



CITIUS TRANSNET INVESTMENT TRUST

(An Infrastructure Investment Trust registered under the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, on August 1, 2025 vide Registration No. IN/InvIT/25-26/0032)

Principal Place of Business: Plot no. 294/3, Edelweiss House, Off CST Road, Kalina, Santacruz East, Mumbai, Maharashtra, India 400 098 **Tel:** +91 22 4019 4700;

Compliance Officer: Mr. Pravin Karambelkar; **Email:** compliance_citius@eaaa.in
Website: www.citiustransnet.in

POSTAL BALLOT NOTICE

NOTICE of Postal Ballot is hereby given that pursuant to Regulation 22(2) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended till date and the notifications, circulars and guidelines issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) ("**InvIT Regulations**"), read with Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025 issued by the Securities and Exchange Board of India ("**Master Circular**") and pursuant to other applicable laws and regulations, if any, as may be applicable in this regard, the resolution as set out in this Postal Ballot Notice is proposed to be passed by the unitholders (the "**Unitholders**") of Citius TransNet Investment Trust ("**Citius**") by way of Postal Ballot through remote e-voting process.

An explanatory statement pertaining to the proposed resolution of the Unitholders setting out the material facts and the reasons/rationale thereto is annexed to the Postal Ballot Notice for your consideration.

The Board of Directors of EAAA TransInfra Managers Limited (the "**Board**") acting as the Investment Manager of Citius (the "**Investment Manager**"), has appointed KFIN Technologies Limited, as the Registrar and Transfer Agent (the "**RTA**") for providing remote e-voting facility to the Unitholders of Citius.

The Board of Directors of EAAA TransInfra Managers Limited (the "**Board**") acting as the Investment Manager of Citius (the "**Investment Manager**"), has appointed Ashita Kaul & Associates, Practicing Company Secretaries, as the Scrutinizer (the "**Scrutinizer**") for conducting the Postal Ballot process through e-voting in a fair and transparent manner.

The Unitholders may also note that the facility to exercise their right to vote on the resolution proposed to be considered in this Postal Ballot by electronic means and the businesses shall be transacted only through e-voting. The facility of casting the votes by the Unitholders using an electronic voting system will be provided by KFIN Technologies Limited. The Unitholders are requested to carefully read the instructions specified in the email sent to them on respective email

IDs as may be registered/ updated/ available in the database of the depositories along with the e-voting instructions for e-voting provided in this Postal Ballot Notice.

Only those unitholders who are identified as on the closure of business hours of Friday, May 15, 2026, shall be eligible to vote. The remote e-voting period will commence at 09:00 am (IST) on Wednesday, May 20, 2026 and ends at 05:00 pm (IST) on Wednesday, June 10, 2026. The Unitholder must vote only through electronic mode as per the instructions for e-voting provided in this Postal Ballot Notice.

The Notice of postal ballot is also available on Citius's website: www.citiustransnet.in and on website of the stock exchange: www.nseindia.com and www.bseindia.com

The relevant documents referred to in the accompanying Notice are open for inspection by the Unitholders at the Principal Place of business of Citius on all working days (i.e. except Saturdays, Sundays and Public Holidays) between 11:00 (IST) am to 01:00 pm (IST) up to the last day of the e-voting.

The Scrutinizer will submit its report to the Board or the Key Managerial Personnel of the Investment Manager or to any other person authorised by the Board after the completion of the scrutiny of the ballots through e-voting in a fair and transparent manner. The results shall be declared within two working days from the last date of e-voting and communicated to stock exchanges and shall also be displayed on the website of Citius: www.citiustransnet.in.

The proposed resolutions, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Unitholders by means of Postal Ballot i.e. June 10, 2026.

FOLLOWING RESOLUTION IS PROPOSED TO BE PASSED BY WAY OF THIS POSTAL BALLOT NOTICE THROUGH REMOTE E-VOTING:

ITEM No. 1: TO CONSIDER AND APPROVE THE ENHANCING OF AGGREGATE CONSOLIDATED BORROWINGS AND DEFERRED PAYMENTS OF CITIUS TRANSNET INVESTMENT TRUST (“CITIUS”) UPTO 49% OF THE VALUE OF INVIT ASSETS AND MATTERS RELATED THERETO:

To consider and, if thought fit, to pass with or without modifications, the following resolution by way of simple majority (i.e., where voting unitholders, cast votes in favour of the resolution shall not be less than one and half times the votes cast against the resolution) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time:

“RESOLVED THAT in accordance with Regulation 20 and 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, and the circulars and guidelines issued thereunder (**“InvIT Regulations”**), and other applicable laws, if any, including any statutory modifications, amendments or re-enactments for the time being in force, and subject to the Trust Deed of Citius TransNet Investment Trust (**“Citius”**), the consent of the Unitholders, be and is hereby accorded to Citius, its HoldCos and its Project SPVs including any other entity(ies) set up or acquired by Citius to borrow from time to time, any sum or sums of money (in one or more tranches) but not exceeding such amounts such that the aggregate consolidated borrowing and deferred payments of Citius, its HoldCos and its Project SPVs, net of cash and cash equivalents, do not exceed 49% of the value of the assets of the InvIT (as set out under Regulation 20(3)(a) of the SEBI InvIT Regulations) from time to time, in whatever form including but not limited to issuance of debentures, term loans, advances, deposits, bonds etc., on such terms and conditions as decided by the Board of Directors of EAAA TransInfra Managers Limited (the **“Investment Manager”**), the Investment Manager of Citius may deem fit in the best interest of Citius and the Unitholders, and on such security, including by way of mortgage, hypothecation, pledge, lien and/or charge, in addition to the mortgage, hypothecation, pledge and/or charge already created, in such form, manner and ranking and on such terms as the Trustee and/or Investment Manager may deem fit in the best interest of Citius and the Unitholders, on all or any of the movable and/or immovable properties of Citius and/or the Project SPVs of Citius or held through Holding Companies, both present and future and/ or any other assets or properties, either tangible or intangible, of Citius and/or the Project SPVs owned and held by Citius or through Holding Companies, for securing the borrowings availed or to be availed by the Citius Group, including providing any undertakings and/or guarantees as may be required in connection therewith, and to do all such acts, deeds and things and to execute all such documents, instruments and writings, and register all charges as may be required in this regard.

RESOLVED FURTHER THAT in relation to the aforesaid transactions, the Investment Manager be and is hereby authorized to do all such acts, deeds, matters and things and execute, modify or amend all such deeds, agreements or other documents, as may be necessary from time to time for giving effect to the above resolution on such terms and conditions in its capacity as the Investment Manager may deem fit in the best interest of Citius and the Unitholders, and to settle any questions, difficulty or doubt that may arise with regard to giving effect to the resolution, as it may deem necessary in its discretion.

RESOLVED FURTHER THAT the Board of Directors of the Investment Manager, be and is hereby authorised to delegate all or any of the powers herein conferred upon the Investment Manager, to any validly constituted committee or any other person duly authorized by the Board of Directors including negotiate and finalise the terms and conditions, execute such agreements, letters and other writings in this regard and to do all acts, deeds, things, and matters as may be required or are 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 Citius and/or Unit holders , as it may deem fit.”

**On behalf of Citius TransNet Investment Trust
EAAA TransInfra Managers Limited
(acting as the Investment Manager of Citius TransNet Investment Trust)**

Sd/-

**Pravin Karambelkar
Company Secretary & Compliance Officer
ACS No. 28364
Date: May 19, 2026
Place: Mumbai**

NOTES:

1. As per the Regulation 22(2)(b) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, Citius is seeking the approval of the Unitholders on the proposed resolutions by way of Postal Ballot by voting through electronic means ("**remote e-voting**").
2. The Postal Ballot Notice is being sent to Unitholders at the email address registered with their Depository Participants by permitted mode.
3. An explanatory statement setting out the material facts and reasons for the proposed resolutions are annexed herewith and forms part of the Postal Ballot Notice.
4. Only those Unitholders whose names are recorded in the Register of Beneficial Owners as received from National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on the close of business hours on May 15, 2026 ("**cut-off date**") shall be eligible for voting and receipt of notice.
5. The Investment Manager has engaged the services of KFIN Technologies Limited, the Registrar and Transfer Agent ("**RTA**") of Citius, for the purpose of providing remote e-voting facility to the Unitholders of Citius. Kindly refer to notes given below for detail instructions of e-voting.
6. The remote e-voting shall commence at 09:00 a.m. (IST) on, Wednesday, May 20, 2026, and ends at 05:00 p.m. IST) on Wednesday, June 10, 2026.
7. Resolutions passed by the Unitholders through Postal Ballot are deemed to have been passed as if they have been passed at a general meeting of the Unitholders.
8. A Unitholder cannot exercise his vote by proxy on Postal Ballot.
9. Unitholders are requested to send their queries, if any, to the Investment Manager to enable the Investment Manager to provide the required information on compliance_citius@eaaa.in;
10. Unitholders who have not registered their email address so far are requested to register their email address with their demat account maintained with depositories and depository participants for receiving all communication including annual reports, notices, circulars etc. from the Investment Manager, on behalf of Citius, electronically.
11. In terms of Regulation 22(2)(d) of the InvIT Regulations, voting by any person on a transaction who is a related party in such transaction as well as associates of such person(s) shall not be considered on the specific issue.

REMOTE E-VOTING INSTRUCTIONS FOR UNITHOLDERS

As per the SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, individual members holding securities in Demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. In compliance with above guidelines, arrangements have been made to vote electronically from depository system by the individuals. Unitholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Procedure to be followed by Individual unitholders holding securities in Demat:

Individual unitholders holding securities in demat mode shall follow below mentioned procedure depending upon the depository in which he/she maintains their demat account:

NSDL	CDSL
<p>1. User already registered for IdeAS facility: I. URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under 'IdeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</p>	<p>1. Existing user who have opted for Easi / Easiest I. URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with user id and password. IV. Option will be made available to reach e-Voting page without any further authentication. V. Click on e-Voting service provider name to cast your vote.</p>
<p>2. User not registered for IdeAS e-Services I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IdeAS" III. Proceed with completing the required fields.</p> <p>Alternatively, To register click on link : https://eservices.nsdl.com/SecureWeb/IdEasDirectReg.jsp Proceed with completing the required fields.</p>	<p>2. User not registered for Easi/Easiest I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields.</p>
<p>3. First time users can visit the e-Voting website of NSDL directly and follow the process given below:</p> <p>I. URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the</p>	<p>3. First time users can visit the e-Voting website of CDSL directly and follow the process given below:</p> <p>I. URL: www.cdslindia.com II. Provide demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP where the e- Voting is in progress.</p>

<p>screen.</p> <p>IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>V. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>	
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Procedure to login through depository participant websites (only for Individual Unitholders)

Individual Member can also login using the login credentials of his/her demat account through his/her Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, the member will be able to see e-Voting option. Click on e-Voting option the member will be redirected to NSDL/CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and the member will be redirected to e-Voting service provider website for casting the vote during the remote e-Voting period.

Help lines for login issues:

Unitholders can use the following helplines of NSDL/CDSL to retrieve User ID/ Password in case they forget User ID and Password:

Individual Unitholders holding units in demat form with NSDL facing any technical issue	Individual Unitholders holding units in demat form with CDSL facing any technical issue
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 30/022 4886 7000	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 22-23058542-43 / 1800-21-09911..

Login procedure for non-individual unitholders:

Non-individual unitholders viz Mutual Funds, Foreign Portfolio Investors, Banks/Financial Institutions, Insurance Companies, Bodies Corporates etc. can directly login through <https://evoting.kfintech.com> for casting votes during the e-voting period.

Procedure and Instructions for remote e-voting are as under: Initial password is provided in the body of the email. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.

- a. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with Kfin for e-voting, use your existing User ID and password for casting your votes.
- b. After entering the details appropriately, click on LOGIN.

- c. You will reach the password change menu wherein you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- d. You need to login again with the new credentials.
- e. On successful login, the system will prompt you to select the EVENT i.e. CITIUS.
- f. On the voting page, the number of units (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/ dissenting to the resolution, enter all units and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total unitholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the units held will not be counted under either head.
- g. Unitholders holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- h. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution. Your user ID and password for this purpose are furnished below:

EVEN (E-Voting Event Number)	USER ID	Password / PIN

Note: If you forget your password, you can reset your password by using "Forgot user details/Password" option available on <https://evoting.kfintech.com>

General instructions:

Institutional Unitholders (other than Individuals, HUF, NRI, etc) and Custodians are required to log on the e-voting system of RTA at <https://evoting.kfintech.com> and registers themselves as "**Custodian/Mutual Fund/Corporate Body**". They are also required to upload a scanned certified true copy of the Board Resolution/authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the "**Custodian/Mutual Fund/Corporate Body**" login for the scrutinizer to verify the same.

In case of any query, you may refer to the Frequently Asked Questions (FAQs) for unitholders and e-voting user manual for unitholders available at the Downloads sections of <https://evoting.kfintech.com> or contact Mr. S.V. Raju, Dy. Vice-President, Kfin Technologies Ltd. (Unit- Citius) at email: v-rajv.sv@kfintech.com or contact at phone no. 1-800-309-4001 (toll free).

EXPLANATORY STATEMENT, ANNEXURE TO AND FORMING PART OF THE NOTICE

The following Explanatory Statement relating to the accompanying Notice set out all material facts:

ITEM NO. 1:

Pursuant to Regulation 20(3) of the InvIT Regulations, for the aggregate consolidated borrowings and deferred payments of InvITs and its Special Purpose Vehicles (“SPVs”), net of cash and cash equivalents, upto 49% of the value of its assets, an InvIT is required to obtain a credit rating and Unitholders approval.

Citius TransNet Investment Trust (“Citius”) has already obtained credit ratings from CRISIL Ratings Limited and India Ratings and Research Pvt Ltd., and the rating letters and rationale are available on Citius’s website. As part of the ordinary course of business, the Investment Manager keeps evaluating various projects/ assets and investment opportunities. The Investment Manager may also explore to further optimize the debt equity ratio at Citius and other opportunities. Therefore, with the perspective of enabling Citius to meet the additional fund requirements of its business purposes including to fund potential investment opportunity and for cashflow mismatches/ operational requirements, it is proposed to enable Citius (comprising Citius and the HoldCos and Project SPVs owned by Citius) to borrow sums of money not exceeding 49% of the aggregate value of Citius’s assets from time to time, including but not limited to by way of issuance of debt securities, raising of term loans, advances, deposits or such other instrument as may be permissible under the InvIT Regulations, on such terms and conditions as the Investment Manager may deem fit in the best interest of Citius and the Unitholders and in such form, manner and ranking as may be determined by the Investment Manager from time to time, in consultation with the relevant lenders, including providing any undertakings and/or guarantees as may be required in connection therewith.

The resolution contained in Item No. 1 of the accompanying Notice, seeks the approval of the Unitholders so as to enable the Investment Manager to complete all procedural and other formalities in connection with any borrowing that may be availed by Citius (acting through the Investment Manager and/or the Trustee) and the creation of charge(s) on the assets of Citius or its SPVs so to secure any such borrowings.

The Investment Manager recommends the resolution no. 1 as set out in the Notice for increase in borrowing limits of Citius and creation of charge on its assets or its SPVs, for approval of the Unitholders with the simple majority (i.e., where voting unitholders, cast votes in favour of the resolution shall not be less than one and half times the votes cast against the resolution).

None of the directors or key managerial personnel of the Investment Manager are interested in proposed resolution.

**On behalf of Citius TransNet Investment Trust
EAAA TransInfra Managers Limited
(acting as the Investment Manager of Citius TransNet Investment Trust)**

Sd/-

Pravin Karambelkar
Company Secretary & Compliance Officer
ACS No. 28364
Date: May 19, 2026
Place: Mumbai