

INDIAN HIGHWAY CONCESSIONS TRUST

(An Infrastructure Investment Trust registered with Securities and Exchange Board of India vide registration number: IN/InvIT/19-20/0013)

Registered Office: Unit No. 699, 6th Floor, "VEGAS" Plot No. 6, Pocket 1, Sector 14, Dwarka, South Delhi, New Delhi - 110075 **Phone:** +91 (22) 6817 6666 **E-mail:** compliance@maplehighways.com;
Website: www.maplehighways.com **Compliance Officer:** Mr. Ankit Dewan

NOTICE OF SECOND ANNUAL MEETING

NOTICE is hereby given that the 2nd (Second) Annual Meeting ("**AM**") of the unitholders ("**Unitholders**") of Indian Highway Concessions Trust ("**Trust**") will be held on Friday, July 28, 2023 at 5:30 p.m. (IST) through Video Conferencing ("**VC**") /Other Audio Visual Means ("**OAVM**") without the physical presence of the Unitholders at a common venue, in compliance with circular no. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2023/14 dated January 12, 2023, issued by the Securities and Exchange Board of India ("**SEBI**"), hosted from Wing A, Sahar, Office Unit No. 2, Ground floor, Village - Marol, Andheri - East, Mumbai - 400 099. (Landmark: JW Marriott/ Bay 99) ("**Deemed Venue**"), to transact the following businesses as mentioned below:

ORDINARY BUSINESS:

ITEM 1: TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF INDIAN HIGHWAY CONCESSIONS TRUST ("INVIT") FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE REPORTS OF THE AUDITOR'S THEREON FOR THE YEAR ENDED MARCH 31, 2023 AND THE ANNUAL REPORT ON ACTIVITIES AND PERFORMANCE OF THE INVIT.

To consider and if thought fit, to pass the following resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are more than the votes cast against the resolution) in accordance with Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

"RESOLVED THAT pursuant to the provisions of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended or supplemented including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of Indian Highway Concessions Trust ("**InvIT**") for the financial year ended March 31, 2023 together with the Reports of the Auditor's thereon and the Annual Report on the activities and Performance of the InvIT for the year ended March 31, 2023, be and are hereby received, approved and adopted.

RESOLVED FURTHER THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary & Compliance Officer of Maple Infra InvIT Investment Manager Private Limited, Investment Manager to InvIT (the "**Investment Manager**") be and are hereby

severally authorized on behalf of InvIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letter and other writings in this regard and to do all such acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Board of Directors of the Investment Manager, to be in the best interest of InvIT, as it may deem fit."

ITEM NO 2: TO CONSIDER, APPROVE AND ADOPT VALUATION REPORT FOR THE YEAR ENDED MARCH 31, 2023

To consider and if thought fit, to pass the following resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are more than the votes cast against the resolution) in accordance with Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

"RESOLVED THAT pursuant to Regulations 13, 21, 22 and Schedule V of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended or supplemented including any applicable circulars, notifications guidelines and clarifications issued thereunder from time to time and other applicable rules and regulations, if any, including any statutory modification or re-enactment thereof for the time being in force, the Valuation Report as at March 31, 2023, in respect of Special Purpose Vehicles (SPVs) of Indian Highway Concessions Trust ("**InvIT**") issued by M/s. BDO Valuation Advisory LLP, the Independent Valuer bearing Registration No. IBBI Registration No.: IBBI/RV-E/02/2019/103 be and is hereby approved and adopted.

RESOLVED FURTHER THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary & Compliance Officer of Maple Infra InvIT Investment Manager Private Limited, Investment Manager to InvIT (the "**Investment Manager**") be and are hereby

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severally authorized on behalf of InvIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letter and other writings in this regard and to do all such acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Board of Directors of the Investment Manager, to be in the best interest of InvIT, as it may deem fit."

ITEM NO 3: TO APPROVE APPOINTMENT OF M/S. BDO VALUATION ADVISORY LLP AS THE VALUER FOR FINANCIAL YEAR 2023-24 AND FIX THE REMUNERATION THEREOF

To consider and if thought fit, to pass the following resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are more than the votes cast against the resolution) in accordance with Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

"RESOLVED THAT pursuant to Regulations 10, 13, 21 and 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended or supplemented including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time ("InvIT Regulations") and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and in accordance with the policy on appointment of auditor and valuer of InvIT, the consent of the Unitholders be and is hereby accorded for the appointment of M/s. BDO Valuation Advisory LLP, the Independent Valuer, bearing firm registration number IBBI/RV-E/02/2019/103 as the Valuer of Indian Highway Concessions Trust ("InvIT") for the financial year 2023-24, to carry out valuation of its Special Purpose Vehicles (SPVs) and other valuations in accordance with the InvIT Regulations at the remuneration as mentioned hereunder:

Sr. No.	Particulars	Remuneration*
1.	For full valuation per SPV at fiscal year-end and/or Valuation of new asset(s) for acquisition purpose.	₹ 2,75,000 per SPV from March 31, 2023 onwards ₹ 3,30,000 per SPV Valuation of new asset(s).
2.	For Quarterly/Half Yearly Valuation (as Applicable)	₹ 2,75,000 per SPV

* The above remuneration is inclusive of all charges except applicable GST and out of pocket expenses, which shall be paid extra as applicable

RESOLVED FURTHER THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary & Compliance Officer of Maple Infra InvIT Investment Manager Private Limited, Investment Manager to InvIT (the "Investment Manager") be and are hereby severally authorized on behalf of InvIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letter and other writings in this regard and to do all acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Board of Directors of the Investment Manager, to be in the best interest of InvIT, as it may deem fit."

For INDIAN HIGHWAY CONCESSIONS TRUST

By order of Board of Directors

**Maple Infra InvIT Investment Manager Private Limited
(as the Investment Manager to the InvIT).**

Ankit Dewan

Company Secretary and Compliance Officer

Place: Mumbai

Date: July 3, 2023

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NOTES:

1. Pursuant to the circular no. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2023/14 dated January 12, 2023, issued by the Securities and Exchange Board of India (the "SEBI"), including any amendments/ clarifications thereto, has permitted to hold meetings of unitholders through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). In compliance with the provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (the "InvIT Regulations") and the SEBI Circulars, the Annual Meeting ("AM" or "Meeting") of the Unitholders of Indian Highway Concessions Trust will be convened through VC/ OAVM, without the physical presence of the Unitholders at a common venue.
2. The proceedings of the AM shall be deemed to be conducted at the Corporate office of the Investment Manager of InvIT which shall be the deemed venue of the AM. Since the AM is being held through VC, Route Map for the venue is not annexed to this Notice.
3. Investment Manager on behalf of InvIT has appointed National Securities Depository Limited to provide VC facility for the AM and the attendant enablers for conducting of the AM.
4. Generally, a Unitholder entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself. Since this Meeting is being held through VC/OAVM pursuant to the SEBI Circulars, physical attendance of Unitholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Unitholders will not be available for this Meeting and hence the Proxy Form is not annexed to this Notice.
5. Unitholders (such as companies or body corporates or Institutions) are entitled to appoint authorized representative(s) to attend the AM through VC and participate thereat and cast their votes. Accordingly, such unitholders are requested to send, a certified true copy of the relevant board resolution/ governing body resolution/ Authorisation/ power of attorney. The said Resolution/ Authorization should be sent electronically through the concerned unitholder's registered email address to the Scrutinizer at bhupendra@naavick.com with a copy marked to compliance@maplehighways.com.
6. InvIT's Registrar and Transfer Agent for its Unit Registry work is KFin Technologies Limited having office at Selenium Tower B, Plot number 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana – 500032.
7. The recorded transcript of the meeting shall be maintained in safe custody of the Investment Manager and shall be uploaded on the website of InvIT shortly, after the conclusion of the meeting.
8. Pursuant to the SEBI Circulars, the Investment Manager is providing facility of remote e-voting to Unitholders of InvIT through NSDL. Kindly refer Notes to this Notice for detailed instruction for remote e-voting.
9. The Unitholders will be able to view the live proceedings on the National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsd.com. The detailed instructions for joining the AM through VC/ OAVM form part of the Notes to this Notice. A Unitholder's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance of such Unitholder for the AM.
10. Relevant documents referred to in this Notice and explanatory statement will be available for inspection by the unitholders by writing an e-mail to the Investment Manager at compliance@maplehighways.com mentioning their name, demat account number, e-mail id and mobile number, on all working days (i.e. all days except Saturdays, Sundays and Public Holidays) upto the date of the AM and for the duration of the AM.
11. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
12. Investment Manager, at the end of the annual meeting shall allow voting on the resolutions to all those unitholders who are present/ logged in at the annual meeting but have not casted their votes by availing the remote e-voting facility.
13. The Investment Manager of InvIT has fixed Friday, July 21, 2023, as the cut-off date (hereinafter referred to as "Cut-off date") for identifying the Unitholders who shall be eligible to vote through remote e-voting facility or for participation and voting in the AM. A person whose name is recorded in the Register of Unitholder or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to vote on the resolutions through the facility of Remote e-Voting or participate and vote in the AM.
14. In compliance with the SEBI Circulars, the Notice of the AM along with Annual Report for Financial Year 2022-23 is being sent only through electronic mode to those Unitholders whose email addresses are registered with the Depositories. The Notice calling the AM and Annual Report 2022-23 has been uploaded on the website of the InvIT at www.maplehighways.com, the websites of

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the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL at the website address www.evoting.nsd.com. For Unitholders whose e-mail addresses are not registered, SMSs, wherever Mobile Numbers are available, are being sent by KFin Technologies Limited.

15. Procedure for registering the email addresses and obtaining the AM Notice, Annual Report 2022-23 and e-voting instructions by the Unitholders whose email addresses are not registered with the Depositories.

i. Those Unitholders who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:

a. Unitholders holding units in demat form can get their e-mail ID registered by contacting their respective Depository Participant.

ii. Those Unitholders who have not registered their e-mail addresses or have not received any communication regarding this AM for any reason whatsoever, may obtain the user ID and password by sending a request at evoting@nsdl.co.in, compliance@maplehighways.com.

iii. Those Unitholders who have registered their e-mail address, mobile nos., postal address and bank account details are requested to validate/ update their registered details by contacting the Depository Participant.

16. The InvIT has appointed Mr. Bhupendra Dave, Practicing Company Secretary, (M. No. A31921 & C.P. No. 24293) as the Scrutinizer for conducting the remote e-voting process as well as the e-voting at the AM, in a fair and transparent manner.

17. The Scrutinizer shall, immediately after the conclusion of voting at the annual meeting, first count the votes cast at the meeting and, thereafter, unblock the votes cast through remote e-voting and shall not later than 48 hours of the conclusion of the meeting, issue a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Investment Manager in writing who shall countersign the same.

18. Instructions for attending the AM through VC/ OAVM and remote e-Voting (before and during the AM) are given below:

A. INSTRUCTIONS FOR UNITHOLDERS FOR ATTENDING THE AM THROUGH VC/ OAVM ARE AS UNDER:

i. Unitholders will be provided with a facility to attend the AM through VC/ OAVM through the NSDL e-Voting system. Unitholders may access by

following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/ OAVM link" placed under "Join meeting" menu against entity name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/ OAVM will be available in Unitholder/ Member login where the EVENT of InvIT will be displayed. Please note that the Unitholders who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

ii. Unitholders may join the AM through laptops, smartphones, tablets and iPads for better experience. Further, Unitholders will be required to use Internet with a good speed to avoid any disturbance during the AM. Unitholders will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot might experience audio/ video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.

iii. Unitholders are encouraged to submit their questions with regard to the financial statements or any other matter to be placed at the AM, from their registered e-mail address, mentioning their name, DP ID and Client ID/ Folio number and mobile number, in advance at compliance@maplehighways.com at least four days prior to the date of AM. Such questions by the Unitholders shall be suitably replied by InvIT.




iv. Unitholders who would like to express their views/ ask questions as a speaker at the AM may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ Folio number, PAN and mobile number at compliance@maplehighways.com at least four days prior to the date of AM. The InvIT reserves the right to restrict the number of speakers depending on the availability of time for the AM.

v. Unitholders who need technical assistance before or during the AM to access and participate in the Meeting may contact NSDL – Himali Vijaykar, Assistant Manager on evoting@nsdl.co.in/ 1800 1020 990 or 1800 224 430.

B. INSTRUCTIONS FOR REMOTE E-VOTING BEFORE/ DURING THE AM

Step 1: Access to NSDL e-Voting system

**a) Login method for e-Voting and joining virtual meeting for Individual Unitholders holding securities in demat mode
Login method for Individual Unitholders holding securities in demat mode is given below:**

Type of unitholders	Login Method
Individual unitholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on InvIT name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Unitholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on InvIT name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Unitholders can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
Individual Unitholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

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Type of unitholders	Login Method
Individual Unitholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on InvIT name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Login type	Helpdesk details
Individual Unitholders holding securities in demat mode with NSDL	Unitholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Unitholders holding securities in demat mode with CDSL	Unitholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

b) Login Method for e-Voting and joining virtual meeting for unitholders other than Individual unitholders holding securities in demat mode and unitholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Unitholders who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Unitholders who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Unitholders holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the InvIT For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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5. Password details for unitholders other than Individual unitholders are given below:
 - i. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - ii. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - iii. How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the InvIT, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

If your email ID is not registered, please follow steps mentioned below in **process for those unitholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Unitholders can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join Meeting on NSDL e-Voting system.

How to cast your vote electronically and join Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of InvIT for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for e-Voting during the AM are as under:

- i. The procedure for remote e-Voting during the AM is same as the instructions mentioned above for remote e-Voting since the Meeting is being held through VC/ OAVM.
- ii. Only those Unitholders who will be present in the AM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so shall be eligible to vote through remote e-Voting system in the AM.

General Guidelines for Unitholders:

- i. It is strongly recommended not to share your password with any other person and take utmost



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care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.

- ii. In case of any queries/grievances pertaining to remote e-Voting (before the AM and during the AM), you may refer to the Frequently Asked Questions (FAQs) for Unitholders and e-Voting user manual for Unitholders available in the download section of www.evoting.nsdl.com or call on the toll-free number: 1800 1020 990/1800 224 430 or send a request at evoting@nsdl.co.in

19. Details for Unitholders for remote e-Voting:

The Unitholders are provided with the facility to cast their vote remotely on all resolutions set-forth in this notice through remote e-voting platform provided by NSDL ('remote e-voting').

Unitholders attending the AM who have not already cast their vote by remote e-Voting and are otherwise not barred from doing so shall be able to cast their vote electronically during the meeting (e-voting) when window for e-voting is activated upon instructions of the Chairman.

- i. The remote e-voting facility will be available during the following period:
 - a. Day, date and time of commencement of remote e-voting: Tuesday, July 25, 2023, 9:00 a.m. (IST).

- b. Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed: Thursday, July 27, 2023, 5:00 p.m. (IST).
- ii. The voting rights of the Unitholders holding Units, in respect of e-voting shall be reckoned in proportion to their Units in the paid-up Unit capital as on the cut-off date being Friday, July 21, 2023. A person who is not a Unitholder as on the cut-off date should treat Notice of this Meeting for information purposes only.
- iii. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by NSDL upon expiry of aforesaid period.
- iv. Once the vote on a resolution stated in this notice is cast by Unitholder through remote e-voting, the Unitholder shall not be allowed to change it subsequently and such e-vote shall be treated as final. The Unitholders who have cast their vote by remote e-voting may also attend the AM, however such Unitholder shall not be allowed to vote again during the AM.
- vi. The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the InvIT and on the website of NSDL i.e. www.evoting.nsdl.com. The results shall simultaneously be communicated to BSE Limited.
- vii. The Resolutions shall be deemed to be passed at the registered office of the Investment Manager on the date of the AM, subject to receipt of the requisite number of votes in favour of the Resolutions.

ANNEXURE TO NOTICE**Explanatory Statement****ITEM NO 3:**

Pursuant to regulation 10(5), 13, 21 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended, read with the guidelines and circulars issued thereunder ("**InvIT Regulations**"), the Indian Highway Concessions Trust ("**Trust**" or "**InvIT**") is required to appoint an Independent Valuer, who shall conduct the valuation of Special Purpose Vehicles (SPVs) of the InvIT for

such period as applicable and shall submit Valuation Report to the InvIT.

M/s. BDO Valuation Advisory LLP, were appointed as Valuer of the trust by the Maple Infra InvIT Investment Manager Private Limited (the "Investment Manager") to the Trust for financial year 2022-23 and the same was approved by the unitholders at their 1st Annual Meeting held on October 12, 2022.

Subsequently, the Board of Directors of the Investment Manager, subject to approval of Unitholders of InvIT, has approved the appointment of M/s. BDO Valuation Advisory LLP as Valuer to InvIT for financial year 2023-24 at the remuneration as mentioned hereunder:

Sr. No.	Particulars	Remuneration*
1.	For full valuation per SPV at fiscal year-end and/or Valuation of new asset(s) for acquisition purpose.	₹ 2,75,000 per SPV from March 31, 2023 onwards ₹ 3,30,000 per SPV Valuation of new asset(s).
2.	For Quarterly/Half Yearly Valuation (as Applicable)	₹ 2,75,000 per SPV

* The above remuneration is inclusive of all charges except applicable GST and out of pocket expenses, which shall be paid extra as applicable

A brief profile of M/s. BDO Valuation Advisory LLP is set out below:

BDO India LLP is the India member firm of BDO International. BDO India offers strategic, operational, accounting, tax & regulatory advisory, and assistance for both domestic and international organizations across a range of industries. BDO has more than 270 Partners & Directors with a team of over 5,000 professionals operating across 11 key cities - Ahmedabad, Bengaluru, Chandigarh, Chennai, New Delhi, Goa, Hyderabad, Kochi, Kolkata, Mumbai, and Pune. BDO Valuation Advisory LLP is registered as a registered valuer under Section 247 of the Companies Act, 2013 and the Companies (Registered Valuers and Valuation) Rules 2017, as amended from time to time.

None of the Director(s) and Key Managerial Personnel of Investment Manager or their respective relatives are

concerned or interested, financially or otherwise in the resolution mentioned at Item No. 3 of this Notice.

The Board of Directors of Investment Manager recommends the resolution as set out in the Item No. 3 of the Notice for your approval by way of simple majority.

For INDIAN HIGHWAY CONCESSIONS TRUST**By order of Board of Directors**

Maple Infra InvIT Investment Manager Private Limited (as the Investment Manager to InvIT).

Ankit Dewan

Company Secretary and Compliance Officer

Place: Mumbai

Date: July 3, 2023