

CC/PUTL_COS/Stock Exchanges/145

June 27, 2024

To

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400051
Symbol: PGINVIT

Listing Department
BSE Limited
20th Floor, P. J. Towers
Dalal Street, Mumbai – 400 001
Scrip Code:543290 (PGINVIT)
Company Code:12436

Subject: Summary of proceedings of the Third Annual Meeting of Unitholders of POWERGRID Infrastructure Investment Trust

Dear Sir/Madam,

We wish to inform that the Third Annual Meeting ("Annual Meeting") of Unitholders of POWERGRID Infrastructure Investment Trust was held on Wednesday, June 26, 2024 at 02:30 P.M. (IST) through Video Conferencing. In this regard, enclosed please find a summary of the proceedings of the Annual Meeting. Kindly take the same on record please.

Thanking You,

Yours faithfully,

**For POWERGRID Unchahar Transmission Limited
(as Investment Manager of POWERGRID Infrastructure Investment Trust)**

Anjana Luthra
Company Secretary & Compliance Officer

Encl: As above.

CC:
IDBI Trusteeship Services Limited
Ground Floor, Universal Insurance Building,
Sir P.M. Road, Fort,
Mumbai- 400 001.

Summary of proceedings of the Third Annual Meeting of Unitholders of POWERGRID Infrastructure Investment Trust

The Third Annual Meeting ("Annual Meeting") of unitholders (the "Unitholders") of POWERGRID Infrastructure Investment Trust ("PGInvIT") was held on Wednesday, June 26, 2024 at 02:30 P.M. (IST) through Video Conferencing ("VC") pursuant to the applicable provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 read with the relevant provisions of Master Circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 for 'Infrastructure Investment Trusts (InvITs)' issued by the Securities and Exchange Board of India.

PRESENT:

Directors of POWERGRID Unchahar Transmission Limited – the Investment Manager ("Investment Manager") to PGInvIT:

1. Shri Abhay Choudhary, Non-executive (Non-independent) Director & Chairman
Member of Investment Committee, Audit Committee, Stakeholders' Relationship Committee, Nomination & Remuneration Committee and Risk Management Committee
(Location: VC- PGInvIT, Gurgaon)
2. Shri Purshottam Agarwal, Non- executive (Non-independent) Director
Member of Investment Committee, Audit Committee, Stakeholders' Relationship Committee, Nomination & Remuneration Committee and Risk Management Committee
(Location: VC- PGInvIT, Gurgaon)
3. Shri Ram Naresh Tiwari, Independent Director
Chairman of Investment Committee, Audit Committee, Stakeholders' Relationship Committee, Nomination & Remuneration Committee and Risk Management Committee
(Location: VC- PGInvIT, Gurgaon)

Key Managerial Personnel of Investment Manager to PGInvIT:

1. Shri A Sensarma, Chief Executive Officer
(Location: VC- PGInvIT, Gurgaon)
2. Shri Amit Garg, Chief Financial Officer
(Location: VC- PGInvIT, Gurgaon)
3. Ms. Anjana Luthra, Company Secretary & Compliance Officer
(Location: VC- PGInvIT, Gurgaon)

32 Unitholders representing 14,04,24,629 units attended the Annual Meeting through electronic mode, virtually in person or through their authorized representatives.

Company Secretary & Compliance Officer welcomed the Unitholders attending the Annual Meeting of PGInvIT through VC. Thereafter, Company Secretary & Compliance Officer introduced the members of the Board and Key Managerial Personnel of Investment Manager. It was informed that the representatives of the Trustee (IDBI Trusteeship Services Limited), Sponsor (Power Grid Corporation of India Limited), Statutory Auditors (M/s. S.K. Mittal & Co., Chartered Accountants), Valuer (M/s. INMACS Valuers Private Limited) and Scrutinizer (CS Savita Jyoti, M/s. Savita Jyoti Associates, Company Secretaries) were also present at the Annual Meeting.

Company Secretary & Compliance Officer then apprised the Unitholders about certain information in relation to Annual Meeting including engagement of services of M/s. KFin Technologies Limited ("KFintech"), the Registrar & Transfer Agent ("RTA") of PGInvIT for providing facility for voting through remote e-voting, for participation in the Annual Meeting through VC facility and e-voting during the Annual Meeting; appointment of CS Savita Jyoti, M/s. Savita Jyoti Associates, Company Secretaries, as the Scrutinizer by the Investment Manager to scrutinise the remote e-voting process and e-voting during Annual Meeting in a fair and transparent manner; Notice of the Annual Meeting ("Notice") and Annual Report of PGInvIT for the financial year 2023-24 ("Annual Report") alongwith login credentials already been sent by electronic means to the Unitholders, whose e-mail addresses were registered with the Depositories and for Unitholders whose e-mail addresses were not registered, SMSs, wherever mobile numbers were available, sent by RTA i.e. KFintech; availability of Notice and Annual Report on the respective websites of PGInvIT, KFintech and Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited; cut-off date for exercising of voting rights by the eligible Unitholders was Wednesday, June 19, 2024; remote e-voting facility provided from Sunday, June 23, 2024 at 09:00 A.M. (IST) to Tuesday, June 25, 2024 at 05:00 P.M. (IST); facility of e-voting provided during the Annual Meeting; registration facility provided from Saturday, June 22, 2024 to Monday, June 24, 2024 to Unitholders to express views or ask questions as a speaker during the Annual Meeting; and chat box facility to raise queries, provided during the Annual Meeting.

Shri Abhay Choudhary, Chairman, declared the meeting to be in order and commenced the proceedings of the meeting.

Chairman welcomed the Unitholders and other participants at the Annual Meeting. He informed that all reasonable efforts were made by the Investment Manager of PGInvIT to enable the Unitholders to participate and vote on the items being considered in the Annual Meeting. He further informed that the Unitholders who have not cast their vote during remote e-voting facility provided by Investment Manager through KFintech, can cast their vote through e-voting system i.e. InstaPoll available during the meeting, which would remain open till 15 minutes after the conclusion of proceedings of the meeting.

Chairman then delivered his speech. With the consent of Unitholders, the Notice along with Annual Report including the audited standalone and audited consolidated financial statements of PGInvIT for FY 2023-24 and performance of PGInvIT for the financial year ended March 31, 2024 were taken as read.

Thereafter, Company Secretary & Compliance Officer continued with further proceedings of the meeting. With the permission of Unitholders and Chairman, the report of the Statutory Auditors on the audited standalone and audited consolidated financial statements of PGInvIT for the financial year ended March 31, 2024, was taken as read. Further, the items of business proposed in the Notice for the approval of Unitholders, were taken up.

The following items of business as set out in the Notice were put to vote by remote e-voting and e-voting during the Annual Meeting:

ITEM NO.	RESOLUTIONS	APPROVAL TYPE
ORDINARY BUSINESS		
1.	TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST ("PGInvIT") FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORT OF THE AUDITORS THEREON AND THE ANNUAL REPORT ON ACTIVITIES AND PERFORMANCE OF PGInvIT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024	SIMPLE MAJORITY
2.	TO CONSIDER AND ADOPT THE VALUATION REPORT ISSUED BY M/S. INMACS VALUERS PRIVATE LIMITED, INDEPENDENT VALUER FOR THE VALUATION OF SPECIAL PURPOSE VEHICLES OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST AS AT MARCH 31, 2024	SIMPLE MAJORITY
3.	TO CONSIDER AND APPROVE THE APPOINTMENT OF THE VALUER OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST FROM FY 2024-25 TO FY 2025-26	SIMPLE MAJORITY

Queries raised by Unitholders were taken up and responded by the management of Investment Manager. Post the Question & Answer session, Company Secretary & Compliance Officer stated that the consolidated results of remote e-voting and e-voting during the Annual Meeting would be announced on or before Friday, June 28, 2024 and the said results, along with the Scrutinizer's Report, would be submitted to the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited. The results would also be placed on the website of PGInvIT (www.pginvit.in) and Kfintech (<https://evoting.kfintech.com>).

Shri A Sensarma, Chief Executive Officer, then presented a vote of thanks.

Thereafter, Chairman stated that the e-voting facility would remain open for 15 minutes after the conclusion of the meeting so as to enable the Unitholders to cast their vote, who have not yet cast their vote on the resolutions and who are otherwise not barred from doing so. Chairman also thanked the Unitholders, fellow Board members and invitees for participating in the Annual Meeting of PGInvIT.

Chairman then announced the closure of Annual Meeting of PGInvIT.

The meeting concluded at 3:25 P.M. (IST) including the time allowed for e-voting at the Annual Meeting.
