

July 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: Proceedings and Voting Results of 4<sup>th</sup> Annual General Meeting of Unitholders of Oriental InfraTrust held on July 28, 2023**

Dear Sir/Madam,

S.No	Regulation No./ Clause No.	Disclosure Requirement	Disclosure
1.	Regulation 23 (5) (g)	Outcome of Unitholders Meeting	Oriental InfraTrust has informed the exchange regarding outcome and voting results of the business transacted at the 4 <sup>th</sup> Annual General Meeting (“AGM”) of the Unitholders of the Trust held on Friday, July 28, 2023 at 2:30 P.M through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) without the physical presence of the Unitholders at a common venue, in compliance with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”) and SEBI circulars issued thereunder.

In connection with the same, please find the following:

- Proceedings and Voting Results attached and marked as **Annexure I**
- Scrutinizer's Report dated July 29, 2023, is attached and marked as **Annexure II**

The meeting commenced at 02:30 PM and concluded at 02:45 PM.

The voting result and the scrutinizer's report are also available on the website of Trust i.e. [www.orientalinfratrust.com](http://www.orientalinfratrust.com).

You are requested to please take the same on record.

Yours Faithfully,

**OIT Infrastructure Management Limited**  
*(as the Investment Manager to Oriental InfraTrust)*

GAURA Digitally signed  
by GAURAV PURI  
Date: 2023.07.29  
12:48:43 +05'30'  
V PURI

**Gaurav Puri**  
**Compliance Officer**

Copy to-

**Axis Trustee Services Limited**  
The Ruby, 2<sup>nd</sup> Floor, SW, 29  
Senapati Bapat Marg, Dadar West,  
Mumbai- 400 028, Maharashtra, India

## Annexure I

### Details of the Proceedings of the Fourth Annual General Meeting of the Unitholders of Oriental InfraTrust

Date of the Annual General Meeting of the Unitholders	Friday, July 28, 2023
Total number of Unitholders on record date	9
No. of Unitholders present in the meeting either in person or through Proxy	NA
No. of Unitholders present through video conferencing (including Sponsors)	4
Sponsor /Investment Manager/Project Manager and their associates/ related parties:	2

### The details of the business transacted/results of the meeting of the Unitholders:

S.No	Agenda	Resolution Required	Remarks
1	To adopt Audited Financial Statements (Consolidated and Standalone) as at and for the period ended March 31, 2023 together with the Auditors' Reports thereon	Resolution to be passed by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014	Resolution was passed with Simple majority.
2	To consider ratification of appointment of the Statutory Auditor and fix their remuneration	Resolution to be passed by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014.	Resolution was passed with Simple majority.

3	To adopt the Valuation Report	Resolution to be passed by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014	Resolution was passed with Simple majority.
4	To seek approval for continuation of an Independent Director beyond the age of 70 years	Resolution to be passed by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014	Resolution was passed with Simple majority.

**Voting Results of the resolutions mentioned in the Notice of the Fourth Annual General Meeting of the Unitholders of Oriental InfraTrust:**

**RESOLUTION 1: TO ADOPT AUDITED FINANCIAL STATEMENTS (CONSOLIDATED AND STANDALONE) AS AT AND FOR THE PERIOD ENDED MARCH 31, 2023 TOGETHER WITH THE AUDITORS' REPORTS THEREON**

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)=(2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	344945827	344945827	100	344945827	0	100	0

Public - Institutions	Remote e-voting	238132962	184400000	77.44	184400000	0	100	0
Public - Non Institutions	Remote e-voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>

**RESOLUTION 2: TO CONSIDER RATIFICATION OF APPOINTMENT OF THE STATUTORY AUDITOR AND FIX THEIR REMUNERATION**

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)=(2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	344945827	344945827	100	344945827	0	100	0
Public - Institutions	Remote e-voting	238132962	184400000	77.44	184400000	0	100	0
Public - Non Institutions	Remote e-voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>

### RESOLUTION 3: TO ADOPT THE VALUATION REPORT

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)=(2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	344945827	344945827	100	344945827	0	100	0
Public - Institutions	Remote e-voting	238132962	184400000	77.44	184400000	0	100	0
Public - Non Institutions	Remote e-voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>

### RESOLUTION 4: TO SEEK APPROVAL FOR CONTINUATION OF AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 70 YEARS

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)=(2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
----------	----------------	-----------------------	-------------------------	--	----------------------------	--------------------------	--	--

Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e- voting	344945827	344945827	100	344945827	0	100	0
Public - Institutions	Remote e- voting	238132962	184400000	77.44	184400000	0	100	0
Public - Non Institutions	Remote e- voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>



# 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-II

#### Report of Scrutinizer

To,

The Board of Directors  
**OIT Infrastructure Management Limited**  
**(Formerly known as Indian Technocrat Limited)**  
*(acting in its capacity as the Investment Manager on behalf of Oriental InfraTrust)*

**Fourth (4<sup>th</sup>) Annual General Meeting of the Unitholders of Oriental InfraTrust held on Friday, July 28, 2023 at 2.30 P.M. through Video Conferencing/ Other Audio - Visual Means.**

**Sub: Passing of Resolutions at the Fourth (4<sup>th</sup>) Annual General Meeting ("AGM") of the Unitholders of Oriental InfraTrust (the "Trust/InvIT") held on Friday, July 28, 2023 through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM"), which commenced at 2:30 PM and concluded at 2:45 PM**

Dear Sir,

I, Chetan Gaur, Proprietor of M/s. C Gaur & Associates, Practising Company Secretaries, Delhi, have been appointed as the Scrutinizer by the **OIT Infrastructure Management Limited** *(acting in its capacity as the Investment Manager to Oriental InfraTrust)* to scrutinize the entire voting process i.e. remote e-voting and e-voting at the AGM of the Trust, in a fair and transparent manner.

#### **Scrutinizer's Responsibility**

My responsibility as scrutinizer is restricted to making a scrutinizer report of the votes cast by the Unitholders in respect of resolutions contained in the Notice of AGM. My report is based on verification of the votes received through remote e-voting by 17:00 hours IST on Thursday, July 27, 2023 and the e-voting conducted at the AGM.

#### **I submit my report as under:**

- (1) Remote e-voting facility was provided to the Unitholders to exercise their vote in respect of the resolutions as set out in the Notice of AGM was started on Tuesday, July 25, 2023 from 09:00 hours till and ended on Thursday, July 27, 2023 at 17:00 hours IST.
- (2) Voting rights were reckoned on the paid-up value of the units registered in the name of the Unitholder on the cut-off date i.e. Friday, July 21, 2023.
- (3) After conclusion of the AGM, the votes received till 17:00 hours IST on Thursday, 27<sup>th</sup> July 2023 through remote e-voting and through e-voting at the meeting were reconciled with the details of Unitholders as per the Beneficiary Position as on the cut-off date obtained from the Registrar and Transfer Agents of the Trust.
- (4) No invalid votes were received through remote e-voting.
- (5) I now submit my consolidated report as under on the Voting Results of the resolutions mentioned in the notice of AGM of the Trust:



**ITEM NO 1: TO ADOPT THE AUDITED FINANCIAL STATEMENTS (CONSOLIDATED AND STANDALONE) AS AT AND FOR THE PERIOD ENDED MARCH 31, 2023 TOGETHER WITH THE AUDITOR'S REPORT THEREON**

*Resolution by way of Simple Majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.*

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)= (2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
Sponsors/Investment Manager/Project Manager and their associates related parties	Remote e-voting	344945827	344945827	100	344945827	0	100	0
Public -Institutions	Remote e-voting	238132962	184400000	77.44	184400000	0	100	0
Public – Non Institutions	Remote e-voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>

**RESULT**

As the number of votes casted in favour of the resolution was more than the number of votes casted against the resolution, we report that Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with simple majority.

**ITEM NO 2: TO CONSIDER RATIFICATION OF APPOINTMENT OF STATUTORY AUDITOR AND FIX THEIR REMUNERATION**

*Resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.*

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)=(2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
Sponsors/Investment Manager/Project Manager and their associates related parties	Remote e-voting	344945827	344945827	100	344945827	0	100	0
Public -Institutions	Remote e-voting	238132962	184400000	77.44	184400000	0	100	0
Public – Non Institutions	Remote e-voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>

## RESULT

As the number of votes casted in favour of the resolution was more than the number of votes casted against the resolution, we report that Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with simple majority.

### ITEM NO 3: TO ADOPT THE VALUATION REPORT

*Resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.*

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)=(2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
Sponsors/Investment Manager/Project Manager and their associates related parties	Remote e-voting	344945827	344945827	100	344945827	0	100	0
Public -Institutions	Remote e-voting	238132962	184400000	77.44	184400000	0	100	0
Public – Non Institutions	Remote e-voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>

## RESULT

As the number of votes casted in favour of the resolution was more than the number of votes casted against the resolution, we report that Item no.3 as set out in the Notice of the AGM is passed in favour of the resolution with simple majority.

### ITEM NO 4: TO SEEK APPROVAL FOR CONTINUATION OF AN INDEPENDENT DIRECTOR BEYOND THE AGE OF 70 YEARS

*Resolution by way of Simple Majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by Unitholders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.*

Category	Mode of Voting	No. of units held (1)	No. of units polled (2)	% of votes polled on outstanding units (3)=(2)/(1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=(4)/(2)*100	% of votes Against on votes polled (7)=(5)/(2)*100
Sponsors/Investment Manager/Project Manager and their associates related parties	Remote e-voting	344945827	344945827	100	344945827	0	100	0

Public -Institutions	Remote e-voting	238132962	184400000	77.44	184400000	0	100	0
Public – Non Institutions	Remote e-voting	0	0	0	0	0	0	0
<b>TOTAL</b>		<b>583078789</b>	<b>529345827</b>	<b>90.78</b>	<b>529345827</b>	<b>0</b>	<b>100</b>	<b>0</b>

## **RESULT**

As the number of votes casted in favour of the resolution was more than the number of votes casted against the resolution, we report that Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with simple majority.

The aforesaid result of voting by Unitholders through remote e-voting in respect of the above-mentioned resolutions may accordingly be declared by the investment Manager of the InvIT.

Thanking You

Yours faithfully

**For and on behalf of C Gaur & Associates**



**CS Chetan Gaur**

**Proprietor**

**Membership: A37455**

**CP No: 19223**

**Date: 29<sup>th</sup> July, 2023**

**Place: New Delhi**