

November 21, 2023

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Ref: Symbol: OSEINTRUST

Subject: Voting Results of the Postal Ballot Activity

Dear Sir/ Madam,

This is in furtherance to our letter dated September 30, 2023 in relation to intimation of dispatch of postal ballot notice seeking Unitholders approval for various matters.

In this regard, please find the following enclosures:

- Postal Ballot Voting results – Annexure A
- Scrutinizer's Report – Annexure B

The scrutinizer's report is also available on the website of the Oriental InfraTrust i.e. <https://orientalinfratrust.com/>.

You are requested to please take the same on record.

For **Oriental InfraTrust**
OIT Infrastructure Management Limited
(acting in its capacity as the Investment Manager to Oriental InfraTrust)

Gaurav Puri
Compliance Officer

Copy to-
Axis Trustee Services Limited
The Ruby, 2nd Floor, SW,
29, Senapati Bapat Marg,
Dadar West, Mumbai - 400 028, Maharashtra, India

Annexure -A

ORIENTAL INFRA TRUST (“The Trust”)

Postal Ballot Voting Results

Date of AGM/EGM	Not applicable (Resolution passed through Postal Ballot on November 21, 2023)
Total Numbers of Unitholders as on record/cut-off date.	9
No of Unitholders present in the meeting either in person or through proxy.	Not applicable (Resolution passed through Postal Ballot)
No of Unitholders attended meeting either through video conferencing.	Not applicable (Resolution passed through Postal Ballot)
No. of Unitholders who participated in Item No. 1 and 2 of postal ballot.	9
No. of Unitholders who did not exercised their votes.	NIL

The details of the business transacted /results of the Postal Ballot activity:

S. No.	Agenda	Resolution Required	Remarks
1.	To consider and approve the Amendment Deed and Amendment Agreement.	Resolution by way of approval of all Unitholders	Resolution was passed by way of approval of all Unitholders.
2.	To authorise Directors to undertake changes in the InvIT Documents of Oriental InfraTrust.	Resolution by way of approval of all Unitholders.	Resolution was not passed by all the Unitholders.

Voting Results of the Trust for the Postal Ballot Activity are as follows:

RESOLUTION 1: TO CONSIDER AND APPROVE THE AMENDMENT DEED AND AMENDMENT AGREEMENT

(I) Total Votes Casted

Category	Mode of Voting	Total number of votes exercised in accordance with InvIT Documents and applicable law	No. of Unitholders who casted vote for the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	344945827	2
Public Holding			
1. Institutional	Postal Ballot	238132962	7
2. Non- Institutional	Postal Ballot	NIL	NIL

(II) Total votes considered in favour of the resolution

Category	Mode of Voting	Total number of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	344945827	2
Public Holding			
1. Institutional	Postal Ballot	238132962	7
2. Non-Institutional	Postal Ballot	NIL	NIL

(III) Total votes considered in against the resolution

Category	Mode of Voting	Total number of votes casted against the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL
Public Holding			
1. Institutional	Postal Ballot	NIL	NIL
2.Non-Institutional	Postal Ballot	NIL	NIL

(IV) Total votes abstained from voting

Category	Mode of Voting	Total number of units abstained from voting in accordance with the InvIT Documents and applicable law	No. of Unitholders who abstained from voting for the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL
Public Holding			
1. Institutional	Postal Ballot	NIL	NIL
2.Non- Institutional	Postal Ballot	NIL	NIL

RESOLUTION 2: TO AUTHORISE DIRECTORS TO UNDERTAKE CHANGES IN THE INVIT DOCUMENTS OF ORIENTAL INFRA TRUST

(I) Total Votes Casted

Category	Mode of Voting	Total number of votes exercised in accordance with InvIT Documents and applicable law	No. of Unitholders who casted vote for the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	344945827	2
Public Holding			
1. Institutional	Postal Ballot	238132962	7
2. Non- Institutional	Postal Ballot	NIL	NIL

(II) Total votes considered in favour of the resolution

Category	Mode of Voting	Total number of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	344945827	2
Public Holding			
1. Institutional	Postal Ballot	11932962	3
2. Non-Institutional	Postal Ballot	NIL	NIL

(III) Total votes considered in against the resolution

Category	Mode of Voting	Total number of votes casted against the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL
Public Holding			
1. Institutional	Postal Ballot	226200000	4
2.Non-Institutional	Postal Ballot	NIL	NIL

(IV) Total votes abstained from voting

Category	Mode of Voting	Total number of units abstained from voting in accordance with the InvIT Documents and applicable law	No. of Unitholders who abstained from voting for the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL
Public Holding			
1. Institutional	Postal Ballot	NIL	NIL
2.Non-Institutional	Postal Ballot	NIL	NIL



C GAUR & ASSOCIATES

COMPANY SECRETARIES

LS-4, YC Co-working House, Plot No 94, Dwarka Sector 13, Opp Radisson Blu Hotel, New Delhi 110078 Mobile:+919953701510|Email:cschetangaur@gmail.com

Annexure-B

SCRUTINIZER REPORT FOR VOTING THROUGH BALLOT PAPER **FOR ORIENTAL INFRA TRUST**

To,
The Board of Directors,
OIT Infrastructure Management Limited
(Investment Manager on behalf of Oriental InfraTrust)
Unit No. 307A, 3rd Floor, World Mark 2, Asset Area No.8,
Aerocity, Hospitality District, IGI Airport, New Delhi-110037

Subject: Scrutinizer's Report on Postal Ballot Voting in respect of passing of Resolution(s) contained in Postal Ballot Notice dated September 30, 2023

I Chetan Gaur, Practicing Company Secretary (COP 19223) having office at LS-4, YC Co-working House, Plot no 94, Dwarka, Sector 13, Opp Radisson Blu Hotel, New Delhi 110078 have been appointed as the Scrutinizer, pursuant to the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("**SEBI InvIT Regulations**"), and other provisions, if any, by the Board of Directors of OIT Infrastructure Management Limited (**Investment Manager**) on behalf of the Oriental InfraTrust for the purpose of scrutinizing postal ballot process in a fair and transparent manner for voting taken on the resolution(s) as contained in the postal ballot Notice dated September 30, 2023 of Oriental InfraTrust (**'The Trust'**).

As on September 29, 2023, the cut-off date there were 9 unitholders holding in total 58,30,78,789 units of the Trust, who were entitled to vote on the resolutions placed for the approval of the unitholders for voting through ballot paper as contained in Notice dated September 30, 2023 of Oriental InfraTrust.

Management Responsibility

The management of the Investment manager is responsible to ensure compliance with the requirements of the relevant provisions of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("**SEBI InvIT Regulations**") and any other law relating to Postal Ballot Voting for resolution stated in the Notice.

Scrutinizer's Responsibility

My responsibility as scrutinizer is restricted to making a scrutinizer report of the votes cast by the unit holders in respect of resolutions contained in the Notice. My report is based on list / data provided by the Registrar & Transfer Agent through the Investment Manager, and Postal Ballots received till the time fixed for closing of the voting process, i.e; on November 21, 2023 at 17:00 hours IST.

I submit my report as under:

1. The postal ballot forms received by me till the time fixed for closing of the postal ballot voting, i.e., on November 21, 2023 at 17:00 hours IST.
2. The Postal ballot forms were opened in my presence and postal ballot forms were diligently scrutinized. The postal ballot forms were reconciled with records maintained by the Registrar and Transfer Agents of the Trust and the authorization/proxies lodged with the Trust.

3. We did not find any postal ballot papers invalid.

4. The result of the postal ballot is as under:

RESOLUTION NO.1: TO BE PASSED BY APPROVAL OF ALL UNITHOLDERS

TO CONSIDER AND APPROVE THE AMENDMENT DEED AND AMENDMENT AGREEMENT

(I) VOTED IN FAVOUR OF THE RESOLUTION

Mode of Postal Ballot Voting	Total number of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted in favour of the resolution
Postal Ballot	583078789	9

(II) VOTED AGAINST THE RESOLUTION

Mode of Postal Ballot Voting	Total number of votes casted against the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted against the resolution
Postal Ballot	NIL	NIL

(III) ABSTAINED FROM VOTING

Mode of Postal Ballot Voting	Total number of units abstained from voting in accordance with the InvIT Documents and applicable law	No. of Unitholders who abstained from voting for the resolution
Postal Ballot	NIL	NIL

INVALID VOTES OF THE RESOLUTION:

There is no invalid vote casted by any of the Unitholder.

RESULT

As all the votes exercised in favour of the resolution, we report that the Resolution with regard to Item No. 1 as set out in the Notice of the Postal Ballot is passed by approval of all Unitholders.

RESOLUTION NO.2: TO BE PASSED BY APPROVAL OF ALL UNITHOLDERS

TO AUTHORISE DIRECTORS TO UNDERTAKE CHANGES IN THE INVIT DOCUMENTS OF ORIENTAL INFRATRUST

(I) VOTED IN FAVOUR OF THE RESOLUTION

Mode of Postal Ballot Voting	Total number of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted in favour of the resolution
Postal Ballot	356878789	5

(II) VOTED AGAINST THE RESOLUTION

Mode of Postal Ballot Voting	Total number of votes casted against the resolution in accordance with the InvIT Documents and applicable law	No. of Unitholders who voted against the resolution
Postal Ballot	226200000	4

(III) ABSTAINED FROM VOTING

Mode of Postal Ballot Voting	Total number of units abstained from voting in accordance with the InvIT Documents and applicable law	No. of Unitholders who abstained from voting for the resolution
Postal Ballot	NIL	NIL

INVALID VOTES OF THE RESOLUTION

There is no invalid vote casted by any of the Unitholder.

RESULT

As all the votes were not exercised in favour of the resolution, we report that the Resolution with regard to Item No. 2 as set out in the Notice of the Postal Ballot is not passed by the approval of all Unitholders.

5. The relevant records relating to voting by Ballot papers shall remain in the safe custody of the scrutinizer until the chairman considers, approves and sign the Minutes of the Meeting and the same will be handed over to the Compliance Officer or Director authorized by the Board of Investment manager for safe keeping.

Thanking you
Yours Sincerely

**For C Gaur & Associates
Company Secretaries**



CHETAN GAUR
Practicing Company Secretary
ACS No: 37455
CP No: 19223

Date : November 21, 2023
Place : New Delhi