

Walker Chandiook & Co LLP

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Independent Auditor's Review Report on Special Purpose Unaudited Consolidated Interim Financial Information of the Oriental InfraTrust for the quarter ended 31 March 2024

To the Board of Directors of OIT Infrastructure Management Limited (the Investment Manager of Oriental InfraTrust)

Introduction

1. We have reviewed the accompanying Special Purpose Unaudited Consolidated Interim Financial Information of Oriental InfraTrust ('the Trust') and its subsidiaries (the Trust and its subsidiaries together referred to as 'the Group'), (Refer Annexure 1 for the list of subsidiaries included in the Special Purpose Unaudited Consolidated Interim Financial Information), which comprises of Special Purpose Unaudited Consolidated Interim Statement of Financial Position as at 31 March 2024, the Special Purpose Unaudited Consolidated Interim Statement of Profit and Loss and Other Comprehensive Income, the Special Purpose Unaudited Consolidated Interim Statement of Cash Flows and the Special Purpose Unaudited Consolidated Interim Statement of Changes in Equity for the quarter then ended, and other explanatory information (together hereinafter referred to as the 'Special Purpose Unaudited Consolidated Interim Financial Information' or 'the Statement'). The preparation and presentation of the Special Purpose Unaudited Consolidated Interim Financial Information is the responsibility of OIT Infrastructure Management Limited ('the Investment Manager of the Trust') and have been approved by the Board of Directors of the Investment Manager of the Trust. Our responsibility is to express a conclusion on the Special Purpose Unaudited Consolidated Interim Financial Information based on our review.

Scope of Review

2. We conducted our review of the Special Purpose Unaudited Consolidated Interim Financial Information in accordance with the International Standard on Review Engagements (ISRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the International Standards on Auditing, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Special Purpose Unaudited Consolidated Interim Financial Information are not prepared, in all material respects, in accordance with the basis of preparation set forth in Note 1 to the Special Purpose Unaudited Consolidated Interim Financial Information.

Independent Auditor's Review Report on Special Purpose Unaudited Consolidated Interim Financial Information of the Oriental InfraTrust for the quarter ended 31 March 2024 (Cont'd)

Emphasis of Matter - Basis of Preparation and Restriction on use

4. Without modifying our conclusion, we draw attention to Note 1 to the Special Purpose Unaudited Consolidated Interim Financial Information, which describes the basis of its preparation used by the Board of Directors of the Investment Manager of the Trust, which is different from the Indian Accounting Standards ('Ind AS') specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) being the applicable financial reporting framework for the Trust. The Special Purpose Unaudited Consolidated Interim Financial Information has been prepared in accordance with special purpose framework, solely for voluntary submission to be made by the Investment Manager of the Trust with National Stock Exchange of India Limited as an additional information for the unit holders of the Trust. This review report is issued solely for the aforementioned purpose and accordingly should not be used or referred to for any other purpose without our prior written consent.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

Manish Agrawal

Partner

Membership No. 507000

UDIN: 24507000BKDHOU3469

Place: New Delhi

Date: 30 May 2024

Independent Auditor's Review Report on Special Purpose Unaudited Consolidated Interim Financial Information of the Oriental InfraTrust for the quarter ended 31 March 2024 (Cont'd)

Annexure 1

List of Subsidiaries included in the Statement

- a. Oriental Pathways (Indore) Private Limited ('OPIPL')
- b. Oriental Nagpur Bye Pass Construction Private Limited ('ONBCPL')
- c. Oriental Nagpur Betul Highway Limited ('ONBHL')
- d. Etawah - Chakeri (Kanpur) Highway Private Limited ('ECKHPL')
- e. OSE Hungund Hospet Highways Private Limited ('OHHHPL')
- f. Biaora to Dewas Highways Private Limited ('BDHPL')

Oriental InfraTrust

Special Purpose Unaudited Consolidated Interim Statement of Financial Position as at 31 March 2024

(All amounts in ₹ millions unless otherwise stated)

Particulars	As at 31 March 2024 (Unaudited)	As at 31 December 2023 (Audited)	As at 31 March 2023 (Unaudited)
ASSETS			
Non-current			
Intangible assets	87,107.27	89,019.69	97,160.73
Property, plant and equipment	147.38	154.58	167.27
Other long-term assets	188.77	189.52	107.56
Other long-term financial assets	20,368.83	19,692.42	23,111.22
Non-current tax assets (net)	708.57	720.89	764.07
Total non-current assets	1,08,520.82	1,09,777.10	1,21,310.85
Current			
Prepayments and other short-term assets	124.06	155.93	147.44
Trade and other receivables	33.60	24.28	34.59
Other short-term financial assets	17,258.51	18,897.82	17,291.24
Cash and cash equivalents	2,270.51	1,716.67	4,949.66
Total current assets	19,686.68	20,794.70	22,422.93
Total assets	1,28,207.50	1,30,571.80	1,43,733.78
EQUITY AND LIABILITIES			
EQUITY			
Initial settlement amount	0.02	0.02	0.02
Unit capital	58,307.88	58,307.88	58,307.88
Retained earnings	(20,253.30)	(20,421.05)	(13,862.03)
Total equity	38,054.60	37,886.85	44,445.87
LIABILITIES			
Non-current			
Provisions	1,491.16	1,485.50	2,016.07
Employee benefit obligation	46.70	45.65	38.80
Borrowings	59,234.97	61,151.16	63,279.38
Other financial liabilities	12,656.06	12,626.44	12,416.42
Deferred tax liabilities (net)	4,798.10	5,420.94	6,230.47
Other non-current liabilities	1.42	1.44	24.31
Total non-current liabilities	78,228.41	80,731.13	84,005.45
Current			
Provisions	1,542.45	1,636.63	798.97
Employee benefit obligation	3.44	5.23	3.65
Borrowings	4,038.41	3,575.36	7,097.00
Trade and other payables	478.13	461.80	543.81
Current tax liabilities (net)	8.49	-	-
Other financial liabilities	5,744.38	6,194.74	6,632.60
Other current liabilities	109.19	80.06	206.43
Total current liabilities	11,924.49	11,953.82	15,282.46
Total liabilities	90,152.90	92,684.95	99,287.91
Total equity and liabilities	1,28,207.50	1,30,571.80	1,43,733.78



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Oriental InfraTrust

Special Purpose Unaudited Consolidated Interim Statement of Profit and Loss and Other Comprehensive Income for the quarter ended 31 March 2024
(All amounts in ₹ millions unless otherwise stated)

Particulars	For the quarter ended	For the quarter ended	For the quarter ended
	31 March 2024	31 December 2023	31 March 2023
	<i>(Unaudited)</i>	<i>(refer note 18)</i>	<i>(Unaudited)</i>
Revenue from operations	5,651.57	5,064.76	4,861.87
Other income	81.60	32.01	50.69
Operating expenses	(697.37)	(738.13)	(639.74)
Employee benefits expense	(84.96)	(88.80)	(73.97)
Depreciation and amortisation expense	(2,119.37)	(2,166.78)	(2,137.89)
Impairment of intangible assets (refer note 11)	-	(1,473.18)	-
Reversal of impairment of intangible assets (refer note 12)	198.60	-	151.00
Other expenses	(173.32)	(156.54)	(333.50)
Operating profit	2,856.75	473.34	1,878.46
Finance costs	(1,771.84)	(1,796.27)	(2,116.06)
Finance income	209.34	214.18	163.31
Profit/(Loss) before tax for the quarter	1,294.25	(1,108.75)	(74.29)
Tax expense			
Current tax	250.94	213.48	52.25
Deferred tax	(622.94)	(372.65)	(442.83)
Total tax expense	(372.00)	(159.17)	(390.58)
Profit/(Loss) after tax for the quarter	1,666.25	(949.58)	316.29
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement loss on defined benefit obligations	0.41	1.21	0.16
Income tax relating to these items	(0.05)	(0.04)	0.03
Total other comprehensive income for the quarter	0.36	1.17	0.19
Total comprehensive income/(loss) for the quarter	1,666.61	(948.41)	316.48

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Oriental InfraTrust
Special Purpose Unaudited Consolidated Interim Statement of Cash Flows for the quarter ended 31 March 2024
(All amounts in ₹ millions unless otherwise stated)

Particulars	For the quarter ended 31 March 2024 <i>(Unaudited)</i>	For the quarter ended 31 December 2023 <i>(refer note 18)</i>	For the quarter ended 31 March 2023 <i>(Unaudited)</i>
A. Cash flows from operating activities			
Profit/(Loss) before tax for the quarter	1,294.25	(1,108.75)	(74.29)
Non cash adjustments:			
Depreciation and amortisation expense	2,119.37	2,166.78	2,137.89
Reversal of impairment of intangible assets (refer note 12)	(198.60)	-	(151.00)
Impairment of intangible assets (refer note 11)	-	1,473.18	-
Gain on sale of property, plant and equipment (net)	(9.97)	(5.52)	-
(Gain)/ Loss on sale/fair valuation of investments (net)	(4.28)	(8.55)	73.27
Excess provisions written back	(73.43)	(2.04)	(1.18)
Interest income from bank deposits	(209.34)	(214.18)	(163.31)
Interest income on others	(0.22)	-	-
Finance cost			
Unwinding finance cost on deferred payment to National Highway Authority of India (NHAI) for purchase of right to charge users of toll	220.39	227.33	232.53
Finance cost on deferred payment liabilities to NHAI	116.69	117.11	106.14
Unwinding of discount on provisions and financial liabilities carried at amortised cost	71.50	71.71	35.02
Interest on term loans and debentures, finance and bank charges	1,360.86	1,380.12	1,470.84
Unamortized processing fees written off	-	-	271.53
Other finance cost	2.40	-	-
Expected credit loss	5.61	-	16.23
Modification loss on derecognition of financial guarantee	-	-	113.73
Modification gain on annuity	-	(10.64)	-
Operating profit before working capital changes and other adjustments	4,695.21	4,086.55	4,067.40
Working capital changes and other adjustments:			
Trade receivables	(14.96)	(2.26)	8.84
Financial assets	(824.34)	1,911.92	(902.68)
Pre-payments and other assets	13.14	4.80	(22.00)
Trade and other payables	44.46	38.51	(22.68)
Provisions and employee benefit obligation	(84.93)	93.40	133.60
Financial liabilities	(404.34)	(426.87)	922.81
Other liabilities	57.06	(27.24)	145.78
Cash flow from operating activities post working capital changes	3,481.30	5,678.81	4,331.07
Income tax paid (net)	(233.35)	(271.69)	(190.52)
Net cash flow generated from operating activities (A)	3,247.95	5,407.12	4,140.55
B. Cash flows from investing activities			
Acquisition of property, plant and equipment	(0.28)	(1.55)	(11.51)
Proceeds from disposal of property, plant and equipment	4.41	0.09	0.03
Proceeds from maturity of bank deposits	7,139.00	1,359.46	9,570.26
Investment in bank deposits	(5,230.91)	(3,651.49)	(8,214.93)
Purchase of current investments	(2,460.30)	(3.01)	(2,791.49)
Proceeds from sale of current investments	2,248.99	252.69	2,951.53
Interest received on bank deposits and others	324.29	109.35	164.46
Net cash generated from/ (used in) investing activities (B)	2,025.20	(1,934.46)	1,668.35
C Cash flows from financing activities			
Repayment of non-convertible debentures	(1,317.88)	(117.73)	(4,845.20)
Proceeds of non-current borrowings	-	-	11,738.90
Repayment of non-current borrowings	(226.77)	(201.88)	(4,372.74)
Processing fees paid	-	-	(263.18)
Finance costs paid	(1,675.80)	(1,051.85)	(3,394.43)
Distribution made to unit-holders	(1,498.86)	(1,949.46)	(846.28)
Net cash used in financing activities (C)	(4,719.31)	(3,320.92)	(1,982.94)
D Net increase in cash and cash equivalents (A+B+C)	553.84	151.74	3,825.95
E Cash and cash equivalent at the beginning of the quarter	1,716.67	1,564.93	1,123.71
Cash and cash equivalents at the end of the quarter (D+E)	2,270.51	1,716.67	4,949.66



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Oriental InfraTrust

Special Purpose Unaudited Consolidated Interim Statement of Changes in Equity for the quarter ended 31 March 2024

(All amounts in ₹ millions unless otherwise stated)

Particulars	Unit Capital	Initial settlement amount	Retained earnings	Total
Balance as at 01 January 2024	58,307.88	0.02	(20,421.05)	37,886.85
Profit for the quarter	-	-	1,666.25	1,666.25
Distribution to unit holders	-	-	(1,498.86)	(1,498.86)
Remeasurement of defined benefit obligations (net of tax)	-	-	0.36	0.36
Balance as at 31 March 2024	58,307.88	0.02	(20,253.30)	38,054.60

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Oriental InfraTrust**Notes to the Special Purpose Unaudited Consolidated Interim Financial Information for the quarter ended 31 March 2024****(All amounts in ₹ millions unless otherwise stated)****Note 1****Basis of accounting:**

The Special Purpose Unaudited Consolidated Interim Financial Information comprises the Special Purpose Unaudited Consolidated Interim Statement of Financial Position as at 31 March 2024, the Special Purpose Unaudited Consolidated Interim Statement of Profit and Loss and Other Comprehensive Income, the Special Purpose Unaudited Consolidated Interim Statement of Cash Flows and the Special Purpose Unaudited Consolidated Interim Statement of Changes in Equity for the quarter ended 31 March 2024 and explanatory notes thereto of Oriental InfraTrust ('the Trust') and its subsidiaries (the Trust and its subsidiaries together referred to as 'the Group') ('Special Purpose Unaudited Consolidated Interim Financial Information' or 'the Statement'). The Statement has been prepared in accordance with the recognition and measurement principles laid down in International Accounting Standard 34, Interim Financial Reporting ('IAS 34'). However, it is not a complete or condensed set of financial statements under IAS 34 since it omits various disclosures required by IAS 34. The Statement is not in accordance with the requirements of the Indian Accounting Standards ('Ind AS') and/or any addendum thereto as defined in Rule 2 (1) (a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, which is the applicable financial reporting framework for the Trust for the quarter ended 31 March 2024. This Statement has been prepared by the Board of Directors of Investment Manager of the Trust solely for voluntary submission to be made by the Investment Manager of the Trust with National Stock Exchange of India Limited as an additional information for the unit holders of the Trust.

The Special Purpose Unaudited Consolidated Interim Financial Information has been prepared on going concern basis. The Special Purpose Unaudited Consolidated Interim Financial Information is presented in INR which is assessed to be the functional currency of the Trust.

The following disclosures have been prepared in compliance with Annexure 1 of the Disclosure of Information Policy adopted by the OIT Infrastructure Management Limited (the 'Investment Manager') Board of Directors (in respect of and on behalf of the Oriental InfraTrust) in its meeting dated 22 May 2019:

Note 2**Special Purpose Unaudited Consolidated Interim Statement of Financial Position as at 31 March 2024**

Particulars	Ind AS - As at 31 March 2024	Adjustment on conversion from Ind AS to IFRS	IFRS - As at 31 March 2024 <i>(unaudited)</i>
I. ASSETS			
(1) Non-current assets			
Property, plant and equipment	147.38	-	147.38
Intangible assets	96,378.48	(9,271.21)	87,107.27
Financial assets	20,368.83	-	20,368.83
Income tax assets	708.57	-	708.57
Other non current assets	188.77	-	188.77
(2) Current assets			
Cash and cash equivalents	2,270.51	-	2,270.51
Prepaid expense	47.03	-	47.03
Other assets	77.03	-	77.03
Trade receivable	33.60	-	33.60
Financial assets	17,258.51	-	17,258.51
TOTAL ASSETS	1,37,478.71	(9,271.21)	1,28,207.50



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Notes to the Special Purpose Unaudited Consolidated Interim Financial Information for the quarter ended 31st March 2024

(All amounts in ₹ millions unless otherwise stated)

Note 2**Special Purpose Unaudited Consolidated Interim Statement of Financial Position as at 31 March 2024 (Cont'd)**

Particulars	Ind AS - As at 31 March 2024	Adjustment on conversion from Ind AS to IFRS	IFRS - As at 31 March 2024
			<i>(unaudited)</i>
II. EQUITY AND LIABILITIES			
Current liabilities			
Accrued payable and accrued expenses	432.33	-	432.33
Management fees payable	45.80	-	45.80
Tax payable	8.49	-	8.49
Other financial liabilities	5,744.38	-	5,744.38
Other current liabilities	109.19	-	109.19
Borrowings including current maturities	4,038.41	-	4,038.41
Short-term provisions	1,545.89	-	1,545.89
Non-current liabilities			
Loan payable	59,234.97	-	59,234.97
Deferred tax liabilities (net)	6,366.20	(1,568.10)	4,798.10
Other financial liabilities	12,656.06	-	12,656.06
Long-term provisions	1,537.86	-	1,537.86
Other non current liabilities	1.42	-	1.42
Initial settlement amount	0.02	-	0.02
Contribution	58,307.88	-	58,307.88
Distribution to unit holders	(1,498.86)	-	(1,498.86)
Retained earnings	(18,224.03)	(2,197.01)	(20,421.05)
Other reserves	4,630.61	(4,630.61)	-
Total comprehensive income for the quarter	2,542.10	(875.50)	1,666.61
TOTAL EQUITY & LIABILITIES	1,37,478.71	(9,271.21)	1,28,207.50

Note: The Indian Accounting Standard ('Ind AS') figures above have been re-classified to confirm to an extent with the presentation requirements of Annexure 1 of the Disclosure of Information Policy adopted by the Investment Manager Board of Directors (in respect of and on behalf of the Oriental InfraTrust) in its meeting dated 22 May 2019. The transition adjustments from Ind AS to International Financial Reporting Standards ('IFRS') have been made accordingly.

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Notes to the Special Purpose Unaudited Consolidated Interim Financial Information for the quarter ended 31 March 2024

(All amounts in ₹ millions unless otherwise stated)

Note 3 Special Purpose Unaudited Consolidated Interim Statement of Profit and Loss and Other Comprehensive Income for the quarter ended 31 March 2024

	Ind AS - Quarter ended 31 March 2024	Adjustment on conversion from Ind AS to IFRS	IFRS - Quarter ended 31 March 2024
	<i>(refer note 17)</i>		<i>(unaudited)</i>
Income			
Revenue from operations	5,651.57	-	5,651.57
Reversal of impairment of intangible assets	834.80	(636.20)	198.60
Other income	290.94	-	290.94
Total income	6,777.31	(636.20)	6,141.11
Expenses			
Management operating expenses	49.15	-	49.15
Professional fees	27.15	-	27.15
Finance costs	1,771.84	-	1,771.84
Operating expenses	697.37	-	697.37
Employee benefits expense	84.96	-	84.96
Depreciation and amortization expense	1,880.07	239.30	2,119.37
Other expenses	97.02	-	97.02
Total expenses	4,607.57	239.30	4,846.86
Profit before taxation for the quarter	2,169.74	(875.50)	1,294.25
Tax expense			
Current tax	250.94	-	250.94
Deferred tax	(622.94)	-	(622.94)
	(372.00)	-	(372.00)
Profit after tax for the quarter	2,541.74	(875.50)	1,666.25
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement gains on defined benefit obligations	0.41	-	0.41
Income tax relating to these items	(0.05)	-	(0.05)
Total comprehensive income for the quarter	0.36	-	0.36
Total comprehensive income for the quarter	2,542.10	(875.50)	1,666.61

Note: The Indian Accounting Standard ('Ind AS') figures above have been re-classified to confirm to an extent with the presentation requirements of Annexure 1 of the Disclosure of Information Policy adopted by the Investment Manager Board of Directors (in respect of and on behalf of the Oriental InfraTrust) in its meeting dated 22 May 2019. The transition adjustments from Ind AS to International Financial Reporting Standards ('IFRS') have been made accordingly.



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Note 4

Special Purpose Unaudited Consolidated Interim Statement of Cash Flows for the quarter ended 31 March 2024

Particulars	Ind AS - Quarter ended 31 March 2024	Adjustment on conversion from Ind AS to IFRS	IFRS - Quarter ended 31 March 2024
	<i>(refer note 17)</i>		<i>(unaudited)</i>
A. CASH FLOW FROM OPERATING ACTIVITIES:			
Profit before taxation for the quarter	2,169.74	(875.50)	1,294.25
Adjustments for:			
Depreciation and amortisation expense	1,880.07	239.30	2,119.37
Reversal of impairment of intangible assets	(834.80)	636.20	(198.60)
Gain on sale of property, plant and equipment (net)	(9.97)	-	(9.97)
Gain on sale/fair valuation of investments (net)	(4.28)	-	(4.28)
Excess provisions written back	(73.45)	-	(73.45)
Interest income	(209.34)	-	(209.34)
Interest income on others	(0.22)	-	(0.22)
Finance cost			
Unwinding finance cost on deferred payment to National Highway Authority of India ('NHAI') for purchase of right to charge users of toll road	220.39	-	220.39
Finance cost on deferred payment liabilities to NHAI	116.69	-	116.69
Unwinding of discount on provisions and financial liabilities carried at amortised cost	71.50	-	71.50
Interest on term loans and debentures, finance and bank charges	1,360.86	-	1,360.86
Other finance cost	2.40	-	2.40
Expected credit loss	5.61	-	5.61
Operating profit before working capital changes and other adjustments	4,695.21	-	4,695.21
Working capital changes and other adjustments:			
Trade receivables	(14.96)	-	(14.96)
Financial assets	(824.34)	-	(824.34)
Pre-payments and other assets	13.14	-	13.14
Trade and other payables	44.46	-	44.46
Provisions and employee benefit obligation	(84.93)	-	(84.93)
Financial liabilities	(404.34)	-	(404.34)
Other liabilities	57.06	-	57.06
Cash flow from operating activities post working capital changes	3,481.30	-	3,481.30
Income tax paid (net)	(233.35)	-	(233.35)
Net cash flow generated from operating activities (A)	3,247.95	-	3,247.95
B. CASH FLOW FROM INVESTING ACTIVITIES:			
Acquisition of property, plant and equipment	(0.28)	-	(0.28)
Proceeds from disposal of property, plant and equipment	4.41	-	4.41
Proceeds from maturity of bank deposits	7,139.00	-	7,139.00
Investment in bank deposits	(5,230.91)	-	(5,230.91)
Purchase of current investments	(2,460.30)	-	(2,460.30)
Proceeds from sale of current investments	2,248.99	-	2,248.99
Interest received on bank deposits and others	324.29	-	324.29
Net cash generated from investing activities (B)	2,025.20	-	2,025.20
C. CASH FLOW FROM FINANCING ACTIVITIES:			
Repayment of non-convertible debentures	(1,317.88)	-	(1,317.88)
Repayment of non-current borrowings	(226.77)	-	(226.77)
Finance costs paid	(1,675.80)	-	(1,675.80)
Distribution made to unit-holders	(1,498.86)	-	(1,498.86)
Net cash used in financing activities (C)	(4,719.31)	-	(4,719.31)
D. Net increase in cash and cash equivalent (A+B+C)	553.84	-	553.84
E. Cash and cash equivalents as at beginning of the quarter	1,716.67	-	1,716.67
Cash and cash equivalents as at end of the quarter (D+E)	2,270.51	-	2,270.51

Note: The Indian Accounting Standard ("Ind AS") figures above have been re-classified to conform to an extent with the presentation requirements of Annexure-1 of the Disclosure of Information Policy adopted by the Investment Manager Board of Directors (in respect of and on behalf of the Oriental InfraTrust) in its meeting dated 22 May 2019. The transition adjustments from Ind AS to International Financial Reporting Standards ("IFRS") have been made accordingly.



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Oriental InfraTrust
Notes to the Special Purpose Unaudited Consolidated Interim Financial Information for the quarter ended 31 March 2024
(All amounts in ₹ millions unless otherwise stated)

Note 5
Special Purpose Unaudited Consolidated Interim Statement of Changes in Equity as at 31 March 2024

Particulars	Ind AS					Adjustment on conversion from Ind AS to IFRS	IFRS - As at 31 March 2024
	Capital Contribution	Initial settlement amount	Retained earnings	Capital reserve	Total comprehensive income for the quarter		
							<i>(unaudited)</i>
Balance as at 01 January 2024	58,307.88	0.02	(20,474.03)	4,630.61	2,250.01	(6,827.64)	37,886.85
Profit after tax	-	-	-	-	2,541.75	(875.51)	1,666.25
Distribution to unit holders	-	-	(1,498.86)	-	-	-	(1,498.86)
Remeasurement of defined benefit obligations (net of tax)	-	-	-	-	0.36	-	0.36
Balance as at 31 March 2024	58,307.88	0.02	(21,972.89)	4,630.61	4,792.11	(7,703.15)	38,054.60

Breakup of Special Purpose Unaudited Consolidated Interim Statement of Changes in Equity on the basis of the unitholding:

Particulars	Ownership	Ind AS - As at 31 March 2024	Adjustment on conversion from Ind AS to IFRS	IFRS - As at 31 March 2024
				<i>(unaudited)</i>
Unit Holder A				
Asian Infrastructure Investment Bank				
Capital contribution	5.89%	3,434.33	-	3,434.33
Distribution		(88.28)	-	(88.28)
Retained earnings		(1,073.40)	(129.40)	(1,202.80)
Capital reserve		272.74	(272.74)	-
Profit for the quarter		149.73	(51.57)	98.16
Total		2,695.12	(453.71)	2,241.41
Unit Holder B				
BNR Investment Company Limited				
Capital contribution	24.97%	14,559.48	-	14,559.48
Distribution		(374.27)	-	(374.27)
Retained earnings		(4,550.54)	(548.60)	(5,099.14)
Capital reserve		1,156.26	(1,156.26)	-
Profit for the quarter		634.76	(218.61)	416.15
Total		11,425.69	(1,923.47)	9,502.22
Unit Holder C				
DEG - Deutsche Investitions- und Entwicklungsgesellschaft MBH				
Capital contribution	4.60%	2,682.16	-	2,682.16
Distribution		(68.95)	-	(68.95)
Retained earnings		(838.31)	(101.07)	(939.37)
Capital reserve		213.01	(213.01)	-
Profit for the quarter		116.94	(40.26)	76.67
Total		2,104.85	(354.35)	1,750.51
Unit Holder D				
HEG Limited				
Capital contribution	0.75%	437.31	-	437.31
Distribution		(11.24)	-	(11.24)
Retained earnings		(136.68)	(16.48)	(153.16)
Capital reserve		34.73	(34.73)	-
Profit for the quarter		19.07	(6.57)	12.50
Total		343.19	(57.78)	285.41
Unit Holder E				
International Finance Corporation				
Capital contribution	3.33%	1,941.65	-	1,941.65
Distribution		(49.91)	-	(49.91)
Retained earnings		(606.86)	(73.17)	(680.02)
Capital reserve		154.20	(154.20)	-
Profit for the quarter		84.65	(29.15)	55.50
Total		1,523.73	(256.52)	1,267.22
Unit Holder F				
Oriental Structural Engineers Private Limited				
Capital contribution	15.42%	8,991.08	-	8,991.08
Distribution		(231.12)	-	(231.12)
Initial settlement amount		0.02	-	0.02
Retained earnings		(2,810.15)	(338.79)	(3,148.93)
Capital reserve		714.04	(714.04)	-
Profit for the quarter		391.99	(135.00)	256.99
Total		7,055.86	(1,187.83)	5,868.04



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Oriental InfraTrust
Notes to the Special Purpose Unaudited Consolidated Interim Financial Information for the quarter ended 31 March 2024
(All amounts in ₹ millions unless otherwise stated)

Particulars	Ownership	Ind AS - As at 31 March 2024	Adjustment on conversion from Ind AS to IFRS	IFRS - As at 31 March 2024
				<i>(unaudited)</i>
Unit Holder G				
Oriental Tollways Private Limited				
Capital contribution	43.74%	25,503.87	-	25,503.87
Distribution		(655.60)	-	(655.60)
Retained earnings		(7,971.19)	(960.98)	(8,932.17)
Capital reserve		2,025.43	(2,025.43)	-
Profit for the quarter		1,111.92	(382.93)	728.98
Total		20,014.43	(3,369.34)	16,645.09
Unit Holder H				
Orbit Infraventures LLP				
Capital contribution	0.54%	314.86	-	314.86
Distribution		(8.09)	-	(8.09)
Retained earnings		(98.41)	(11.86)	(110.27)
Capital reserve		25.01	(25.01)	-
Profit for the quarter		13.73	(4.73)	9.00
Total		247.10	(41.60)	205.50
Unit Holder I				
Eternity Infraventures LLP				
Capital contribution	0.76%	443.14	-	443.14
Distribution		(11.39)	-	(11.39)
Retained earnings		(138.50)	(16.70)	(155.20)
Capital reserve		35.19	(35.19)	-
Profit for the quarter		19.32	(6.65)	12.67
Total		347.76	(58.54)	289.22

Note: The Indian Accounting Standard (Ind AS) figures above have been re-classified to conform to an extent with the presentation requirements of Annexure 1 of the Disclosure of Information Policy adopted by the Investment Manager Board of Directors (in respect of and on behalf of the Oriental InfraTrust) in its meeting dated 22 May 2019. The transition adjustments from Ind AS to International Financial Reporting Standards (IFRS) have been made accordingly.

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Oriental InfraTrust**Notes to the Special Purpose Unaudited Consolidated Interim Financial Information for the quarter ended 31 March 2024****(All amounts in ₹ millions unless otherwise stated)****Note 6****Special Purpose Unaudited Consolidated Interim Statement of net assets at fair value as at 31 March 2024****As at
31 March 2024****Statement of net assets at fair value:**

Net assets at book value	38,054.60
Net assets at fair value #	70,716.84
No. of units (millions)	583.08
Net assets value per unit (₹) at fair value	121.28

The net assets at fair value relating to Trust as at 31 March 2024, as disclosed above are based on the valuation report of an independent valuer appointed under SEBI (Infrastructure Investments Trusts) Regulations, 2014.

Break up of net assets at fair value:

Particulars	Amount
Enterprise value	
Etawah - Chakeri (Kanpur) Highway Private Limited	16,183.75
Oriental Pathways (Indore) Private Limited	2,740.69
OSE Hungund Hospet Highways Private Limited	13,075.74
Oriental Nagpur Betul Highway Limited	26,299.84
Oriental Nagpur Bye Pass Construction Private Limited	43,949.96
Biaora to Dewas Highways Private Limited	31,229.56
Total enterprise value	1,33,479.54
Add: Cash and bank balance at SPV level	4,826.80
Add: Cash and bank balance at Trust level	855.58
Add: Liquid investment at SPV level	1,002.31
Add: Liquid investment at Trust level	1,543.33
Less: External party debt at SPV level	(24,706.93)
Less: External party debt at Trust level	(44,237.53)
Less: Contingent liabilities at SPV level	(259.18)
Less: Present value of investment manager fees and other expenses at standalone trust level	(1,787.07)
Less: Working capital related adjustments at trust level	(0.01)
Net asset value of the Trust	70,716.84
No. of units (millions)	583.08
Net assets value per unit (₹)	121.28

Allocation of net asset fair value of the Trust on the basis of unitholding:

	Ownership (%)	Net asset value
Asian Infrastructure Investment Bank	5.89%	4,165.22
BNR Investment Company Limited	24.97%	17,658.00
DEG - Deutsche Investations- und Entwicklungsgesellschaft MBH	4.60%	3,252.97
HEG Limited	0.75%	530.38
International Finance Corporation	3.33%	2,354.87
Oriental Structural Engineers Private Limited	15.42%	10,904.53
Oriental Tollways Private Limited	43.74%	30,931.55
Orbit Infraventures LLP	0.54%	381.87
Eternity Infraventures LLP	0.76%	537.45
Total	100.00%	70,716.84



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7 The special purpose unaudited consolidated interim financial information of Oriental InfraTrust ('Trust') for the quarter ended 31 March 2024 have been reviewed by the Audit Committee of OIT Infrastructure Management Limited ('Investment Manager' of Trust) at their meeting held on 30 May 2024 and approved by the Board of Directors of the Investment Manager at their meeting held on 30 May 2024. The statutory auditors have issued an unmodified review report on these special purpose unaudited consolidated interim financial information.

8 The Trust was registered as an irrevocable Trust under the provisions of the Indian Trusts Act, 1882 on 15 June 2018. Trust was registered as an Infrastructure Investment Trust under the InvIT Regulations on 26 March 2019 having registration number IN/ InvIT/ 18-19/ 0011.

9 **Distribution:**

Distribution:

Related to FY 2022-2023:

The Board of Directors of the Investment Manager have declared distribution of ₹ 1.52 (rounded off) per unit amounting to ₹ 888.10 millions in their meeting held on 26 May 2023 and the aforesaid distribution was paid to eligible unitholders on 02 June 2023.

Related to FY 2023-2024:

The Board of Directors of the Investment Manager have declared distribution of ₹ 2.57 (rounded off) per unit amounting to ₹ 1,498.50 millions in their meeting held on 26 May 2023 which was subsequently paid to eligible unitholders on 02 June 2023 and ₹ 2.54 (rounded off) per unit amounting to ₹ 1,480.80 millions in their meeting held on 09 August 2023 and the aforesaid distribution was paid to eligible unitholders on 17 August 2023 and ₹ 2.46 (rounded off) per unit amounting to ₹ 1,431.91 millions and ₹ 0.89 (rounded off) per unit amounting to ₹ 517.54 millions in their meeting held on 09 November 2023 and the aforesaid distribution was paid to eligible unitholders on 17 November 2023 and ₹ 2.57 (rounded off) per unit amounting to ₹ 1,498.86 millions in their meeting held on 10 February 2024 and the aforesaid distribution was paid to eligible unitholders on 17 February 2024. Further, subsequent to the year ended 31 March 2024, the Board of Directors of Investment Manager have declared distribution of ₹ 3.80 (rounded off) per unit amounting to ₹ 2,212.84 millions in their meeting held on 07 May 2024 and the aforesaid distribution was paid to eligible unitholders on 13 May 2024.

Related to FY 2024-25

Subsequent to the quarter ended 31 March 2024, the Board of Directors of Investment Manager have declared distribution of ₹ 0.94 (rounded off) per unit amounting to ₹ 545.88 millions in their meeting held on 07 May 2024 and the aforesaid distribution was paid to eligible unitholders on 13 May 2024.

10 During the calendar year ended 31 December 2022, as per Regulation 27 of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (as amended), inspection of books of account, records and documents relating to the activities of the Oriental InfraTrust ('Trust') have been conducted by the Securities and Exchange Board of India ('SEBI'), Trust has received initial findings of the inspection from SEBI on 04 November 2022, on the basis of various submissions made by Investment Manager of the Trust, SEBI had issued a final observation letter dated 02 January 2023.

During the previous calendar year ended 31 December 2023, the Trust had submitted a detailed action plan / responses with SEBI on the final observations shared by SEBI vide letter dated 28 January 2023 and had further apprised SEBI about the Board's responses vide its letter dated 27 February 2023 and 20 March 2023. The Investment Manager of the Trust has undertaken necessary steps at its end as per the aforementioned action plan and as desired by SEBI. In furtherance to this, the Investment Manager of the Trust has also proposed relevant changes in the trust deed and Investment Management Agreement for the approval of Unitholders and accordingly, the Trust Deed and Investment Management Agreement has been suitably amended. Trust had received observations from SEBI vide letter dated 01 December 2023 pursuant thematic inspection w.r.t borrowings conducted by SEBI on which the Trust responded vide letter dated 14 December 2023, on the basis of responses made by Investment Manager of the Trust, SEBI had issued an action letter dated 27 December 2023. The Trust had submitted a detailed response with SEBI on the action letter shared by SEBI vide letter dated 25 January 2024. Further, the Trust apprised SEBI about the Board's responses vide its letter dated 24 February 2024 and the Trust has received further observations from SEBI vide letter dated 07 March 2024 and 11 March 2024 pursuant to aforementioned inspection w.r.t net asset value and net distributable cash flow respectively on which the Trust responded vide letter dated 16 March 2024 and 22 March 2024 respectively. In furtherance to the response submitted by IM vide letter dated 22 March 2024, SEBI has issued an advisory letter dated 28 March 2024. Subsequent to quarter ended 31 March 2024, Trust had submitted a detailed response with SEBI on the corrective actions taken by IM as required therein vide letter dated 25 April 2024, and the Board's satisfaction on the corrective steps taken by IM had communicated to SEBI vide its letter dated 20 May 2024.

Management basis their internal assessment believes that there will not be any material impact to the special purpose unaudited consolidated interim financial information for the quarter ended 31 March 2024.

11 As per IAS 36 'Impairment of assets', management carried out the impairment assessment of Intangible assets (toll collection rights) and provided for an impairment loss of ₹ Nil millions (quarter ended 31 December 2023: ₹ 1,473.18 millions and quarter ended 31 March 2023: ₹ Nil millions) during the quarter ended 31 March 2024 basis the fair valuation conducted as per the future projected cash flows of the assets (after performing sensitivity analysis) respectively in respect of intangible assets of the subsidiary companies of the Trust.

12 As per IAS 36 'Impairment of assets', management carried out the impairment assessment of Intangible assets (toll collection rights) and provided for reversal of impairment loss of ₹ 198.60 millions (quarter ended 31 December 2023: ₹ Nil and quarter ended 31 March 2023: ₹ 151.00 millions) during the quarter ended 31 March 2024 basis the fair valuation conducted as per the future projected cash flows of the assets (after performing sensitivity analysis) respectively in respect of intangible assets of one of the subsidiary companies of the Trust.

13 During the previous calendar year ended 31 December 2023, National Highway Authority of India ('NHAI') has requested one of the subsidiary company to undertake capacity augmentation under clause 29 of the Service Concession Agreement of the corridor from Jamtha to Borkhedi (22 km section of project highway having around 60,000 PCUs) to 6-lane configuration as per good engineering practice and in National Interest and for construction of Metro. The Investment Manager of the Trust is in the process of finalising scope of capacity augmentation with NHAI basis site requirement and thereafter undertake relevant steps/compliances including but not limited to arranging funding requirements.

14 There are certain ongoing direct tax litigations which are covered under the terms of Sales and Transfer agreement. Pursuant to the terms and conditions of the aforesaid agreement, any liability which may arise will be borne by the sponsors of the Trust namely, Oriental Structural Engineers Private Limited and Oriental Tollways Private Limited upto the extent of consideration amounting to ₹ 900 millions as at 31 March 2024 (31 December 2023: ₹ 900 millions and 31 March 2023: ₹ 900 millions), as defined under Sales and Transfer agreements executed between sponsor and subsidiaries of the Trust.



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Notes to the Special Purpose Unaudited Consolidated Interim Financial Information for the quarter ended 31st March 2024
(All amounts in ₹ millions unless otherwise stated)

- 15 During the previous calendar year ended 31 December 2023, NHAI has vide letter dated 10 July 2023 raised demand of ₹ 442.80 millions and ₹ 125.60 millions on one of the subsidiary company ('project SPV') of Trust, in relation to recovery of penalty charged by the project SPV from overloaded vehicles while collecting toll for the period 01 January 2016 to 31 August 2020 and for recovery of penalty on account of non-maintenance of project highway. Further, the project entity vide letter dated 12 July 2023, instructed their bank not to deposit the penalty demanded stating the fact that they deny as well as dispute the afore-mentioned demand as NHAI has not followed the dispute resolution procedure in accordance with provisions of Concession Agreement. Further, Board of Directors of investment manager of the Trust is confident, based on the legal advice and fact that any liability which may arise will be borne by sponsors of the Trust namely, Oriental Structural Engineers Private Limited and Oriental Tollways Private Limited, and no liability will devolve on the Trust.
- 16 During the previous calendar year ended 31 December 2023, necessary impacts of COVID extension has been considered in special purpose consolidated interim financial information by the Investment Manager of the Trust pursuant to approvals received from National Highway Authority of India ('NHAI') for granting the extension of concession period in three of the subsidiaries of the Trust basis the claims filed by respective subsidiaries for COVID extension under Force Majeure provisions of the respective Concession Agreements.
- 17 Figures for the quarter ended 31 March 2024 represents the balancing figures between the audited figures for the year ended 31 March 2024 prepared as per Indian Accounting Standards ('Ind AS') and/or any addendum thereto as defined in Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles accepted in India and year-to-date figures for the nine months ended 31 December 2023 prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34') read with Indian Accounting Standards ('Ind AS') and/or any addendum thereto as defined in Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles accepted in India.
- 18 Figures for the quarter ended 31 December 2023 represents the balancing figures between the year to date figures for the twelve months ended 31 December 2023 which was audited by the us and figures for the quarter ended 31 March 2023/ 30 June 2023/ 30 September 2023 which were subjected to limited review.
- 19 All values are rounded to nearest millions, unless otherwise indicated. Certain amounts that are required to be disclosed and do not appear due to rounding off are expressed as 0.00.
- 20 Previous period figures have been reclassified/regrouped wherever necessary to confirm to current period classification. The impact of the same is not material to the user of the special purpose unaudited consolidated interim financial information.

For and on behalf of Board of Directors of
OIT Infrastructure Management Limited
(as Investment Manager of Oriental Infra Trust)


Deepak Dasgupta
Director
DIN: 00457925


Ashish Jasoria
Chief Financial Officer


Jitendra Kumar
Chief Executive Officer


Ranveer Sharma
Director
DIN: 02483364

Place: New Delhi
Date: 30 May 2024



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