



## NEXUS SELECT TRUST

Nexus Select Trust was registered in the Republic of India as contributory, determinate and irrevocable trust on August 10, 2022, at Mumbai, Maharashtra, India under the Indian Trusts Act, 1882 and as a real estate investment trust on September 15, 2022, under the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended, having registration number IN/REIT/22-23/0004.

**Principal Place of Business:** Embassy 247, Unit No. 501, B Wing, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai 400 083, Maharashtra, India.

**Compliance Officer:** Charu Patki

**Telephone No.:** +91 22 6280 5000; **Fax No.:** N.A.; **E-mail:** [compliance@nexusselecttrust.com](mailto:compliance@nexusselecttrust.com)

**Website:** [www.nexusselecttrust.com](http://www.nexusselecttrust.com)

### NOTICE

**NOTICE IS HEREBY GIVEN THAT THE FIRST ANNUAL MEETING (“AM”) OF THE UNITHOLDERS OF NEXUS SELECT TRUST (“TRUST”) WILL BE HELD ON THURSDAY, JULY 27, 2023 AT 10.00 A.M. IST THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS (“NOTICE”) AND THE PRINCIPAL PLACE OF BUSINESS OF THE TRUST I.E. EMBASSY 247, UNIT NO.501, B WING LBS MARG, VIKHROLI (WEST), MUMBAI 400083 SHALL BE DEEMED TO BE THE VENUE OF THE MEETING:**

#### **ORDINARY BUSINESS:**

**ITEM NO. 1: TO CONSIDER, APPROVE AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF NEXUS SELECT TRUST FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE REPORT OF THE AUDITORS THEREON:**

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“**RESOLVED THAT** pursuant to Regulation 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and the circulars, clarifications, notifications and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force and upon recommendation of the Board of Directors of Nexus Select Mall Management Private Limited (“**Manager**”), the Audited Standalone Financial Statements of Nexus Select Trust (“**Trust**”) for the Financial Year ended March 31, 2023, together with the Report of the Auditors, be and are hereby approved and adopted.

**RESOLVED FURTHER THAT** the Board of Directors or Chief Financial Officer or Company Secretary and Compliance Officer of the Manager be and are hereby severally authorized on behalf of the Trust to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings as may be deemed necessary to give effect to the above resolution, including delegation of all, or any of these powers 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, to be in the best interest of the Trust, as it may deem fit.”

**ITEM NO 2: TO CONSIDER, APPROVE AND RATIFY, AS APPLICABLE, THE APPOINTMENT OF S R B C AND CO LLP AS THE STATUTORY AUDITORS OF NEXUS SELECT TRUST AND THEIR FEES FOR THE FINANCIAL YEARS FROM 2022-23 TILL 2026-27:**

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(ii) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“**RESOLVED THAT** pursuant to the Regulation 10(6), 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and circulars, notifications and guidelines, issued thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereto for the time being in force, in consultation with the Axis Trustee Services Limited and upon recommendation of the Board of Directors of Nexus Select Mall Management Private Limited, (“**Manager**”), the consent of the unitholders be and is hereby accorded for ratification of appointment of S R B C and Co LLP, Chartered Accountants, as the Statutory Auditors of the Nexus Select Trust (“**Trust**”) for the Financial Year 2022-23 and approval of appointment as such for a period of four Financial Years commencing from 2023-24 till 2026-27, at such remuneration as may be agreed between the Board of Directors and the Statutory Auditors.

**RESOLVED FURTHER THAT** the Board of Directors or Chief Financial Officer or Company Secretary and Compliance Officer of the Manager, be and are hereby severally authorized on behalf of the Trust to undertake necessary steps, including execution of engagement letters to implement the aforesaid resolution and to give effect to any modifications, changes or amendments thereto.”

**ITEM NO 3: TO CONSIDER, APPROVE AND RATIFY, AS APPLICABLE, THE APPOINTMENT OF IVAS PARTNERS AS THE INDEPENDENT VALUER AND CBRE**

**SOUTH ASIA PRIVATE LIMITED AS THE VALUE ASSESSMENT SERVICES PROVIDER OF NEXUS SELECT TRUST AND THEIR FEES FOR THE FINANCIAL YEARS 2022-23 TILL 2025-26:**

To consider and if thought fit, pass the following resolution by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22(4)(a)(iv) and 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, as amended:

“**RESOLVED THAT** pursuant to the Regulation 10(5), 12, 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and circulars, clarifications, notifications and guidelines, issued thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereto for the time being in force, in consultation with the Axis Trustee Services Limited and upon recommendation of the Board of Directors of Nexus Select Mall Management Private Limited (“**Manager**”), the consent of the unitholders be and is hereby accorded for the ratification of appointment of iVAS Partners a registered valuer having registration number IBBI/RV-E/02/2020/112), represented by its partner Vijay Arvindkumar C (Valuer Registration Number:IBBI/RV/02/2022/14584) as the Independent Valuer of the Nexus Select Trust (“**Trust**”) for the Financial Year 2022-23 and the approval of appointment as such for the Financial Years 2023-24, 2024-25 and 2025-26, at such remuneration as may be agreed between the Board of Directors and the Valuer.

**RESOLVED FURTHER THAT** pursuant to the applicable provisions of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 and circulars, notifications and guidelines, issued thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereto for the time being in force, in consultation with the Axis Trustee Services Limited and upon recommendation of the Board of Directors of the Manager, the consent of unitholders be and is hereby accorded for the ratification of appointment of

CBRE South Asia Private Limited to provide Value Assessment Services to the Trust for the Financial Year 2022-23 and approval of appointment as such for the Financial Years 2023-24, 2024-25 and 2025-26, at such remuneration as may be agreed between the Board of Directors and the Valuer Assessment Service Provider.

**RESOLVED FURTHER THAT** the Board of Directors or Chief Financial Officer or Company Secretary and Compliance Officer of the Manager, be and are hereby authorized on behalf of the Trust to do all such acts, deeds, matters and things as may be necessary or expedient from time to time for giving effect to the above resolution and matters related thereto and settling any questions, difficulty, doubts that may arise in this regard.”

For and on behalf of **Nexus Select Trust** acting through the Manager, **Nexus Select Mall Management Private Limited** (*Previously known as “Nexus India Retail Management Services Private Limited”*)

**SD/-**

**Charu Patki**  
**Compliance Officer**  
**Membership No. A18140**

**Date: July 04, 2023**

**Place: Mumbai**

**Registered Office: Embassy 247, Unit No. 501, B Wing LBS Marg, Vikhroli (West), Mumbai 400083 Maharashtra**

## NOTES:

1. Pursuant to the SEBI Circular No. SEBI/HO/DDHS/DDHS\_Div2/P/CIR/2023/13 dated January 12, 2023 (“Circular”), REITs are allowed to hold the Annual Meeting (AM) through Video Conferencing (“VC”) /Other Audio-Visual Means (“OAVM”), without the physical presence of Unitholders at a common venue. Accordingly, Nexus Select Trust is convening the meeting through VC/OAVM enabling two-way videoconferencing in compliance with the Circular. Remote e-voting facility shall also be provided and on the day of the meeting for Unitholders to vote electronically.
2. As the AM shall be conducted through VC/OAVM, the facility for appointment of Proxy by the Unitholders is not available for this AM, and hence, the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AM through VC/OAVM and participate there at and cast their votes through e-voting.
3. Explanatory statement setting out material facts, relating to businesses to be transacted at the AM is provided under **Annexure A**.
4. With regard to Item No.1 of this Notice, the Unitholders are requested to download the Annual Audited Standalone Financial Statements of Nexus Select Trust (prepared under Indian Accounting Standard “Ind AS”) for the Financial Year ended March 31, 2023 and the
5. reports of the Auditors thereon, from the website of Nexus Select Trust using the link [www.nexusselecttrust.com](http://www.nexusselecttrust.com) or may write to Nexus Select Mall Management Private Limited, Manager of Nexus Select Trust at the email Id: [compliance@nexusselecttrust.com](mailto:compliance@nexusselecttrust.com) for the electronic copy of the aforementioned financial statements.
6. In case any unitholder is desirous of obtaining physical copy of the Annual Audited Standalone Financial Statements of Nexus Select Trust (prepared under Indian Accounting Standard “Ind AS”) as at and for the Financial Year ended March 31, 2023 and the reports of the Auditors thereon, and Notice of the First AM of the Nexus Select Trust, he/she may send a request to the Nexus Select Trust by writing at [compliance@nexusselecttrust.com](mailto:compliance@nexusselecttrust.com).
7. Relevant documents referred to in the accompanying Notice, are open for inspection by the Unitholders, by sending a request to [compliance@nexusselecttrust.com](mailto:compliance@nexusselecttrust.com), with the following details: Name, Demat Account Number, Email ID , Mobile Number. The Unitholders can also request copies of the same by sending a request to Nexus Select Trust at – Ms. Charu Patki, Embassy 247, Unit No. 501, B Wing, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai- 400083, Maharashtra, India, on all working days (i.e., all days except Saturdays, Sundays and public holidays) between 11.00 A.M. and 5.00 P.M. up to the date of the AM i.e. July 27, 2023 accompanying the necessary details mentioned above. The relevant documents will also be available for inspection by the Unitholders in electronic mode during the AM.
8. Further, pursuant to the SEBI Circulars, the Notice of the AM is being sent in electronic form only to those Unitholders whose email addresses are registered with the Registrar and Share Transfer Agent of Nexus Select Trust/ Depositories. The Notice calling the First AM has been uploaded on the website of Nexus Select Trust at [www.nexusselecttrust.com](http://www.nexusselecttrust.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited (“BSE”) and The National Stock Exchange of India Limited (“NSE”) at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AM Notice is also available on the website of the

Registrar and Transfer Agent (RTA) i.e. <https://evoting.kfintech.com>.

9. The Manager, on behalf of Nexus Select Trust, is providing remote e-voting facility to the Unitholders. The Unitholders as on the cut-off date, **July 20, 2023** (“**the Cut-Off Date**”) can exercise their right to vote by electronic voting systems from a place other than venue of the AM (“**remote e-voting**”) on any or all of the items of business specified in the Notice. The remote e-voting period commences at **0900 Hrs IST** on **July 24, 2023** and ends at **1700 Hrs IST** on **July 26, 2023**. The e-voting facility shall also be provided on the day of the meeting for Unitholders who have not cast their vote through Remote e-Voting. Resolutions passed by the Unitholders through remote e-voting shall be deemed to have been passed as if they have been passed at VC.
10. Any person who acquires Units of Nexus Select Trust and becomes a Unitholder of Nexus Select Trust after the dispatch of the Notice, and holds Units as on the Cut-Off Date, may obtain the User ID and Password by sending a request at [Einward.ris@kfintech.com](mailto:Einward.ris@kfintech.com) or contact KFintech at +91 40 79615205.
11. Following is the mechanism to access remote e-voting for the 1<sup>st</sup> Annual meeting of Nexus Select Trust:

**a. For individual Unitholders:**

SEBI vide its circular SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, has enabled e-voting to all the demat account holders, by way of a single login credential, through their respective demat accounts/ websites of Depositories/ Depository Participants. Accordingly, the individual Unitholders holding the units in their respective demat accounts are required to cast their vote without having to register again with Kfin, thereby facilitating seamless authentication and enhancing ease and convenience of participating in e-voting

process. Details of the process and manner of remote e-voting by individual Unitholders are provided under **Annexure B**.

**b. For Unitholders other than individual Unitholders:**

The Manager, on behalf of Nexus Select Trust, has engaged the services of Kfin for the purpose of providing remote e-voting facility to all Unitholders. Details of the process and manner of remote e-voting for Unitholders are provided under **Annexure C**.

12. In case of joint holders attending the AM, the unitholder whose name appears as the first holder in the order of names as per the Register of unitholder will be entitled to vote.
13. Attendance of the unitholders participating in the AM through VC/OVAM shall be counted for the purpose of reckoning the quorum.
14. Once the vote on a resolution is cast by the Unitholder, the Unitholder shall not be allowed to change it subsequently and the remote e-Voting module shall be disabled by KFintech for voting thereafter.
15. Unitholders on the day of the AM shall login through their user id and password on the e-Voting website of KFintech. The link shall be available in the Unitholder login where the EVEN of Nexus Select Trust <https://emeetings.kfintech.com/> will be displayed. By clicking the link, the Member will be able to view the webcasting of the AM Proceedings. The VC facility will be available on July 27, 2023, from 09:45 Hrs IST onwards till the conclusion of the AM.
16. The Unitholders will be able to view the proceedings of AM on facility provided by Kfintech <https://emeetings.kfintech.com/>. The facility of participation at the AM through VC/OAVM will be made available to at least 1,000 unitholders on first come first served basis.

17. Unitholders are requested to address all correspondence to the Registrar and Transfer Agent, KFinTech (Unit: Nexus Select Trust), Selenium, Tower B, Plot No. 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi-500 032, Telangana.
18. SEBI has mandated the submission of Permanent Account Number (“PAN”) by every participant in the securities market. Unitholders are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
19. Unitholders who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including annual reports, notices, circulars etc. from the Manager, on behalf of Nexus Select Trust, electronically by contacting their respective Depository Participant.
20. Those Unitholders who have already registered their e-mail addresses are requested to keep their e-mail addresses updated with their Depository Participants to enable servicing of notices / documents / Annual Reports and other communications from the Manager, on behalf of Nexus Select Trust, electronically to their e-mail address in future.

**PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS:**

As the AM is being conducted through OAVM/ VC, for the smooth conduct of proceedings of the AM, Unitholders are encouraged to express their views/ send their queries in advance, mentioning their Name, Demat Account Number, E-mail Id and Mobile Number to [compliance@nexusselecttrust.com](mailto:compliance@nexusselecttrust.com). Only questions / queries received by the Company from Monday, July 24, 2023, (9:00 A.M.) to Tuesday, July 25, 2023 (05:00 P.M.), shall be considered and responded to during the AM.

**SPEAKER REGISTRATION BEFORE AM:**

Unitholders who would like to express their views/ ask questions as a speaker during the AM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on ‘Speaker Registration’ tab, available on screen after log in. The Speaker Registration will be open from Monday, July 24, 2023 (09:00 A.M.) upto Tuesday July 25, 2023 (05:00 P.M.). Only those Unitholders who are registered as aforesaid will be allowed to express their views or ask questions. Nexus Select Trust reserves the right to limit the number of Unitholders asking questions depending on the availability of time during the AM.

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

1. Unitholders will be provided with the facility to attend the AM through VC/OAVM platform provided by KFinTech. Unitholders may access the same at <https://emeetings.kfintech.com/> by using the login credentials (i.e. User ID and password) and by following the steps mentioned under **Access to Kfintech e-Voting system**.
2. After successful login, 'click on camera icon' appearing against AM event of Nexus Select Trust can be selected. 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 instructions mentioned in the notice under **Annexure C**.
3. As per SEBI Circular No. SEBI/HO/DDHS/DDHS\_Div2/P/CIR/2023/13 dated January 12, 2023, the facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed until the expiry of 15 minutes after such scheduled time.
4. Unitholders are encouraged to join the Meeting through laptops for better experience.
5. Further Unitholders will be required to allow camera access and use internet with a good

speed to avoid any disturbance during the meeting.

6. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may 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 kind of aforesaid glitches.
7. Unitholders who would like to post their questions may send their queries in advance by visiting and <https://emeetings.kfintech.com> and login through the User Id and Password provided in the e-mail received from KFinTech. On successful login, select “Post your Questions”, which will be opened upto July

25, 2023. Please note that the Unitholders’ questions will be answered only if the Unitholder continues to hold the Units as of the cut-off date i.e. July 20, 2023.

## Annexure A

### EXPLANATORY STATEMENT

#### ITEM NO: 1

The Board of Directors of the Manager, at its meeting held on May 26, 2023, have approved the Audited Standalone Financial Statements of Nexus Select Trust for the Financial Year ended March 31, 2023, together with the Report of the Auditors, and has recommended the same to the Unitholders of Nexus Select Trust, for their approval and adoption.

Pursuant to Regulation 22(4)(a)(i) read with Regulation 22(4)(b) of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, including any applicable circulars, notifications, guidelines and clarifications issued thereunder, each as amended from time to time (the “**REIT Regulations**”), the latest annual accounts of Nexus Select Trust are required to be received, approved and adopted by the Unitholders in accordance with the REIT Regulations.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of Axis Trustee Services Limited, Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 1 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

#### ITEM NO: 2

The Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations,

2014 (‘**REIT Regulations**’) require a REIT to appoint an individual or a firm as its Auditor.

Pursuant to Regulation 10(5) of the REIT Regulations, the Manager, in consultation with the Trustee, is required to appoint all intermediaries and

services providers for managing the assets of the REIT or any other activity pertaining to the REIT.

Accordingly, the Board of the Company, in its capacity as the Manager to the Trust, at its meeting held on September 20, 2022, in consultation with the Trustee, approved the appointment of S R B C and Co LLP, Chartered Accountants, as the Statutory Auditors of the Trust for a period of five years i.e., for Financial Years 2022-23, 2023-24, 2024-25, 2025-26 and 2026-27.

Pursuant to Regulation 22(4) of the REIT Regulations, appointment of auditor and fees of such auditor needs to be approved by the unitholders of the REIT at their Annual Meeting but since no units were issued during FY 2022-23, approval of unitholders could not be obtained.

Thereafter, the Board of the Manager, at its meeting held on July 04, 2023, has recommended the ratification of appointment of S R B C and Co LLP, including remuneration, for the Financial Year 2022-23 to the unitholders and approval of the appointment as such for the Financial Years 2023-24, 2024-25, 2025-26 and 2026-27 including remuneration to the unitholders of the Trust.

None of the Directors or Key Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of Axis Trustee Services Limited, the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 2 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

#### ITEM NO: 3

The Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 (‘**REIT Regulations**’) require a REIT to appoint a person registered as a ‘registered valuer’ under Section 247 of the Companies Act, 2013, as its



Independent Valuer.

Further, pursuant to Regulation 10(5) of the REIT Regulations, the Manager, in consultation with the Trustee, is required to appoint all intermediaries and services providers for managing the assets of the REIT or any other activity pertaining to the REIT.

Accordingly, the Board of the Company, in its capacity as the Manager to the Trust, at its meeting held on August 11, 2022, in consultation with the Trustee, approved the appointment of iVAS Partners, a registered valuer having registration number IBBI/RV-E/02/2020/112), represented by its partner Vijay Arvindkumar C (Valuer Registration Number:IBBI/RV/02/2022/14584) as the Independent Valuer of the Trust in terms of the REIT Regulations for the Financial Years 2022-23, 2023-24, 2024-25 and 2025-26.

The Board of the Manager, at its meeting held on August 11, 2022, in consultation with the Trustee, approved the appointment of CBRE South Asia Private Limited as the Value Assessment Services Provider of the Trust under the REIT Regulations for the Financial Years 2022-23, 2023-24, 2024-25 and 2025-26.

Pursuant to Regulation 22(4) of the REIT Regulations, the appointment of valuer needs to be approved by the unitholders of the REIT at their Annual Meeting but since no units were issued during FY 2022-23, approval of unitholders could not be obtained.

Thereafter, the Board of the Manager, at its meeting held on July 04, 2023, has recommended the ratification of appointment of iVAS Partners, as the Independent Valuer and CBRE South Asia Private Limited, as the Value Assessment Services Provider of Nexus Select Trust for the Financial Year 2022-23 including remuneration and to approve the appointment as such for the Financial Years 2023-24, 2024-25 and 2025-26 including remuneration to the unitholders of the Trust.

**A brief profile of iVAS Partners is provided below:**

iVAS Partners, (Valuer Registration Number: IBBI/RV-E/02/2020/112), represented by its partner Mr. Vijay Arvindkumar C (Valuer Registration

Number: IBBI/RV/02/2022/14584) delivers reliable and independent valuation (across categories viz. land & building and plant & machinery), advisory and technical due diligence services, that combine professional expertise with comprehensive databases, analytics and market intelligence across various asset classes and locations in India.

Vijay Arvindkumar, Partner at iVAS Partners is a Civil Engineer with close to 8 years of experience in the valuation of real estate. Vijay has experience in providing real estate valuation services to a wide spectrum of clients including financial institutions, private equity funds, developers, NBFCs, corporate houses, banks, resolution professionals, landowners, etc. Vijay has worked on a variety of valuation and technical due-diligence assignments for various purposes including investment related due diligence, mortgage/collateral appraisals, financial reporting, etc. across a range of asset classes such as commercial (office and retail) projects, residential projects, integrated township developments, hospitality assets, warehouses, etc. for both national as well as international clients.

Vijay, has in the past been associated with CBRE South Asia Pvt. Ltd., where he was a valuer for close to three years followed by over four years' experience across ICICI Home Finance and IndusInd Bank in the technical team responsible for real estate appraisals

**A brief profile of CBRE South Asia Private Limited is provided below:**

CBRE Advisory Services India is an integral part of CBRE Global Valuation & Advisory Services team. The Global VAS team comprises of over 1,500 professionals across approximately 280 offices globally and India Advisory Services team comprises of more than 330 professionals. CBRE Advisory Services India have completed over 100,000 assignments across varied asset classes spread across 21 states and 300+ cities. CBRE provides risk advisory and consulting services across a range of property types including residential, hospitality, retail, commercial, institutional, Special Economic Zone (SEZ), industrial, etc. CBRE derives global best practices while maintaining the complexities of Indian real estate markets and are ideally positioned to help solve any real estate challenge, ranging from single asset to multi-market and multi-property portfolios.

CBRE's dedicated and experienced professionals provide quality services from 12 offices across India (Delhi, Mumbai, Bengaluru, Chennai, Kolkata, Gurgaon, Hyderabad, Pune, Kochi, Jaipur, Coimbatore and Ahmedabad). Our professionals have a varied qualification base such as Royal Institute of Chartered Surveyors (RICS) or IOV certified professionals, master planners, Architects, MBA, CA, CFA, etc. and this entire multi-faceted experience helps us in achieving our commitment to provide the highest level of professional expertise to our clients.

CBRE Advisory Services India team has substantial experience with several institutional clients including financial institutions, real estate funds, private equity funds, developers, corporates, banks, NBFCs, etc. None of the Directors or Key

Managerial Personnel of the Manager (or their relatives) are interested in the aforesaid resolution.

None of the Directors or Key Managerial Personnel of Axis Trustee Services Limited, the Trustee are interested in the aforesaid resolution.

The Board of Directors of the Manager recommends the passing of the Resolution at Item No. 3 by way of a simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

## Annexure B

### **Instructions for remote e-voting for individual Unitholders:**

#### **A. NSDL:**

1. User already registered for IDeAS facility:
  - a. Visit URL: <https://eservices.nsdl.com>
  - b. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.
  - c. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”.
  - d. Click on Nexus Select Trust or Kfin and you will be re-directed to Kfin’s website for casting the vote during the e. remote e-voting period.
2. User not registered for IDeAS e-Services:
  - a. To register click on link: <https://eservices.nsdl.com>
  - b. Select “Register Online for IDeAS”  
Or  
click on link: <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
  - c. Proceed with completing the required fields.
3. First time users can visit the e-voting website directly and follow the process below URL:
  - a. <https://www.evoting.nsdl.com/>
  - b. Click on the icon “Login” which is available under ‘Shareholder/ Member’ section.
  - c. Enter User ID (i.e., 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
  - d. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.
  - e. Click on Nexus Select Trust or Kfin’s name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

#### **B. CDSL**

1. Existing user who have opted for Easi / Easiest
  - a. Visit URL: <https://web.cdslindia.com/myeasi/home/login> or URL: [www.cdslindia.com](http://www.cdslindia.com)
  - b. Click on New System Myeasi.
  - c. Login with user id and password.
  - d. Option will be made available to reach e-Voting page without any further authentication.
  - e. Click on Kfin’s name to cast your vote.
2. User not registered for Easi/Easiest
  - a. Option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
  - b. Proceed with completing the required fields.
3. First time users can visit the e-voting website directly and follow the process below:
  - a. URL: <https://www.cdslindia.com/>.

- b. Provide demat account number and PAN No.
- c. System will authenticate user by sending OTP on registered Mobile & e-mail as recorded in the demat account.
- d. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress.
- e. Click on company name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.

**Login through depository participants:**

Individual Unitholders can also login using the login credentials of their demat accounts through their Depository Participant registered with NSDL/CDSL for e-voting facility. Once logged in, Unitholders will be able to see e-voting option. By clicking on e-voting option unitholder will be redirected to NSDL/CDSL Depository site after successful authentication. By clicking on Nexus Select Trust or Kfin's name, unitholder will be redirected to Kfin's website for casting their vote during the remote e-voting period.

**Important note:**

Unitholders who are unable to retrieve respective user id/ password are advised to use 'Forget User ID' and 'Forget Password' options available at above mentioned websites.

1. Unitholders facing any technical issue – NSDL: Unitholders facing any technical issue in logging into NSDL website can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free no.: 18001020 990 and 1800 22 44 30.
2. Unitholders facing any technical issue – CDSL: Unitholders facing any technical issue in logging into CDSL website can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 or 22-23058542-43.

## Annexure C

### Instructions for Unitholders for remote e-voting for Unitholders other than individual Unitholders:

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 KFin Technologies Limited.

1. The remote e-voting facility will be available during the following period:
  - a. Day, date and time of commencement of remote e-voting: **Monday, July 24, 2023 (09:00 A.M.)**.
  - b. Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed: **Wednesday, July 26, 2023 (05:00 P.M.)**.

The voting rights of the Unitholders holding units, in respect of e-voting shall be reckoned in proportion to their units in the unit capital as on the cut-off date being **Thursday, July 20, 2023**. A person who is not a unitholder as on the cut-off date should treat Notice of this meeting for information purposes only.

2. Nexus Select Trust is sending the AM Notice to the Unitholders whose name is recorded as on June 30, 2023 in the register of Unitholders or in the register of beneficial owners maintained by the depositories alongwith login credentials (i.e. User ID and password) for accessing e-voting and AM through VC facility. Any person who acquires units of Nexus Select Trust and becomes unitholder of Nexus Select Trust after Wednesday, July 05, 2023 being the date reckoned for the dispatch of the AM Notice and who hold units as on the cut-off date i.e. Thursday, July 20, 2023, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com).
3. However, if you are already registered with Kfin for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “**Forgot User Details / Password**” option available on <https://evoting.kfintech.com> or call Kfin Toll Free No. 1800 3094 001.
4. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Kfin upon expiry of aforesaid period.
5. Details of persons to be contacted for issues relating to e-voting (helpline): Mr S.V.Raju- Corporate Registry, KFin Technologies Limited, Unit: Nexus Select Trust, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, Contact No. 040-7961 5205, Toll Free No.: 1800 3094001, E-mail: support.[inward.ris@kfintech.com](mailto:inward.ris@kfintech.com).
6. Details of Scrutinizer: Ms Rupal Dhiren Jhaveri, Company Secretary in Practice (**FCS No: 5441; CP No: 4225**) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
7. The procedure and instructions for remote e-voting facility are as follows:
  - a. Open your web browser during the remote e-voting period and navigate to ‘<https://evoting.kfintech.com>’.
  - b. Enter the login credentials (i.e. User ID and password mentioned herewith). User ID will be your DP ID and Client ID. However, if you are already registered with KFin for remote e-voting, you can use your existing User ID and password for casting your vote.
  - c. After entering these details appropriately, click on “**LOGIN**”. You will now reach password change menu wherein you are required to mandatorily change your login password. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric

value (0-9) and a special character (like \*, #, @, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID, etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you 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. Nexus Select Trust.
- f. On the voting page, enter the number of units (which represents the number of votes) as on the cut-off date i.e., Thursday, July 20, 2023, under “**FOR/ AGAINST**” or alternatively, you may partially enter any number in “**FOR**” and partially in “**AGAINST**” but the total number in “**FOR/ AGAINST**” taken together should not exceed your total unitholding as mentioned herein above.
- g. You may also choose the option “**ABSTAIN**” and if the unitholder does not indicate either “**FOR**” or “**AGAINST**” it will be treated as “**ABSTAIN**” and the units held will not be counted under either head.
- h. Unitholders holding multiple demat accounts shall choose the voting process separately for each of the demat accounts.
- i. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- j. You may then cast your vote 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.
- k. During the voting period, Unitholders can login any number of times till they cast their vote on the resolution(s).

Corporate Unitholders intending to participate in the meeting through their authorized representatives are requested to upload duly certified copy of their Board Resolution / Governing Body resolution/Authorization letter, etc. and may send a copy to the Scrutinizer through e-mail at [compliance@nexusselecttrust.com](mailto:compliance@nexusselecttrust.com) authorizing their representatives to attend and vote through remote e-voting on their behalf at the said Meeting with a copy to <https://evoting.kfintech.com>. In case of any queries, you may refer Help & FAQ section of <https://evoting.kfintech.com> or call Kfin Toll Free No. 1800 3494 001.

**Instructions for Unitholder for Voting during the AM session:**

1. The voting rights of Unitholders shall be in proportion to their holding of the Units of Nexus Select Trust as on the cut-off date, being July 20, 2023.
2. E-voting during the AM is integrated with the VC platform and no separate login is required for the same. The Unitholders shall be guided on the process during the AM.
3. The e-voting window shall be activated upon instructions of the Chairperson during the AM.
4. Unitholders attending the AM through VC and who have not cast their vote on the resolutions through remote e-voting and who are otherwise not barred from doing so, shall be eligible to cast their vote through

e-voting system available during the AM.

**NOTES:**

1. E-voting during the AM is integrated with the VC platform and no separate login is required for the same. The Unitholders shall be guided on the process during the AM.
2. The Board of Directors of the Manager has appointed Ms Rupal Dhiren Jhaveri, Company Secretary in Practice (FCS No: 5441; CP No: 4225), a Company Secretary in Practice, as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
3. The Chairman shall, at the AM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of e-Voting system for all those Unitholders who are present during the AM but have not cast their votes by availing the remote e-Voting facility.
4. The Scrutinizer shall immediately after the conclusion of the voting at AM, scrutinize the votes cast by remote e-voting and e-voting during the AM, and make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit the same forthwith to the Chairman of the Manager or a person authorized by him in writing, who shall countersign the same. The Scrutinizer's decision on the validity of the vote shall be final.
5. The results shall be declared on or after the conclusion of AM of Nexus Select Trust but not later than two (2) working days from date of AM, and the resolutions will be deemed to be passed on the date of AM i.e., July 27, 2023, subject to receipt of the requisite number of votes in favour of the Resolution(s).
6. The results of the voting along with Scrutiniser's Report(s) will be available on the website of Nexus Select Trust [www.nexusselecttrust.com](http://www.nexusselecttrust.com) within two (2) working days of passing of the resolutions and communication of the same to BSE Limited and the National Stock Exchange of India Limited.
7. The notice of the AM shall be placed on Nexus Select Trust's website [www.nexusselecttrust.com](http://www.nexusselecttrust.com), website of the RTA i.e., <https://evoting.kfintech.com> and on the website of BSE Limited and the National Stock Exchange of India Limited.

**INFORMATION AT A GLANCE**

<b>Particulars</b>	<b>Details</b>
Time and date of AM	10.00 A.M IST, Thursday, July 27, 2023
Mode	Through video conference / other audio-visual means
Helpline number for VC participation	+91 40 79615205
Cut-off date for e-voting	July 20, 2023
E-voting start time and date	July 24, 2023
E-voting end time and date	July 26, 2023
E-voting website	<a href="https://emeetings.kfintech.com/">https://emeetings.kfintech.com/</a>
Name, address and contact details of Registrar and Transfer Agent	Kfin Technologies Limited <b>Address:</b> Selenium, Tower B, Plot No. 31 and 32

	Financial District, Nanakramguda Serilingampally, Hyderabad Rangareddi 500 032 Telangana <b>Tel:</b> +91 40 6716 2222
Name, address and contact details of e-voting Service Provider	Mr. S V Raju Unit Manager – Exchange Traded Funds KFin Technologies Private Limited, Tower B, Plot 31-32, Financial District, Nanakramguda Serilingampally, Mandal, Hyderabad – 500 032 Contact No. 040-7961 5205