

Date: July 19, 2022**Axis Trustee Services Limited**

The Ruby, 2nd Floor, SW,
29 Senapati Bapat Marg,
Dadar West, Mumbai-400 028,
Maharashtra, India

Dear Sir/Madam,

Subject- Compliance Certificate/ Quarterly Report under Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 for the quarter ended on June 30, 2022

We, IndiGrid Investment Managers Limited (“IIML”) acting in the capacity of Investment Manager of India Grid Trust, pursuant to Regulation 9(3) of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, do hereby confirm that we had complied with Regulation 10, 18, 19 and 20 of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 for the quarter ended on June 30, 2022.

Further, pursuant to the provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 and applicable circulars issued thereunder (hereinafter referred to as “**InvIT Regulations**”), we, IndiGrid Investment Managers Limited (“IIML”) hereby submit the Periodical Report for the quarter ended on June 30, 2022, containing the following details:-

Sr. No.	Requirement	Compliance
1.	Copy of Financial Information and Additional Disclosures submitted as per SEBI Circular CIR/IMD/DF/146/2016 dated December 29, 2016	It was duly provided for the quarter and year ended on March 31, 2022, and for the quarter ended on June 30, 2022, will be provided once it is approved by IIML Board at the ensuing Board meeting.
2.	Copy of any other information submitted to the Stock Exchange/SEBI in terms of InvIT Regulations	IIML has made voluntary and mandatory disclosures, from time to time, to the Stock Exchanges which are already shared on a timely basis and the same can be accessed on IndiGrid’s website at www.indigrid.co.in .
3.	Details of any deviation /variations in the use of proceeds from the object stated in the offer document/placement memorandum and the actual utilization	Not Applicable

IndiGrid Investment Managers Limited**(formerly known as Sterlite Investment Managers Limited)****Registered & Corporate Office:** Unit No. 101, First Floor, Windsor, Village KoleKalyan, off CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857**Ph:** +91 72084 93885 | **Email:** complianceofficer@indigrid.co.in | www.indigrid.co.in

	of funds as per SEBI Circular CIR/IMD/DF/127/2016 dated November 29, 2016.	
4.	Details of Investor complaints received/disposed off during the quarter or pending at the end of the end of quarter and the reasons thereof.	Certificate provided by the RTA for the quarter ended on June 30, 2022, and SCORES status is attached as Annexure-A
5.	Details of related party transaction, if any, carried out between Investment Manager and its associates or the Project Manager and its associates in terms of Regulation 9(6) and/or Project Manager and its associates in terms of Regulation 10(12) In case of conflict of interest, a confirmation from a practicing-chartered accountant or a valuer, as the case may be, that such transactions are on arm's length basis	IIML has not observed any conflict of interest in related party transactions and the same were conducted at arm's length basis, hence confirmation from a practicing-chartered accountant is not required.
6.	Details of funds received by InvIT and payments made	The details are covered in the financials and the financials for the quarter and year ended on March 31, 2022, are already provided. Further, the same for the quarter ended on June 30, 2022, will be provided once approved by the Board of IIML.
7.	Status of development of under construction projects (if any)	Status of the under-construction project i.e. Kallam Transmission Limited is attached as Annexure-B
8.	Copy of the activity and performance report placed before the board as per Regulation 10 (24)	The activity and performance report for the previous quarter ended on March 31, 2022, was duly provided and for the quarter ended on June 30, 2022, will be provided after being reviewed by IIML Board at the ensuing Board meeting.
9.	Whether any assets/projects have been acquired/sold/developed during the quarter. If yes, details to be provided	Not Applicable

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10.	Copy of the Project Manager Compliance Report as per Regulation 9 (4) and Regulation 10 (2)	Attached as Annexure-C & D
11.	Details of any material fact that may have a bearing on the activity of the InvIT	Same can be referred to in point No.8
12.	A Certificate cum Confirmation duly signed by key managerial personnel viz., Managing Director/ Whole Time Director/CEO/ CS/CFO/Manager of your Company in its capacity as the Investment Manager	Attached as Annexure-E
13.	Confirmation from Investment manager: a. that 90% of distributable cashflow are being distributed to the unit holders; b. that the distribution made to the unit holders are in compliance with the regulation; c. made timely declaration of distributions to the unit holders in accordance with sub-regulations (6),(7) and (8) of regulation 18	Yes, we hereby confirm that 90% of net distributable cash flow for the period ended on March 31, 2022, have been distributed to unitholders in compliance with the InvIT Regulations, as amended from time to time.
14.	Copy of unit holding pattern submitted to Stock Exchange to be furnished to DT (Revised format of unitholder as specified in SEBI Circular SEBI/HO/DDHS/DDHS/CIR/P/2020/43 dated March 23, 2020 is to be referred)	Attached as Annexure-F
15.	Whether listed units of INVIT have a consolidated borrowings and deferred payments, in terms of regulation 20, is above forty- nine per cent? If yes, provide copy of submission of quarterly report to the designated stock exchange as per Regulation 23 (3) of the regulations as per Part C of Schedule IV of the Regulation.	Yes, the consolidated borrowing of IndiGrid is above 49% for the quarter ended on June 30, 2022. Accordingly, the quarterly report for the period ended on June 30, 2022, will be submitted to the exchanges within the due date.
16.	Copy of Investor Grievance Report submitted to the stock exchange as per	Certificate provided by the RTA and SCORES status is attached as Annexure-A

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	SEBI circular CIR/IMD/DF/127/2016 dated November 29, 2016.	
17.	Whether Rights Issue, Preferential Issue and Institutional Placements of units made during the quarter?	No
18.	Whether any encumbrance has been created on the units of INVIT during the quarter? If yes, provide details of encumbrance created and submissions made to the manager/stock exchange in that respect. (SEBI has issued circular SEBI/HO/DDHS/DDHS/CIR/P/2020/43 dated March 23, 2020)	No such intimation was received during the reporting period.

For **IndiGrid Investment Managers Limited**
(Acting as the Investment Manager to India Grid Trust)



Swapnil Patil
Company Secretary & Compliance Officer
ACS-24861