

Date: July 27, 2022

To,

**B S E Limited**  
Phiroze Jeejeebhoy  
Towers Dalal Street,  
Mumbai — 400 001

**National Stock Exchange of India Ltd**  
Exchange Plaza, C/1, Block G,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai — 400 051

Scrip Code- 540565

Symbol- INDIGRID

**Subject: Proceedings and the Voting Result of the Fifth Annual General Meeting of the Unitholders of India Grid Trust**

Dear Sir/ Madam,

We, IndiGrid Investment Managers Limited, the Investment Manager of India Grid Trust (“**IndiGrid**”), hereby submit the proceedings and voting results of the business transacted at the Fifth Annual General Meeting (“**AGM**”) of the Unitholders of IndiGrid (“**Unitholders**”) held on Tuesday, July 26, 2022, at 11.00 A.M. IST, through Video Conference (“**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/CIR/P/2020/102 and SEBI/HO/DDHS/DDHS\_Div2/P/CIR/2022/079 dated June 22, 2020 and June 03, 2022 respectively issued by the Securities and Exchange Board of India (the “**SEBI Circulars**”), and in furtherance of the Notice to the Unitholders dated June 23, 2022.

In connection with the same, please find the following:

- Summary of proceedings of the AGM attached and marked as **Annexure-A**.
- Combined voting results of the remote e-voting together with the e-voting conducted at AGM, attached and marked as **Annexure-B**.
- The scrutinizer’s report dated July 26, 2022, is attached and marked as **Annexure-C**.

The voting result and the scrutinizer’s report are also available on the website of IndiGrid i.e. [www.indigrid.co.in](http://www.indigrid.co.in) and the website of the NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The recording of the AGM will also be available on the website of IndiGrid.

You are requested to please take the same on record.

For and on behalf of the **IndiGrid Investment Managers Limited**  
Representing India Grid Trust as its Investment Manager



**Swapnil Patil**  
Company Secretary & Compliance Officer  
ACS-24861

**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-A****Summary of proceedings of the AGM**

The Fifth AGM of IndiGrid was held on Tuesday, July 26, 2022, at 11.00 A.M. IST, through Video Conference (“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/CIR/P/2020/102 and SEBI/HO/DDHS/DDHS\_Div2/P/CIR/2022/079 dated June 22, 2020 and June 03, 2022 respectively issued by the Securities and Exchange Board of India (the “SEBI Circulars”).

***Directors and KMP present:***

1. Mr. Tarun Kataria - Independent Director
2. Mr. Rahul Asthana - Independent Director
3. Mr. Ashok Sethi - Independent Director
4. Ms. Jayashree Vaidhyanathan- Independent Director
5. Mr. Hardik Shah - Non-Executive Director
6. Mr. Jyoti Kumar Agarwal – CEO & Whole-time Director
7. Ms. Divya Bedi Verma- Chief Financial Officer
8. Mr. Swapnil Patil- Company Secretary & Compliance Officer

Mr. Swapnil Patil, Company Secretary & Compliance Officer welcomed all the Unitholders and stated that in accordance with the SEBI Circulars, the 5<sup>th</sup> AGM of IndiGrid is being held through Video Conferencing to avoid the physical gathering of Unitholders at a common venue. He further added that the digital copy of the Notice and Annual Report along with annexure, has been sent to all the Unitholders whose e-mail addresses are registered with the Depositories for communication purposes and for Unitholders whose e-mail addresses are not registered, SMSs have been sent by KFin Technologies Limited wherever Mobile Numbers are available. Further, advertisements in regional and national newspapers have also been published dated June 29, 2022, for the benefit of our Unitholders. He further informed that IndiGrid has tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

Mr. Swapnil Patil informed the Unitholders that the IndiGrid, in accordance with Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended (the “InvIT Regulations”), had provided a facility to the Unitholders to exercise their votes on the resolutions proposed in the notice dated June 23, 2022, through the remote e-voting facility. The Cut-off date for determining voting rights of Unitholders entitled to participate in the voting process was July 19, 2022. Further, the e-voting period remained open from 9.00 a.m. on July 23, 2022, till 05.00 p.m. on July 25, 2022. He added that the facility for voting through e-voting system is available during the Meeting and been activated for Unitholders who had not cast their vote prior to the Meeting.

**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, Vidyannagari Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857  
**Ph:** +91 72084 93885 | **Email:** complianceofficer@indigrid.co.in | www.indigrid.co.in

Further, the Unitholders were apprised that Mr. K Venkataraman, 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.

Mr. Swapnil Patil informed the Unitholders that the consolidated voting results along with Scrutinizer’s Report would be made available on the website of IndiGrid i.e. [www.indigrid.co.in](http://www.indigrid.co.in) and the website of the NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) not later than 48 hours of the conclusion of the meeting.

Thereafter, he introduced the Board Members, Key Managerial Personnel and the Leadership Team present through Video Conferencing from their respective locations and informed that the Authorised Representatives of the Trustee, Statutory Auditors & Valuer have also joined the meeting and then handed over to Mr. Jyoti Kumar Agarwal.

Mr. Jyoti Kumar Agarwal welcomed all the Unitholders and then made his opening remarks with respect to the performance, achievements and financial position of IndiGrid during the previous financial year.

Thereafter, Mr. Tarun Kataria, was elected as the Chairman of the meeting. The Chairman called the meeting to the order and the AGM Notice convening the meeting was taken as read.

On invitation of the Chairman, Unitholders who have registered themselves as speakers, addressed the Meeting through VC / OAVM and sought clarifications on operations and other matters of IndiGrid.

Mr. Jyoti Kumar Agarwal, along with the Leadership Team answered the queries of speakers raised during the meeting. They also addressed queries of other Unitholders raised through email and other communication mode during the meeting.

Post the Question and Answer session, the following resolutions were transacted by the Unitholders:

Sr. No.	Resolutions
1	To consider and adopt audited standalone financial statements and audited consolidated financial statements of IndiGrid as at and for the financial year ended on March 31, 2022 together with the report of the auditors thereon for the financial year ended on March 31, 2022 and the report on performance of IndiGrid
2	To consider, approve and adopt valuation report issued by Mr. S Sundararaman, independent valuer for the valuation of the special purpose vehicles as on March 31, 2022
3	To consider and appoint Mr. Pradhan Dass, Chartered Accountant, bearing IBBI registration number IBBI/RV/06/2022/14558 as the valuer of India Grid Trust
4	To consider and approve appointment of Mr. Jyoti Kumar Agarwal as a Chief Executive Officer and Whole-time Director of Investment Manager

Post completion of the proceedings, the Chairman thanked the Unitholders for attending and participating in the meeting.

The meeting concluded at 11.49 a.m. after being open for 15 minutes for e-voting to be completed.

Post completion of the AGM and after scrutiny of votes, the Scrutinizer submitted his report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions embodied in the Notice of AGM were passed with requisite majority as required under the SEBI InvIT Regulations.

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**Ph:** +91 72084 93885 | **Email:** [complianceofficer@indigrid.co.in](mailto:complianceofficer@indigrid.co.in) | [www.indigrid.co.in](http://www.indigrid.co.in)

**Annexure-B****Combined Voting Result of AGM**

	<b>INDIA GRID TRUST</b>
<b>Date of the AGM</b>	July 26, 2022
<b>Total number of unitholders on record date</b>	16,425 (July 19, 2022)
<b>No. of unitholders present in the meeting either in person or through proxy:</b>	
Sponsor/ Project Manager and its associates	Not Applicable
Public	Not Applicable
<b>No. of unitholders attended the meeting through Video Conferencing</b>	
Sponsor/ Project Manager and its associates	0
Public	14

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Resolution No.	1							
Resolution required: (Simple Majority/ Special Majority)	<b>SIMPLE MAJORITY - TO CONSIDER AND ADOPT AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF INDIGRID AS AT AND FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 TOGETHER WITH THE REPORT OF THE AUDITORS THEREON FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 AND THE REPORT ON PERFORMANCE OF INDIGRID</b>							
Whether Sponsors are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	E-Voting	16,59,01,932	16,59,01,932	100.00	16,59,01,932	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (A)</b>		<b>16,59,01,932</b>	<b>16,59,01,932</b>	<b>100.00</b>	<b>16,59,01,932</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting	26,64,04,778	24,22,36,946	90.93	24,22,36,946	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (B)</b>		<b>26,64,04,778</b>	<b>24,22,36,946</b>	<b>90.93</b>	<b>24,22,36,946</b>	<b>0</b>	<b>100.00</b>
Public- Non Institutions	E-Voting	26,78,71,775	6,71,813	0.25	6,71,813	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (C)</b>		<b>26,78,71,775</b>	<b>6,71,813</b>	<b>0.25</b>	<b>6,71,813</b>	<b>0</b>	<b>100.00</b>
	<b>Total D(B+C)</b>	<b>53,42,76,553</b>	<b>24,29,08,759</b>	<b>45.46</b>	<b>24,29,08,759</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>Total (A+B+C)</b>	<b>70,01,78,485</b>	<b>40,88,10,691</b>	<b>58.39</b>	<b>40,88,10,691</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

- Postal ballot not applicable
- E-voting includes the remote e-voting and voting made through electronic mode during the AGM

Resolution No.	2							
Resolution required: (Simple Majority/ Special Majority)	<b>SIMPLE MAJORITY - TO CONSIDER, APPROVE AND ADOPT VALUATION REPORT ISSUED BY MR. S SUNDARARAMAN, INDEPENDENT VALUER FOR THE VALUATION OF THE SPECIAL PURPOSE VEHICLES AS ON MARCH 31, 2022</b>							
Whether Sponsors are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	E-Voting	16,59,01,932	16,59,01,932	100.00	16,59,01,932	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (A)</b>	<b>16,59,01,932</b>	<b>16,59,01,932</b>	<b>100.00</b>	<b>16,59,01,932</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting	26,64,04,778	24,22,36,946	90.93	24,22,36,946	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (B)</b>	<b>26,64,04,778</b>	<b>24,22,36,946</b>	<b>90.93</b>	<b>24,22,36,946</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	26,78,71,775	6,71,813	0.25	6,71,713	100	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (C)</b>	<b>26,78,71,775</b>	<b>6,71,813</b>	<b>0.25</b>	<b>6,71,713</b>	<b>100</b>	<b>99.99</b>	<b>0.01</b>
	<b>Total D(B+C)</b>	<b>53,42,76,553</b>	<b>24,29,08,759</b>	<b>45.46</b>	<b>24,29,08,659</b>	<b>100</b>	<b>99.99</b>	<b>0.00</b>
	<b>Total (A+B+C)</b>	<b>70,01,78,485</b>	<b>40,88,10,691</b>	<b>58.39</b>	<b>40,88,10,591</b>	<b>100</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

- Postal ballot not applicable
- E-voting includes the remote e-voting and voting made through electronic mode during the AGM

Resolution No.	3							
Resolution required: (Simple Majority/ Special Majority)	<b>SIMPLE MAJORITY - TO CONSIDER AND APPOINT MR. PRADHAN DASS, CHARTERED ACCOUNTANT, BEARING IBBI REGISTRATION NUMBER IBBI/RV/06/2022/14558 AS THE VALUER OF INDIA GRID TRUST</b>							
Whether Sponsors are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	E-Voting	16,59,01,932	16,59,01,932	100.00	16,59,01,932	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (A)</b>	<b>16,59,01,932</b>	<b>16,59,01,932</b>	<b>100.00</b>	<b>16,59,01,932</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	26,64,04,778	24,22,36,946	90.93	24,22,36,946	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (B)</b>	<b>26,64,04,778</b>	<b>24,22,36,946</b>	<b>90.93</b>	<b>24,22,36,946</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	26,78,71,775	6,71,813	0.25	6,71,713	100	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (C)</b>	<b>26,78,71,775</b>	<b>6,71,813</b>	<b>0.25</b>	<b>6,71,713</b>	<b>100</b>	<b>99.99</b>	<b>0.01</b>
	<b>Total D(B+C)</b>	<b>53,42,76,553</b>	<b>24,29,08,759</b>	<b>45.46</b>	<b>24,29,08,659</b>	<b>100</b>	<b>99.99</b>	<b>0.00</b>
	<b>Total (A+B+C)</b>	<b>70,01,78,485</b>	<b>40,88,10,691</b>	<b>58.39</b>	<b>40,88,10,591</b>	<b>100</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

- Postal ballot not applicable
- E-voting includes the remote e-voting and voting made through electronic mode during the AGM

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**Ph:** +91 72084 93885 | **Email:** complianceofficer@indigrid.co.in | www.indigrid.co.in



Resolution No.	4							
Resolution required: (Simple Majority/ Special Majority)	<b>SIMPLE MAJORITY - TO CONSIDER AND APPROVE APPOINTMENT OF MR. JYOTI KUMAR AGARWAL AS A CHIEF EXECUTIVE OFFICER AND WHOLE-TIME DIRECTOR OF INVESTMENT MANAGER</b>							
Whether Sponsors are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	E-Voting	16,59,01,932	16,59,01,932	100.00	16,59,01,932	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (A)</b>		<b>16,59,01,932</b>	<b>16,59,01,932</b>	<b>100.00</b>	<b>16,59,01,932</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting	26,64,04,778	24,22,36,946	90.93	24,22,36,946	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (B)</b>		<b>26,64,04,778</b>	<b>24,22,36,946</b>	<b>90.93</b>	<b>24,22,36,946</b>	<b>0</b>	<b>100.00</b>
Public- Non Institutions	E-Voting	26,78,71,775	6,71,813	0.25	6,71,713	100	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total (C)</b>		<b>26,78,71,775</b>	<b>6,71,813</b>	<b>0.25</b>	<b>6,71,713</b>	<b>100</b>	<b>99.99</b>
	<b>Total D(B+C)</b>	<b>53,42,76,553</b>	<b>24,29,08,759</b>	<b>45.46</b>	<b>24,29,08,659</b>	<b>100</b>	<b>99.99</b>	<b>0.00</b>
	<b>Total (A+B+C)</b>	<b>70,01,78,485</b>	<b>40,88,10,691</b>	<b>58.39</b>	<b>40,88,10,591</b>	<b>100</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

- Postal ballot not applicable
- E-voting includes the remote e-voting and voting made through electronic mode during the AGM

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**Ph:** +91 72084 93885 | **Email:** complianceofficer@indigrid.co.in | www.indigrid.co.in

# CS Venkataraman. K.

Practicing Company Secretary

Combined Scrutinizer's Report on Remote E-voting & Voting by electronic means Conducted at the 5th Annual General Meeting (AGM) of India Grid Trust held on 26th July 2022, by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM)

To,

**The Board of Directors  
IndiGrid Investment Managers Limited  
(Investment Manager of Inda Grid Trust)  
Unit No 101, First floor, Windsor,  
Vidyanagari Marg, Kalina,  
Santacruz (East),  
Mumbai 400098**

**5th Annual General Meeting of the Unit holders of India Grid Trust, held on Tuesday, July 26, 2022, by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM), commencing from 11.00 AM (IST)**

**Sub: Passing of Resolution(s) through Electronic Voting pursuant to Circular No. SEBI/HO/DDHS/DDHS/CIR/P/2020/102 dated June 22, 2020, and SEBI/HO/DDHS\_Div2/P/CIR/2022/079 dated June 3, 2022 and SEBI/HO/DDHS/DDHS/CIR/P/2021/21 dated February 26, 2021 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "SEBI Circulars")**

IndiGrid Investment Managers Limited are the Investment Manager of "India Grid Trust" (hereinafter referred to as the 'IndiGrid'). The Investment Manager through its Board Resolution approved on June 23, 2022 had appointed me as the Scrutinizer for the Remote E-voting process as well as the voting done electronically at the Annual General Meeting ('AGM'), pursuant to SEBI Circulars. In view of the Covid-19 pandemic, the Securities and Exchange Board of India ("SEBI") has vide its Circular No. SEBI/HO/DDHS/DDHS/CIR/P/2020/102 dated June 22, 2020 and SEBI/HO/DDHS/DDHS/CIR/P/2021/21 dated February 26, 2021 and SEBI/HO/DDHS\_Div2/P/CIR/2022/079 dated June 3, 2022 and issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "SEBI Circulars") has permitted holding of the Annual General Meeting of InvITs through "VC / OAVM", without physical presence of the Unit holders at a common venue.

In compliance with applicable provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("InvIT Regulations") read with SEBI Circulars, the Annual General Meeting of IndiGrid is being conducted through "VC / OAVM (hereinafter referred to as "AGM" or "e-AGM"). The proceedings of the e-AGM shall be deemed to be conducted at the registered office of the Investment Manager of IndiGrid which shall be the deemed venue of the e-AGM.



Investment Manager on behalf of IndiGrid has appointed National Securities Depository Limited, to provide VC/OAVM facility for the e-AGM and the attendant enablers for conducting of the e-AGM.

I say, I am familiar and well versed with the concept of Remote E-voting and voting through electronic means as prescribed under the said Rules and the relaxations as provided in the SEBI Circulars.

#### Report on Scrutiny:

- National Securities Depository Limited (NSDL) as the service provider, had extended the facility of providing VC/OAVM and of Remote E-voting and voting electronically at the e-AGM to the Unit Holders of IndiGrid.
- The Service Provider had provided a system for recording the votes of the Unit holders electronically through Remote E-voting on all the items of the business sought to be transacted at the 5th AGM of the Unit holders of the IndiGrid, which was held on Tuesday, July 26, 2022 as per the Notice dated June 23, 2022 ("AGM Notice") for consideration of the Unit Holders.
- In compliance with the SEBI Circulars, the Notice calling the AGM and Annual Report 2021-22 was uploaded on the website of the IndiGrid at [www.indigrid.co.in](http://www.indigrid.co.in), the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL at the website address [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- As on the internal cut-off date June 24, 2022, for the dispatch of the Notice of the AGM, there were 16,027 Unit holders of the IndiGrid, holding 70,01,78,485 Units.
- The **Cut-off date** for the purposes of identifying the Unit holders who will be entitled to vote on the resolutions placed for approval of the Unit holders was **Tuesday, July 19, 2022**.
- The Remote E-voting facility was kept open for three days from **Saturday, July 23, 2022 at 09.00 AM till 5.00 PM on Monday, July 25, 2022**.
- At the **end of the Remote E-voting period on Monday July 25, 2022 the voting portal of the NSDL**, service provider was blocked forthwith.
- An advertisement was published by IndiGrid in "Financial Express" English Newspaper and in "Loksatta" Marathi Newspaper, both dated June 29, 2022 informing about the completion of dispatch of the Notice, and other information related to AGM. For Unit holders whose e-mail addresses are not registered, SMSs, wherever Mobile Numbers are available, were sent by KFin Technologies Limited. At the 5th AGM of IndiGrid held through VC and OAVM, on Tuesday, July 26, 2022, after considering all the items of businesses, the facility to vote electronically (E-voting) was provided to facilitate those Unit holders who are attending the 5th AGM through VC/ OAVM but could not participate in the Remote E-voting to record their votes.
- On Tuesday, July 26, 2022, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-voting facility and E-voting during the 5th AGM were duly unblocked by me as a Scrutinizer in the presence of Ms. Amita Jadav and Ms. Rena Oswai, who acted as the witnesses. After the voting by electronic means the votes cast through Remote E-voting process was tabulated for the purpose of considering the total votes cast by the Unit holders through both ways.
- Thereafter, I as a Scrutinizer, duly compiled details of the Remote E-voting carried out by the Unit holders and the E-voting during the AGM, the details of which are as follows:



The combined results of the Remote E-voting together with the e-voting conducted during the 5th AGM are as under:

Details	Remote E-voting	E-Voting at AGM	Total voting
Number of Unit holders who cast their votes	101	3	104
Total number of Units held by them	40,87,39,215	71,476	40,88,10,691
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid Votes	NIL		

**Note:**

1. Percentage of votes cast in favour, or against the resolutions, are calculated based on the Valid Votes cast through Remote E-voting and E-voting during the meeting.
2. The Cut-off date for the purposes of identifying the Unit holders who will be entitled to vote on the resolutions placed for approval of the Unit holders was Tuesday, July 19, 2022.

ITEM NO. 1 OF THE NOTICE (To be passed by a simple majority) (i.e. where the votes cast in favor of a resolution are required to be more than the votes cast against the resolution) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended (the "InvIT Regulations").

TO CONSIDER AND ADOPT AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF INDIGRID AS AT AND FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 TOGETHER WITH THE REPORT OF THE AUDITORS THEREON FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 AND THE REPORT ON PERFORMANCE OF INDIGRID

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	40,88,10,691	100	0	0.00	0

Item 1 of Notice stands passed with the requisite majority



**ITEM NO. 2 OF THE NOTICE (To be passed by a simple majority) (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in terms of Regulation 22 of the InvIT Regulations.**

**TO CONSIDER AND ADOPT VALUATION REPORTS ISSUED BY Mr. S SUNDARARAMAN, INDEPENDENT VALUER FOR THE VALUATION OF THE SPECIAL PURPOSE VEHICLES AS ON MARCH 31, 2022**

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	40,88,10,591	100	100	0.00	0

Item 2 of Notice stands passed with the requisite majority

**ITEM NO. 3 OF THE NOTICE (To be passed by a simple majority) (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in terms of Regulation 22 of the InvIT Regulations.**

**TO CONSIDER AND APPOINT MR. PRADHAN DASS, CHARTERED ACCOUNTANT, BEARING IBBI REGISTRATION NUMBER IBBI/RV/06/2022/145S8 AS THE VALUER OF INDIA GRID TRUST**

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	40,88,10,591	100	100	0.00	0

Item 3 of Notice stands passed with the requisite majority

#### **SPECIAL BUSINESS**

**ITEM NO. 4 OF THE NOTICE (To be passed by a simple majority) (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in terms of Regulation 22 of the InvIT Regulations.**





**TO CONSIDER AND APPROVE APPOINTMENT OF MR. JYOTI KUMAR AGARWAL AS A CHIEF EXECUTIVE OFFICER AND WHOLE-TIME DIRECTOR OF INVESTMENT MANAGER**

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Less voted
	Nos.	%age	Nos.	%age	
Total votes through remote e-voting and voting by electronic means at the meeting	40,88,10,591	100	100	0.00	0

**Item 4 of Notice stands passed with the requisite majority**

All the Resolutions mentioned in the AGM Notice dated June 23, 2022 as per the details above stand passed under Remote E-voting and voting conducted at AGM through electronic means with the requisite majority and hence deemed to be passed as on the date of the AGM.

A soft copy containing a list of Unit holders who voted "FOR", "AGAINST", those whose votes were declared "INVALID/ABSTAINED", for each resolution is being delivered to the Compliance Officer separately.

I hereby confirm that I am maintaining the Registers received from the Service Provider and the Registrar and Transfer Agent (RTA) both for votes cast through Remote E-voting and voting conducted at the AGM by electronic means by the Unit holders of the IndiGrid. All other relevant records in soft form relating to Remote E-voting and E-voting at AGM is under my safe custody and will be handed over to the Compliance Officer for safe keeping, after the Chairman of AGM signs the Minutes.

Thanking you,

Yours faithfully

  
CS K Venkataraman

Company Secretary in Practice  
(ACS No: 8897/ COP No: 12459)



Place: Mumbai

Date: July 26, 2022

(UDIN : A008897D000684101)

**The following were the witnesses to the unblocking the votes cast through Remote E-voting.**

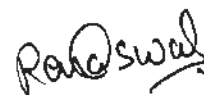
1. Ms. Amita Jadav

I have received the report:

Signature:

Signed by Mr. Swapnil Patil

Authorised by Board



2. Ms. Rena Oswal

Date July 26, 2022

Place: Mumbai