

Date: October 28, 2022

B S E Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai — 400 001
Security Code- 540565

National Stock Exchange of India Ltd

Exchange Plaza, C/1, Block G,
Bandra-Kurla Complex, Bandra (East),
Mumbai — 400 051
Symbol- INDIGRID

Subject: Postal Ballot Notice

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended, and all other applicable Regulations (including any statutory modifications or amendments or re-enactments thereof for the time being in force) (the “**InvIT Regulations**”) and subject to other applicable laws and regulations, the Investment Manager on behalf of India Grid Trust (the “**IndiGrid**”) seek approval of the Unitholders of IndiGrid on the following agenda item listed in the Postal Ballot Notice (“**Notice**”) through remote e-voting only (“**remote e-voting**”).

S. No.	Particulars
1.	To consider and approve appointment of Mr. Harsh Shah as a Chief Executive Officer and Whole-time Director of Investment Manager and related matters (Simple Majority)

We would like to inform you that IndiGrid Investment Managers Limited, the Investment Manager, on behalf of IndiGrid has on October 28, 2022, completed electronic transmission of Notice to the Unitholders of IndiGrid whose names appear in the records of Depository as on the cut-off date i.e. October 21, 2022.

Pursuant to applicable provisions of the InvIT Regulations and any other applicable laws and regulations, please find enclosed herewith a copy of Notice dated October 27, 2022. The Notice is also available on the website of IndiGrid i.e. <https://www.indigrid.co.in/>.

The remote e-voting shall commence on Saturday, October 29, 2022 at 9.00 a.m. (IST) and ends on Monday, November 28, 2022 at 5.00 p.m. (IST).

You are requested to take the same on record.

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

Urmil Shah

Company Secretary & Compliance Officer
ACS-23423

Copy to-

Axis Trustee Services Limited

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



INDIA GRID TRUST (“IndiGrid”)

(An Infrastructure Investment Trust registered with Securities & Exchange Board of India vide Registration No. IN/InvIT/16-17/0005)

Principal Place of Business: Unit No. 101, First Floor, Windsor, Village KoleKalyan, Off CST Road, Vidyanagari Marg, Kalina, Santacruz East, Mumbai- 400 098, Maharashtra, India

Tel: +91 70284 93885

Compliance Officer: Mr. Urmil Shah; **E-mail:** complianceofficer@indigrid.com; **Website:** www.indigrid.co.in

Notice of Postal Ballot

NOTICE IS HEREBY GIVEN that pursuant to Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended and the notifications, circulars and guidelines issued thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force) (the “InvIT Regulations”) and subject to other applicable laws and regulations, the resolution as set out in this Postal Ballot Notice is proposed to be passed by the Unitholders of India Grid Trust (the “Unitholders”, and such trust, “IndiGrid”) through Postal Ballot by remote e-voting process only (“remote e-voting”).

The relevant explanatory statement, setting out the material facts concerning the resolution is annexed hereto.

The Board of Directors of IndiGrid Investment Managers Limited (Investment Manager of IndiGrid) has appointed Mr. B Narasimhan, failing him, Mr. C Venkataraman, Practicing Company Secretaries, as the Scrutinizer to conduct the remote e-voting process in a fair and transparent manner.

Investment Manager on behalf of IndiGrid has entered into an agreement with National Securities Depository Limited (“NSDL”) for facilitating remote e-voting to enable Unitholders to cast their votes electronically only. Unitholders are requested to carefully read the instructions provided in the Annexure A forming part of this Postal Ballot Notice.

The Scrutinizer will submit his report to the Chairman of Board of Directors of the Investment Manager of IndiGrid or any person authorized by him, after completion of scrutiny of total votes cast for Postal Ballot. The results of the resolution proposed to be passed by Postal Ballot would be declared on or before Tuesday, November 29, 2022. The results declared along with the Scrutinizer’s report will be sent to National Stock Exchange of India Limited and BSE Limited. The same will be available on website of the IndiGrid at www.indigrid.co.in and NSDL at <https://evoting.nSDL.com>.

Proposed Resolutions:

ITEM NO. 1: TO CONSIDER AND APPROVE APPOINTMENT OF MR. HARSH SHAH AS A CHIEF EXECUTIVE OFFICER AND WHOLE-TIME DIRECTOR OF INVESTMENT MANAGER AND RELATED MATTERS

To consider and, if thought fit, to pass with or without modifications(s), the following resolution by way of simple majority (i.e. where the votes cast in favour of the resolution are more than the votes cast against the resolution) in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI LODR”) and Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended (the “InvIT Regulations”), and the notifications, circulars and guidelines issued thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force):

“RESOLVED THAT pursuant to the provisions of Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI LODR”) and Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended (the “InvIT Regulations”) and the Companies Act, 2013 and the notifications, circulars, rules and guidelines issued thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force) and any other applicable provisions, if any, and pursuant to the recommendation of the Nomination and Remuneration Committee of IndiGrid Investment Managers Limited (Investment Manager of India Grid Trust) and approval of the Board of Directors of Investment Manager, the consent of the Unitholders of India Grid Trust (“IndiGrid”), be and is hereby accorded for the appointment of Mr. Harsh Shah (DIN- 02496122) as the Chief Executive Officer (CEO) and Whole-time Director of IndiGrid Investment Managers Limited for a

period of five years with effect from August 30, 2022 on such terms and conditions including remuneration as detailed in the explanatory statement annexed hereto, with authority to the Board of Directors of Investment Manager (on the recommendations of the Nomination and Remuneration Committee (NRC)) to alter, enhance or widen the scope of remuneration (including the fixed pay, variable pay or other benefits) or the terms and conditions of the appointment including such periodical increase in his remuneration as deem fit subject to applicable laws, regulations, as amended from time to time.”

“RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer and Company Secretary of IndiGrid Investment Managers Limited (the Investment Manager) be and are hereby severally authorized to sign and execute all necessary agreements, documents, forms, writings as may be required in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things, and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors of Investment Manager, to be in the best interest of IndiGrid, as it may deem fit.”

For **India Grid Trust**
By Order of the Board

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

Urmil Shah
Company Secretary & Compliance Officer
Mumbai, October 27, 2022

NOTES

1. An Explanatory Statement setting out material facts and reasons for the proposed resolution(s) as mentioned above, is appended herein below for perusal.
2. The Postal Ballot Notice is being sent to the Unitholders whose names appear in the List of Beneficial Owners received from National Securities Depository Limited/ Central Depository Services (India) Limited as at the close of business hours on Friday, October 21, 2022 ('cut-off date'). Unitholders as on the cut-off date would be entitled to vote for the purpose of Postal Ballot and a person who is not a Unitholder as on the cut-off date should treat this Postal Ballot Notice for information purposes only. The Postal Ballot Notice is being sent only through electronic mode to all Unitholders whose e-mail addresses are registered with the Depositories. For Unitholders whose e-mail addresses are not registered, SMSs, wherever Mobile Numbers are

available, are being sent by M/s. KFin Technologies Limited (“KFinTech”). Further, an advertisement in regional and national newspapers are published which will cover all the States to which respective Unitholders belong and whose e-mail addresses are not available in the records. Unitholders who have not registered their e-mail addresses or have not received any communication regarding this postal ballot for any reason whatsoever, may obtain the user ID and password by sending a request at evoting@nsdl.co.in, complianceofficer@indigrid.com or contact NSDL at 1800 1020 990/ 1800 22 44 30 (between 9.00 a.m. to 6.00 p.m.) or the IndiGrid at +91 70284 93885 (between 9.00 a.m. to 6.00 p.m.).

3. Resolution passed by the requisite majority by the Unitholders through Postal Ballot shall be deemed to have been duly passed at a General Meeting convened in that behalf.
4. The resolution, if approved, shall be deemed to have been passed on the last date of voting, i.e. Monday, November 28, 2022.
5. The remote e-voting period commences on Saturday, October 29, 2022 at 9:00 a.m. (IST) and ends on Monday, November 28, 2022 at 5:00 p.m. (IST). During this period, the Unitholders holding Units in dematerialized form, as on the cut-off date i.e. Friday, October 21, 2022 may cast their vote by electronic means. Details of the process and manner of remote e-voting are provided in Annexure A. The remote e-voting module shall be disabled for voting thereafter. Once the vote on resolution(s) are cast by the Unitholders, the Unitholders shall not be allowed to change it subsequently.
6. The voting rights of Unitholders shall be in proportion to their Units of the Unit capital of the IndiGrid as on the cut-off date i.e. Friday, October 21, 2022.
7. The documents referred to in this Postal Ballot Notice and Explanatory Statement are uploaded on the website of IndiGrid at www.indigrid.co.in.
8. Wherever required or possible, the Unitholders are requested to address all correspondence, including distribution matters, to the R&TA, KFin Technologies Limited (Unit: India Grid Trust), Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, India or email at support.indiagrid@kfintech.com.
9. Unitholders are requested to send their queries, if any, to the Investment Manager to enable the Investment Manager to provide the required information on complianceofficer@indigrid.com.

10. Unitholders who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including annual reports, notices, circulars etc. from the Investment Manager, on behalf of IndiGrid, electronically.

Principal Place of Business and Contact Details of the Trust:

India Grid Trust

Unit No. 101, First Floor, Windsor, Village KoleKalyan, Off CST Road, Vidyanagari Marg, Kalina, Santacruz East, Mumbai- 400 098, Maharashtra, India

Tel: +91 70284 93885

E-mail: complianceofficer@indigrid.com

Website: www.indigrid.co.in

Compliance Officer: Mr. Urmil Shah

Registered & Corporate Office and Contact Details of the Investment Manager:

IndiGrid Investment Managers Limited

Unit No. 101, First Floor, Windsor, Village KoleKalyan, Off CST Road, Vidyanagari Marg, Kalina, Santacruz East, Mumbai- 400 098, Maharashtra, India

CIN: U28113MH2010PLC308857

Tel: +91 70284 93885

E-mail: complianceofficer@indigrid.com

Contact Person: Mr. Urmil Shah

EXPLANATORY STATEMENT

ITEM NO. 1

The Unitholders are apprised that, Mr. Jyoti Kumar Agarwal (DIN-01911652) has resigned as a Chief Executive Officer (CEO) and Whole-time Director of the Company effective September 30, 2022. The Board of IndiGrid Investment Managers Limited (IIML), Investment Manager of India Grid Trust (IndiGrid), based on the recommendation of the Nomination and Remuneration Committee (NRC) of Investment Manager, appointed Mr. Harsh Shah (DIN- 02496122), as the CEO and Whole-time Director for a period of five years with effect from August 30, 2022.

Pursuant to Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is required to obtain the approval of Unitholders for appointment of a person on the Board of Directors of IIML at the next general meeting or within a time period

of three months from the date of appointment, whichever is earlier.

The brief terms and conditions of appointment of, including remuneration payable to, Mr. Shah are captured below-

- a) **Fixed Salary and personal allowance** of INR 4,50,00,000 (Rupees Four Crores Fifty Lakhs only) per annum. The fixed salary shall be paid as basic salary and various allowances under IIML's flexible benefits plan, which is a basket of various allowances and reimbursements, like leave travel allowance, telephone reimbursement, vehicle allowance, house rent allowance, meal voucher, company car policy, national pension scheme, books and periodicals reimbursements, etc. which one can plan as per the IIML's policy. The Fixed Salary also includes contribution to Provident Fund, and Gratuity in accordance with the provisions of the Payment of Gratuity Act. For Gratuity, Provident Fund, and other like benefits, if any, the service of Mr. Shah will be considered as continuous service from the date of his joining.
- b) **Performance Based Incentive** of INR 2,50,00,000 (Rupees Two Crores Fifty Lacs only) per annum. The Performance Based Incentive is based on annual performance of an individual basis a planned balance scorecard (BSC) based goals / objectives set at the start of the year. Mr. Harsh Shah's BSC is approved by the NRC and the Board of IIML at the start of the financial year. His BSC comprises of key business goals, including but not limited to, financial performance, ESG, QHSE, availability, acquisition plans and organization development. The BSC score of Mr. Harsh Shah shall be discussed by the NRC and the Board at the end of each financial year to arrive at his total score basis which the Performance Based Incentive shall be paid. The Performance Based Incentive for a particular financial year shall not exceed 150% of the Performance Based Incentive ("Maximum Performance Based Incentive").
- c) **Unit Based Employee Benefits Scheme** subject to certain approvals as mentioned below, is made applicable to Mr. Harsh Shah. Under this scheme, he shall be considered for grant of Units that shall be equally vested over a period of 3 years. The Grant of Units will be subject to-
 - i. approval of relevant Regulation for Infrastructure Investment Trusts by the Securities and Exchange Board of India; and
 - ii. appropriate Unitholder's approval after such Regulation is approved.

The vesting of Units will be effective once above-mentioned approvals are received.

d) Other perquisites and benefits:

- Personal accident insurance, group life insurance cover for self and group Mediclaim coverage for self and family members as per the IIML's policy
- Annual health check-up once a year
- Leave with full pay and allowances as per IIML's policy
- Reimbursement of travel, stay and entertainment expenses incurred in the course of business as per the IIML's policy

e) Separation: the appointment can be terminated by either party by giving a prior written termination notice of 90 days.

The annual increments, if any, in salary effective April 1, 2023 and thereafter will be decided by the Board of Directors on the recommendations of the Nomination and Remuneration Committee after taking into account factors like business performance, individual performance, inflation, peer and industry benchmarking, etc.

The remuneration mentioned above will be paid by IIML from its own revenue. There is no financial impact on IndiGrid.

Additional information of Mr. Harsh Shah as required under applicable Secretarial Standards are as follows:

Particulars	Details
Date of Birth/ Age	October 28, 1983/ 39 years
Nationality	Indian
Date of first Appointment on Board	August 30, 2022
Qualification	Mr. Shah holds a master's degree in business administration from National University of Singapore and a Bachelor's degree in electrical engineering from Nirma Institute of Technology, Gujarat University.
Experience (including expertise in specific functional area)/ Brief Resume	Mr. Harsh Shah has extensive experience in infrastructure sector across bidding, financing, operations, mergers and acquisitions and regulatory policy. He was the Chief Executive Officer and Whole-

	time Director from August 2018 till June 2022. He was instrumental in setting up IndiGrid, India's first infrastructure investment trust in the power transmission sector. He is also a member of the SEBI Advisory Committee for InvITs and REITs. Previously, he has worked with Azure Power, Sterlite Power Transmission Limited, Larsen & Toubro Limited, L&T Infrastructure Finance Company Limited and Procter & Gamble International Operations Pte. Limited.		
Number of Board Meetings attended/ entitled during the previous financial year	9/9		
Remuneration last drawn	Financial Year	2022-23 (Apr-Jun) In INR Million	2021-22 In INR Million
	Basic Salary & Personal Allowances	4.90	20.51
	Performance Based Incentive	8.64	9.33
	Long Term Incentives	9.34	4.78
	Retiral Benefits	4.79	0.76
	Total	27.67	35.37
Terms and Conditions of Appointment	As detailed in the resolutions and explanatory statement		
Detail of Remuneration sought to be paid	As detailed in the resolutions and explanatory statement		
Relationship with other Directors/Key Managerial Personnel	None		
Chairmanship /Membership of the Committees of the Board of IIML	Member in Allotment Committee (w.e.f. August 30, 2022)		
Names of listed entities in which the person also holds the directorship and the membership	None		

ANNEXURE A

The instructions for remote e-voting are as under:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for Individual Unitholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Unitholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual Unitholders holding securities in demat mode is given below:

Type of Unitholders	Login Method
Individual Unitholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on

of Committees of the board along with listed entities from which the person has resigned in the past three years	
Directorships in other Companies	None
Chairmanship /Membership of the Committees of other Companies	None
Number of Shares/ Units held in IIML/ IndiGrid	One share as a Nominee in IIML/ 38,608 Units of IndiGrid

Investment Manager has received all statutory disclosures / declarations from Mr. Harsh Shah, including (i) consent in writing to act as a Director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 (“the Appointment Rules”), (ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 (“Act”).

Mr. Harsh Shah satisfy all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 and also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Mr. Harsh Shah does not belong to the Sponsor. Besides, he is not related to any other Director of the Investment Manager in terms of Section 2(77) of the Act.

Except Mr. Harsh Shah, being an appointee, none of the other Director(s) and Key Managerial Personnel of Investment Manager or their respective relatives are concerned or interested, financial or otherwise in the resolution mentioned at Item No. 1 of this Notice.

The Board of Directors of Investment Manager recommends the resolution set forth in Item No. 1 for the approval of the Unitholders by way of simple majority.

a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

4. Unitholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Unitholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is

available at

<https://web.cdslindia.com/myeasi/Registration/EasiRegistration>

4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Unitholders (holding securities in demat mode) login through their depository participant s

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Unitholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Unitholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Unitholders holding securities in demat mode with NSDL	Unitholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Unitholders holding securities in demat mode with CDSL	Unitholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022- 23058542-43

B. Login Method for Unitholders other than Individual Unitholders holding securities in demat mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Details of User ID are given below:

Manner of holding Units i.e. Demat (NSDL or CDSL)	Your User ID is:
a) For Unitholders who hold Units in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Unitholders who hold Units in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.

5. Details of Password are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will prompt you to change your password.
 - c. How to retrieve your ‘initial password’?
 - i. If your e-mail ID is registered in your demat

account, your ‘initial password’ is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of your beneficiary ID for CDSL account. The .pdf file contains your ‘User ID’ and your ‘initial password’.

- ii. If your email ID is not registered, please follow steps mentioned below for those Unitholders whose e-mail IDs are not registered.
6. If you are unable to retrieve or have not received the ‘initial password’ or have forgotten your password:
 - a. Click on ‘Forgot User Details/Password?’ (If you are holding Units in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - c. Unitholders can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to ‘Terms and Conditions’ by selecting on the check box.
8. Now, you will have to click on ‘Login’ button.
9. After you click on the ‘Login’ button, home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- i) After successful login at Step 1, you will be able to see EVEN of all the companies in which you are holding shares / Units and whose voting cycle is in active status.
- ii) Select “EVEN” of IndiGrid i.e. 122770 for which you wish to cast your vote during the remote e-Voting period.
- iii) Now you are ready for e-Voting as the Voting page opens.
- iv) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of Units for which you wish to cast your vote and click on ‘Submit’ and also ‘Confirm’ when prompted.
- v) Upon confirmation, the message ‘Vote cast successfully’ will be displayed.
- vi) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii) Once you confirm your vote on the resolution, you

will not be allowed to modify your vote.

mentioned documents.

General Guidelines for Unitholders:

- i. Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to narasimhan.b8@gmail.com with a copy marked to evoting@nsdl.co.in or upload under "e-Voting" tab displayed in their login.
- ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.
- iii. In case of any queries/grievances pertaining to e-Voting you may refer to the Frequently Asked Questions (FAQs) for Unitholders and e-Voting user manual for Unitholders available in the download section of www.evoting.nsdl.com or call on the toll-free number: 1800 1020 990/1800 224 430 or send a request at evoting@nsdl.co.in or contact Mr. Amit Vishal or Ms. Pallavi Mhatre from NSDL at the designated e-mail IDs: evoting@nsdl.co.in or amitv@nsdl.co.in or pallavid@nsdl.co.in.

Process for those Unitholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to complianceofficer@indigrid.co.in. If you are an Individual Unitholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual Unitholders holding securities in demat mode.**
2. Alternatively, Unitholders/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above