

TRANSCRIPT OF THE PROCEEDINGS OF THE 4TH ANNUAL GENERAL MEETING (“AGM”) OF ORIENTAL INFRA TRUST (“TRUST”) HELD ON FRIDAY, JULY 28, 2023, AT 2.30 P.M. IST, THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) WITHOUT THE PHYSICAL PRESENCE OF THE UNITHOLDERS AT A COMMON VENUE, IN COMPLIANCE WITH CIRCULAR NO. SEBI/HO/DDHS/DDHS_DIV2/P/CIR/2023/14 DATED JANUARY 12, 2023 ISSUED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA (THE “SEBI CIRCULAR”)

Directors and KMT Present

Mr. DeepakDas Gupta - Chairman of the Meeting, Independent Director

Mr. Ajit Mohan Sharan - Independent Director

Ms. Pravin Tripathi - Independent Director

Mr. Jitendra Kumar – Chief Executive Officer

Mr. Ashish Jasoria – Chief Financial Officer

Mr. Gaurav Puri – Compliance officer

The commencement time of the meeting was 2:30 PM, however, the access for joining the meeting was granted from 2:15 PM for all the Unitholders and other invitees.

At 2:30 PM, Mr. Gaurav Puri, Compliance Officer, welcomed all the Unitholders, Directors, Auditors and all invitees, who had joined the 4th Annual General Meeting of the Trust through Video Conferencing. He stated that in accordance with the SEBI InvIT Regulations read with SEBI Circulars, the 4th AGM of Trust is being held through Video Conferencing without the physical presence of Unitholders at a common venue. He further advised to use headphones for clear audio and switch off other background applications.

Thereafter, he introduced the Board Members, Key Managerial Team present through Video Conferencing from their respective locations and informed that the Authorised Representatives of the Trustee, Statutory Auditors, scrutinizer have also joined the meeting.

Further, the Unitholders were apprised that Mr. Chetan Gaur, Practicing Company Secretary, has been appointed as the scrutinizer (“**Scrutinizer**”) for scrutinizing the process of remote e-voting held prior and e-voting during the AGM.

Thereafter, Mr. DeepakDas Gupta, was elected as the Chairman of the meeting.

Mr. DeepakDas Gupta, Chairman of the meeting, welcomed all the Unitholders, Directors, Auditors, Key Managerial Team and other invitees present at the meeting. He further confirmed the participation of other Directors i.e. Mr. Ajit Mohan Sharan (Independent Director) , Ms. Pravin Tripathi (Independent Director), Authorised Representatives, on behalf of Walker ChandioK & LLP (Statutory Auditors), Axis Trustee Services Limited (Trustee), Scrutinizer and 4 Unitholders (including two sponsors), joining from their respective locations, basis the roll call and confirmation of presence by the respective attendees.

Further, Mr. Gaurav Puri, Compliance Officer confirmed that none of the Unitholders has joined through proxies and sufficient quorum is present and is in order as per the SEBI InvIT Regulations, SEBI Circulars to commence the proceedings of the meeting.

With the permission of the chair, the Notice of the Fourth Annual General Meeting together with the Financial statements as on March 31, 2023 and Auditor' Report was taken as read.

Mr. Gaurav Puri, Compliance Officer, requested the Chairman to confirm on any qualifications/observations in the Auditors Report.

Mr. DeepakDas Gupta, Chairman of the meeting, stated that there were no qualifications, observations or comments in the Auditors Report.

Mr. Gaurav Puri, Compliance Officer, stated that the Company had provided remote e-voting facility through Kfin Technologies Private Limited. The remote e-voting period commenced on 9.00 A.M. on Tuesday, 25th July, 2023 and ended on Thursday, 27th July, 2023 at 5.00 P.M. Mr. Chetan Gaur, Practicing Company Secretary, has been appointed as the Scrutinizer.

Thereafter, he requested the Scrutinizer, Mr. Chetan Gaur to confirm number of votes already exercised through e-voting.

Mr. Chetan Gaur, confirmed that voting for 52,93,45,827 units out of 58,30,78,789 units (outstanding units of the trust) has been exercised till the e-voting closure date.

Mr. Gaurav Puri, further stated that as confirmed by the Scrutinizer, voting for 52,93,45,827 units has already been exercised through e-voting and voting for 53,732,962 units has not been exercised till now, thus, such Unitholders, if present at the meeting may choose to exercise their vote at the meeting.

Further, the Chairman stated that he is satisfied with all reasonable efforts made by the Investment Manager of Oriental InfraTrust to enable Unitholders to participate and vote on the items being considered in the meeting and he read out the items set out in the Notice of AGM for discussion and voting at the meeting.

No Unitholders exercised their votes at the meeting, Mr. Gaurav Puri, Compliance Officer stated that the results along with the report of Scrutinizer shall be sent to stock exchanges and also be uploaded on the Company's website within 24 hours.

Thereafter, Mr. Gaurav Puri read out the following items discussed and voted:

S.No	Resolutions
1.	Adoption of Audited Financial Statements (Consolidated and Standalone) as at and for the period ended March 31, 2023 together with the Auditors' Reports thereon.
2.	Ratification of appointment of the Statutory Auditor and fix their remuneration.
3.	Adoption of the Valuation Report.
4.	Approval for continuation of an Independent Director beyond the age of 70 years.

The Chairman requested Mr. Chetan Gaur, Scrutinizer to confirm, if there was any query from the Unitholders shared in advance, the scrutinizer confirmed that there were no queries received by the Unitholders.

The Chairman stated that as there are no queries received from the Unitholders in advance in accordance with the Notice of the AGM and all items of the agenda having been considered & voted and there being no other item for discussion, he declared the meeting closed and thanked the Unitholders and all the attendees for appearing at the AGM.

The meeting concluded at 2:45 PM.

Yours Faithfully,

OIT Infrastructure Management Limited

(as the Investment Manager to Oriental InfraTrust)

Sd/-

Gaurav Puri

Compliance Officer