

CIN: U74999DL2021FTC379941

Regd. Office: B-376, UGF, Nirman Vihar, New Delhi - 110092

Corporate Office: Unit No. 1901, 19th Floor, Tower-B, World Trade Tower, Plot No. C-1, Sector-16, Noida, U.P-201301

E-mail: - compliance.officer@cubehighways.com, Phone: +91-120-4868300

Item No. 2 – To consider and approve amendment in Corporate Governance Policy

Resolution by way of requisite majority (i.e. where votes cast in favour of the resolution shall be at least sixty per cent of total votes cast for the resolution) in terms of Regulation 22(5) of the InvIT Regulations, as amended and the notifications, guidelines and circulars issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force).

Category	Mode of Voting	No. of ordinary Units held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding ordinary units (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot E-Voting	62,50,40,073	62,50,40,073	100	62,50,40,073	NIL	100	NIL
Public Holding								
1. Institutional	Postal Ballot E-Voting	51,26,33,289	41,85,42,300*	81.64	84,00,000	41,01,42,300	2	98
2. Non-Institutional	Postal Ballot E-Voting	19,67,75,000	NIL	NIL	NIL	NIL	0	NIL
Total		1,33,44,48,362	1,04,35,82,373	78.20	63,34,40,073	41,01,42,300	60.69%	39.30

* votes abstained are not included in the no. of votes polled

For Cube Highways Fund Advisors Private Limited

(acting in its capacity as Investment Manager to Cube Highways Trust)

Richa Gupta Rohatgi
Compliance Officer & Company Secretary

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CL & Associates, Company Secretaries

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Tel: +91 11-2630 2076; E-mail: support@corp-nexus.com; Website: www.corp-nexus.com

Scrutinizer's Report

To,

The Board of Directors,
Cube Highways Fund Advisors Private Limited
(acting in its capacity as the Investment Manager to Cube Highways Trust)
B-376, UGF, Nirman Vihar, New Delhi – 110092.

Subject: Scrutinizer's Report on Postal Ballot voting conducted by way of e-voting process ("Remote e-voting") in respect of passing of the resolutions contained in the Postal Ballot Notice dated March 18, 2025

Dear Sir / Ma'am,

The Board of Directors of **Cube Highways Fund Advisors Private Limited** ("Investment Manager") on behalf of **Cube Highways Trust** ("Trust") issued Postal Ballot Notice dated March 18, 2025 ("Notice") and decided to provide to the Ordinary Unitholders of the Trust, facility to exercise their voting rights on the resolutions as set out in the Postal Ballot notice by way of e-voting process ("Remote e-voting").

I, Harish Chawla, Partner of M/s. CL & Associates, Company Secretaries, having office at D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, was appointed as Scrutinizer by the Board of Directors of **Investment Manager** on behalf of **Cube Highways Trust** in its Board Meeting held on January 30, 2025 for the purpose of scrutinizing the remote e-voting in a fair and transparent manner in respect of the resolutions contained in the Notice.

Management Responsibility

The management of the **Investment Manager** is responsible to ensure compliance with the requirements of the relevant provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("**SEBI INVIT Regulations**") and any other law relating to Postal Ballot Voting for resolutions stated in the Notice.

Scrutinizer's Responsibility

My responsibility as scrutinizer for e-voting process is restricted to prepare the Scrutinizer's Report of the votes cast by the Ordinary Unitholders in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by KFin Technologies Limited ("**KFin**"), the Registrar and Transfer Agent ("**RTA**") engaged by the Investment

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Manager to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e., till **Thursday, April 17, 2025, at 05:00 P.M.**

I submit my report as under: -

1. The Investment Manager had sent the Postal Ballot Notice on March 18, 2025 through electronic mode only to the Ordinary Unitholders of Cube Highways Trust as on the cut-off date i.e. Friday, March 14, 2025 ("**Cut-off date**").
2. Investment Manager had appointed KFin Technologies Limited ("KFin"), the Registrar and Transfer Agent ("RTA") as the service provider, for the purpose of extending the facility of remote e-voting to the Ordinary Unitholders to exercise their vote in respect of the resolutions as set out in the Notice.
3. KFin had set up electronic voting facility on their website <https://evoting.kfintech.com/> to facilitate the Ordinary Unitholders to cast their vote electronically.
4. The Ordinary Unitholders of the Trust , as on the **cut-off date i.e., Friday, March 14, 2025** were entitled to vote on the proposed resolutions as set out in the Notice, through remote e- voting only.
5. The **Remote e-voting period commenced on Wednesday, March 19, 2025 at 09:00 A.M. (IST) and ended on Thursday, April 17, 2025 at 05:00 P.M (IST)**. The votes cast during the e-voting were unblocked on Thursday, April 17, 2025 after the conclusion of e-voting period for Postal Ballot.
6. The Remote e-voting were reconciled with records maintained by the Investment Manager/ RTA of the Trust. .
7. No invalid votes were received through remote e-voting.
8. Thereafter, the details of Ordinary Unitholders, who voted "**in favour**" or "**against**" on the resolutions proposed through Postal Ballot were prepared based on report generated from the e-voting website of KFin.
9. The summary of results of remote e-voting are as under:

Resolution No.1– **Authority to increase borrowings and matters related thereto** (*Resolution by way of requisite majority (i.e. where approval from seventy-five per cent of the Ordinary Unitholders by value shall be obtained) in terms of Regulation 22(5A) of the InvIT Regulations*)

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Manner of Voting	Total no. of Units [1]	No. of votes polled [2]	No. of votes in favour [3]	% of votes in favour of total no. of Units [4] =[3/1]*100	% of votes in favour of votes polled [5] =[3/2]*100	No. of votes against [5]	% of votes against of total no. of Units [6] =[5/1]*100	% of votes against of votes polled [7] =[5/2]*100
Voting through postal ballot (Remote e-voting)	1,334,448,362	1,055,607,373	1,055,607,373	79.1044%	100%	Nil	N.A.	N.A.

The Trust has received 79.1044% approval of the Ordinary Unitholders by value out of the total outstanding units and 100% approval of Ordinary Unitholders by value out of the total ordinary units polled. Therefore, the resolution is deemed to have been passed with requisite majority, on Thursday, April 17, 2025, being the last date of e-voting for the Ordinary Unitholders. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure A**.

Resolution No. 2- To consider and approve amendment in Corporate Governance Policy (Resolution by way of requisite majority (i.e. where votes cast in favour of the resolution shall be at least sixty percent of total votes cast for the resolution) in terms of Regulation 22(5) of the InvIT Regulations)

Manner of Voting	Total no. of Units [1]	No. of votes polled [2]	No. of votes in favour [3]	% of votes in favour of votes polled [4] =[3/2]*100	No. of votes against [5]	% of votes against of votes polled [6] =[5/2]*100
Voting through postal ballot (Remote e-voting)	1,334,448,362	1,043,582,373	633,440,073	60.6986%	410,142,300	39.3014

The Trust has received 60.6986% votes cast in favour of the resolution out of total votes cast for the resolution. Therefore, the resolution is deemed to have been passed with requisite majority, on Thursday, April 17, 2025, being the last date of e-voting for the Ordinary Unitholders. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure B**.

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The aforesaid results in respect of the abovementioned resolutions may accordingly be declared by the Investment Manager of the Trust.

10. The electronic data and all other relevant record related to e-voting are under my safe custody and will be handed over to the Company Secretary and Compliance Officer of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.

Thank you

For CL & Associates
Company Secretaries

Countersigned by


Harish Chawla
(Partner)

Membership No. F9002
CP No. 15492
PR No. 4741/2023
UDIN: F009002G000142311

Date: 18.04.2025
Place: New Delhi

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Annexure-A

Details of e-voting for Resolution No. 1 are as under:

	Particulars	E-Voting	
		No. of Ordinary Unitholders who have voted/participated	Votes held by them
	No. of Ordinary Unitholders & ordinary units held by them	21	1,055,607,373
Less:	No. of Ordinary Unitholders & Invalid/ Rejected Votes cast by them	Nil	Nil
Less:	No. of Ordinary Unitholders abstained from voting	Nil	Nil
Less:	No. of Ordinary Unitholders & Votes not exercised/ Partially exercised/ Less Voted	Nil	Nil
	No. of Valid Vote Cast	21	1,055,607,373

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Annexure-B

Details of e-voting for Resolution No. 2 are as under:

	Particulars	E-Voting	
		No. of Ordinary Unitholders who have voted/participated	Votes held by them
	No. of Ordinary Unitholders & ordinary units held by them	21	1,055,607,373
Less:	No. of Ordinary Unitholders & Invalid/ Rejected Votes cast by them	Nil	Nil
Less:	No. of Ordinary Unitholders abstained from voting	1	12,025,000
Less:	No. of Ordinary Unitholders & Votes not exercised/ Partially exercised/ Less Voted	Nil	Nil
	No. of Valid Vote Cast	20	1,043,582,373