

March 29, 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 March 7, 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 March 29, 2023)
Total Numbers on unitholders 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 to 5 of postal ballot	5 unitholders participated in Item No. 1, 2, 3 & 5 and 3 unitholders participated in Item No. 4. 2 unitholders being related party to the resolution No. 4 and they did not participated in voting for the said resolution.
No. of unitholders who did not exercised their votes	5 unitholders abstained from voting in Item No. 1,2, 3 & 5. 4 unitholders abstained from voting in Item No. 4. 2 unitholders being related party to the resolution No. 4 and they did not participated in voting for the said resolution.

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

S. No.	Agenda	Resolution Required	Remarks
1.	To avail rupee term loan facilities to an extent of INR 2,307.03 crore (Rupees Indian Rupees Two Thousand Three Hundred Seven Crore and Three Lakhs Only) (hereinafter referred to as “ Rupee Term Loan ”) from any Rupee Term Lender including but not limited to	Resolution by way of approval of Significant Majority	Resolution was passed by way of Significant Majority.

	Axis Bank Limited, Indusind Bank Limited, IIFCL, ICICI Bank Limited and any other lender who may accede the Rupee Term Loan.		
2.	To utilize Rupee Term Loan facilities aggregating up to INR 2,307.03 crore (Rupees Indian Rupees Two Thousand Three Hundred Seven Crore and Three Lakhs Only) proposed to be availed from Rupee Term Lenders for refinancing the existing debt - RTL 1 (sanctioned Rs. 2,857 Cr with current outstanding of Rs. 2,307.03 Cr as on 31.12.2022) of the trust, against the security of the assets of the trust and joint and several guarantee(s) by the project entities (other than ONBHL) and such other project companies as may be acquired by the trust in future, to the satisfaction of the rupee lenders (collectively, "Project SPVS") in terms of the financing documents.	Resolution by way of approval of Significant Majority	Resolution was passed by way of Significant Majority.
3.	To provide Corporate Guarantee and any other security as promoter/ holding entity as may be required by the lenders of Biaora to Dewas Highway Private Limited ("BDHPL"), in terms of the financing documents executed in relation to the existing and future secured indebtedness of BDHPL provided / to be provided by BDHPL's lenders (other than trust) ("BDHPL indebtedness").	Resolution by way of approval of Significant Majority	Resolution was passed by way of Significant Majority.
4.	To avail unsecured Short-Term Loan of upto INR 364.27 crore (Indian Rupees Three Hundred Sixty Four Crore and Twenty Seven Lakhs Only) (hereinafter referred to as	Resolution by way of approval of Significant Majority.	Resolution was passed by way of Significant Majority.

	“Unsecured Loan”) from Oriental Structural Engineers Private Limited or any of it’s associate (“Lender”) and to approve Related Party Transaction		
5.	To seek approval from Unitholders for extension of time for submission of certain information under the InvIT documents.	Resolution by way of approval of Significant Majority.	Resolution was passed by way of Significant Majority.

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

RESOLUTION 1: TO AVAIL RUPEE TERM LOAN FACILITIES TO AN EXTENT OF INR 2,307.03 CRORE (RUPEES INDIAN RUPEES TWO THOUSAND THREE HUNDRED SEVEN CRORE AND THREE LAKHS ONLY) (HEREINAFTER REFERRED TO AS “RUPEE TERM LOAN”) FROM ANY RUPEE TERM LENDER INCLUDING BUT NOT LIMITED TO AXIS BANK LIMITED, INDUSIND BANK LIMITED, IIFCL, ICICI BANK LIMITED AND ANY OTHER LENDER WHO MAY ACCEDE THE RUPEE TERM LOAN

(I) Total Votes Casted

Category	Mode of Voting	No. of votes exercised in accordance with InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24
Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non- Institutional	Postal Ballot	NIL	NIL

(II) Total votes considered in favour of the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes exercised in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24
Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non-Institutional	Postal Ballot	NIL	NIL

(III) Total votes considered in against the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes exercised against the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
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	No. of Units for which Votes abstained against the resolution exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	116151413	19.92
Public Holding			
1. Institutional	Postal Ballot	31332962	5.37
2.Non- Institutional	Postal Ballot	NIL	NIL

RESOLUTION 2: TO UTILIZE RUPEE TERM LOAN FACILITIES AGGREGATING UP TO INR 2,307.03 CRORE (RUPEES INDIAN RUPEES TWO THOUSAND THREE HUNDRED SEVEN CRORE AND THREE LAKHS ONLY) PROPOSED TO BE AVAILED FROM RUPEE TERM LENDERS FOR REFINANCING THE EXISTING DEBT - RTL 1 (SANCTIONED RS 2,857 CR WITH CURRENT OUTSTANDING OF RS 2,307.03 CR AS ON 31.12.2022) OF THE TRUST, AGAINST THE SECURITY OF THE ASSETS OF THE TRUST AND JOINT AND SEVERAL GUARANTEE(S) BY THE PROJECT ENTITIES (OTHER THAN ONBHL) AND SUCH OTHER PROJECT COMPANIES AS MAY BE ACQUIRED BY THE TRUST IN FUTURE, TO THE SATISFACTION OF THE RUPEE LENDERS (COLLECTIVELY, "PROJECT SPVS") IN TERMS OF THE FINANCING DOCUMENTS.

(I) Total Votes Casted

Category	Mode of Voting	No of votes exercised in accordance with InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24

Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non- Institutional	Postal Ballot	NIL	NIL

(II) Total votes considered in favour of the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes exercised in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24
Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non-Institutional	Postal Ballot	NIL	NIL

(III) Total votes considered in against the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
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	No. of units for which Votes abstained against the resolution exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	116151413	19.92
Public Holding			
1. Institutional	Postal Ballot	31332962	5.37
2.Non-Institutional	Postal Ballot	NIL	NIL

RESOLUTION 3: TO PROVIDE CORPORATE GUARANTEE AND ANY OTHER SECURITY AS PROMOTER/ HOLDING ENTITY AS MAY BE REQUIRED BY THE LENDERS OF BIAORA TO DEWAS HIGHWAY PRIVATE LIMITED (“BDHPL”), IN TERMS OF THE FINANCING DOCUMENTS EXECUTED IN RELATION TO THE EXISTING AND FUTURE SECURED INDEBTEDNESS OF BDHPL PROVIDED / TO BE PROVIDED BY BDHPL’S LENDERS (OTHER THAN TRUST) (“BDHPL INDEBTEDNESS”).

(I) Total Votes Casted

Category	Mode of Voting	No of votes exercised in accordance with InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24

Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non- Institutional	Postal Ballot	NIL	NIL

(II) Total votes considered in favour of the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes exercised in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24
Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non-Institutional	Postal Ballot	NIL	NIL

(III) Total votes considered in against the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
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	No. of Units for which Votes abstained against the resolution exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	116151413	19.92
Public Holding			
1. Institutional	Postal Ballot	31332962	5.37
2.Non- Institutional	Postal Ballot	NIL	NIL

RESOLUTION 4: TO AVAIL UNSECURED SHORT-TERM LOAN OF UPTO INR 364.27 CRORE (INDIAN RUPEES THREE HUNDRED SIXTY FOUR CRORE AND TWENTY SEVEN LAKHS ONLY) (HEREINAFTER REFERRED TO AS “UNSECURED LOAN”) FROM ORIENTAL STRUCTURAL ENGINEERS PRIVATE LIMITED OR ANY OF IT’S ASSOCIATE (“LENDER”) AND TO APPROVE RELATED PARTY TRANSACTION

(I) Total Votes Casted

Category	Mode of Voting	No of votes exercised in accordance with InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	Not entitled to Vote (Related Party)	Not entitled to Vote (Related Party)

Public Holding			
1. Institutional	Postal Ballot	206800000	86.84
2. Non- Institutional	Postal Ballot	NIL	NIL

(II) Total votes considered in favour of the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes exercised in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	Not entitled to Vote (Related Party)	Not entitled to Vote (Related Party)
Public Holding			
1. Institutional	Postal Ballot	206800000	86.84
2. Non-Institutional	Postal Ballot	NIL	NIL

(III) Total votes considered in against the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
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	No. of Units for which Votes abstained against the resolution exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL
Public Holding			
1. Institutional	Postal Ballot	31332962	13.16
2. Non- Institutional	Postal Ballot	NIL	NIL

RESOLUTION 5: TO SEEK APPROVAL FROM UNITHOLDERS FOR EXTENSION OF TIME FOR SUBMISSION OF CERTAIN INFORMATION UNDER THE INVIT DOCUMENTS

(I) Total Votes Casted

Category	Mode of Voting	No of votes exercised in accordance with InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24

Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non- Institutional	Postal Ballot	NIL	NIL

(II) Total votes considered in favour of the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes exercised in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	228794414	39.24
Public Holding			
1. Institutional	Postal Ballot	206800000	35.47
2. Non-Institutional	Postal Ballot	NIL	NIL

(III) Total votes considered in against the resolution

Category	Mode of Voting	No of votes exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law
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	No. of Units for which Votes abstained against the resolution exercised in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	116151413	19.92
Public Holding			
1. Institutional	Postal Ballot	31332962	5.37
2.Non-Institutional	Postal Ballot	NIL	NIL



C GAUR & ASSOCIATES

COMPANY SECRETARIES

1408, 14th Floor, Vikram Tower, Rajendra Place, New Delhi 110008
Mobile:+919953701510| E-mail:cschetangaur@gmail.com | Off:+011-40348002

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 March 7, 2023

I Chetan Gaur, Practicing Company Secretary (COP 19223) having office at 1408, 14th Floor, Vikram Tower, Rajendra Place, New Delhi 110008 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 March 7, 2023 of Oriental InfraTrust (**'The Trust'**).

As on March 3, 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 March 7, 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 March 29, 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 March 29, 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 SIGNIFICANT MAJORITY

TO AVAIL RUPEE TERM LOAN FACILITIES TO AN EXTENT OF INR 2,307.03 CRORE (RUPEES INDIAN RUPEES TWO THOUSAND THREE HUNDRED SEVEN CRORE AND THREE LAKHS ONLY) (HEREINAFTER REFERRED TO AS “RUPEE TERM LOAN”) FROM ANY RUPEE TERM LENDER INCLUDING BUT NOT LIMITED TO AXIS BANK LIMITED, INDUSIND BANK LIMITED, IIFCL, ICICI BANK LIMITED AND ANY OTHER LENDER WHO MAY ACCEDE THE RUPEE TERM LOAN

(I) VOTED IN FAVOUR OF THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	% of votes casted in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted in favour of the resolution
Postal Ballot	435594414	74.71	5*

(II) VOTED AGAINST THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted against the resolution in accordance with the InvIT Documents and applicable law	% of votes casted against the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted against the resolution
Postal Ballot	NIL	NIL	NIL

(III) ABSTAINED FROM VOTING

Mode of Postal Ballot Voting	No. of units abstained from voting in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law	No. of unit holders who abstained from voting for the resolution
Postal Ballot	147484375	25.29	5*

**One of the Unitholder of Oriental InfraTrust has casted vote (for some of the units) in favour of the resolution and has abstained (partially) from voting of the resolution also.*

INVALID VOTES OF THE RESOLUTION:

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

RESULT

As the votes casted in favour of the resolution are more than one and a half times of the votes casted against 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 way of Significant majority.

RESOLUTION NO.2: TO BE PASSED BY SIGNIFICANT MAJORITY

TO UTILIZE RUPEE TERM LOAN FACILITIES AGGREGATING UP TO INR 2,307.03 CRORE (RUPEES INDIAN RUPEES TWO THOUSAND THREE HUNDRED SEVEN CRORE AND THREE LAKHS ONLY) PROPOSED TO BE AVAILED FROM RUPEE TERM LENDERS FOR REFINANCING THE EXISTING DEBT - RTL 1 (SANCTIONED RS 2,857 CR WITH CURRENT OUTSTANDING OF RS 2,307.03 CR AS ON 31.12.2022) OF THE TRUST, AGAINST THE SECURITY OF THE ASSETS OF THE TRUST AND JOINT AND SEVERAL GUARANTEE(S) BY THE PROJECT ENTITIES (OTHER THAN ONBHL) AND SUCH OTHER PROJECT COMPANIES AS MAY BE ACQUIRED BY THE TRUST IN FUTURE, TO THE SATISFACTION OF THE RUPEE LENDERS (COLLECTIVELY, "PROJECT SPVS") IN TERMS OF THE FINANCING DOCUMENTS

(I) VOTED IN FAVOUR OF THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	% of votes casted in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted in favour of the resolution
Postal Ballot	435594414	74.71	5*

(II) VOTED AGAINST THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted against the resolution in accordance with the InvIT Documents and applicable law	% of votes casted against the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted against the resolution
Postal Ballot	NIL	NIL	NIL

(III) ABSTAINED FROM VOTING

Mode of Postal Ballot Voting	No. of units abstained from voting in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law	No. of unit holders who abstained from voting for the resolution
-------------------------------------	---	--	---

Postal Ballot	147484375	25.29	5*
---------------	-----------	-------	----

**One of the Unitholder of Oriental InfraTrust has casted vote (for some of the units) in favour of the resolution and has abstained (partially) from voting of the resolution also.*

INVALID VOTES OF THE RESOLUTION

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

RESULT

As the votes casted in favour of the resolution are more than one and a half times of the votes casted against the resolution, we report that the Resolution with regard to Item No. 2 as set out in the Notice of the Postal Ballot is passed by way of Significant majority.

RESOLUTION NO.3: TO BE PASSED BY SIGNIFICANT MAJORITY

TO PROVIDE CORPORATE GUARANTEE AND ANY OTHER SECURITY AS PROMOTER/ HOLDING ENTITY AS MAY BE REQUIRED BY THE LENDERS OF BIAORA TO DEWAS HIGHWAY PRIVATE LIMITED ("BDHPL"), IN TERMS OF THE FINANCING DOCUMENTS EXECUTED IN RELATION TO THE EXISTING AND FUTURE SECURED INDEBTEDNESS OF BDHPL PROVIDED / TO BE PROVIDED BY BDHPL'S LENDERS (OTHER THAN TRUST) ("BDHPL INDEBTEDNESS")

(I) VOTED IN FAVOUR OF THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	% of votes casted in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted in favour of the resolution
Postal Ballot	435594414	74.71	5*

(II) VOTED AGAINST THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted against the resolution in accordance with the InvIT Documents and applicable law	% of votes casted against the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted against the resolution
Postal Ballot	NIL	NIL	NIL

(III) ABSTAINED FROM VOTING

Mode of Postal Ballot Voting	No. of units abstained from voting in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law	No. of unit holders who abstained from voting for the resolution

Postal Ballot	147484375	25.29	5*
---------------	-----------	-------	----

**One of the Unitholder of Oriental InfraTrust has casted vote (for some of the units) in favour of the resolution and has abstained (partially) from voting of the resolution also.*

INVALID VOTES OF THE RESOLUTION

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

RESULT

As the votes casted in favour of the resolution are more than one and a half times of the votes casted against the resolution, we report that the Resolution with regard to Item No. 3 as set out in the Notice of the Postal Ballot is passed by way of Significant majority.

RESOLUTION NO.4: TO BE PASSED BY SIGNIFICANT MAJORITY

TO AVAIL UNSECURED SHORT-TERM LOAN OF UPTO INR 364.27 CRORE (INDIAN RUPEES THREE HUNDRED SIXTY FOUR CRORE AND TWENTY SEVEN LAKHS ONLY) (HEREINAFTER REFERRED TO AS "UNSECURED LOAN") FROM ORIENTAL STRUCTURAL ENGINEERS PRIVATE LIMITED OR ANY OF IT'S ASSOCIATE ("LENDER") AND TO APPROVE RELATED PARTY TRANSACTION

(I) VOTED IN FAVOUR OF THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	% of votes casted in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted in favour of the resolution
Postal Ballot	206800000	86.84	3

(II) VOTED AGAINST THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted against the resolution in accordance with the InvIT Documents and applicable law	% of votes casted against the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted against the resolution
Postal Ballot	NIL	NIL	NIL

(III) ABSTAINED FROM VOTING

Mode of Postal Ballot Voting	No. of units abstained from voting in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law	No. of unit holders who abstained from voting for the resolution

Postal Ballot	31332962	13.16	4
---------------	----------	-------	---

INVALID VOTES OF THE RESOLUTION

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

RESULT

As the votes casted in favour of the resolution are more than one and a half times of the votes casted against the resolution, we report that the Resolution with regard to Item No. 4 as set out in the Notice of the Postal Ballot is passed by way of Significant majority.

RESOLUTION NO.5: TO BE PASSED BY SIGNIFICANT MAJORITY

TO SEEK APPROVAL FROM UNITHOLDERS FOR EXTENSION OF TIME FOR SUBMISSION OF CERTAIN INFORMATION UNDER THE INVIT DOCUMENTS

(I) VOTED IN FAVOUR OF THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted in favour of the resolution in accordance with the InvIT Documents and applicable law	% of votes casted in favour of the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted in favour of the resolution
Postal Ballot	435594414	74.71	5*

(II) VOTED AGAINST THE RESOLUTION

Mode of Postal Ballot Voting	No. of votes casted against the resolution in accordance with the InvIT Documents and applicable law	% of votes casted against the resolution to total number of votes entitled to vote in accordance with the InvIT Documents and applicable law	No. of unit holders who voted against the resolution
Postal Ballot	NIL	NIL	NIL

(III) ABSTAINED FROM VOTING

Mode of Postal Ballot Voting	No. of units abstained from voting in accordance with the InvIT Documents and applicable law	% of votes to total number of votes entitled to vote which abstained against the resolution in accordance with the InvIT Documents and applicable law	No. of unit holders who abstained from voting for the resolution

Postal Ballot	147484375	25.29	5*
---------------	-----------	-------	----

****One of the Unitholder of Oriental InfraTrust has casted vote (for some of the units) in favour of the resolution and has abstained (partially) from voting of the resolution also.***

INVALID VOTES OF THE RESOLUTION

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

RESULT

As the votes casted in favour of the resolution are more than one and a half times of the votes casted against the resolution, we report that the Resolution with regard to Item No. 5 as set out in the Notice of the Postal Ballot is passed by way of Significant majority.

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 : March 29, 2023

Place : New Delhi