

# ENCAP INVESTMENT MANAGER PRIVATE LIMITED

(Formerly known as Brookfield India Infrastructure Manager Private Limited)

CIN: U67190MH2010PTC202800

Registered Office: Seawoods Grand Central, Tower-1, 3<sup>rd</sup> Level, C Wing - 301 to 304,  
Sector 40, Seawoods Railway Station, Navi Mumbai, Thane, Maharashtra - 400706, India

Tel No.: 91 22 3501 8000 | Email: [compliance@pipelineinvit.com](mailto:compliance@pipelineinvit.com)

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November 18, 2024

To

**BSE Limited,**

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai - 400 001,

Maharashtra, India.

**Sub.: Proceedings of the Extra Ordinary General Meeting (“EGM”) of unitholders of India Infrastructure Trust (“Trust”) held on November 18, 2024**

**Ref.: India Infrastructure Trust (Scrip Code: 542543)**

Sir/Madam,

We, EnCap Investment Managers Private Limited (Formerly known as Brookfield India Infrastructure Manager Private Limited) (acting in its capacity as the Investment Manager of the Trust), hereby submit the details regarding proceedings and voting results of the business transacted at the Extra-ordinary General Meeting (01/2024-25) (“EGM”) of the Unitholders of the Trust held today i.e. Monday, November 18, 2024, through video conferencing, in compliance with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 and SEBI circulars issued thereunder.

In this regard, we are enclosing the following:

- a) Proceedings and Voting Results as *Annexure I*
- b) Scrutinizer’s Report dated November 18, 2024 as *Annexure II*.

The Meeting commenced at 4:30 p.m. and concluded at 4.42 p.m.

The same is also available on the website of the Trust i.e. [www.pipelineinvit.com](http://www.pipelineinvit.com).

You are requested to kindly take the same on record.

Thanking you.

For India Infrastructure Trust

**EnCap Investment Manager Private Limited**

(Formerly known as Brookfield India Infrastructure Manager Private Limited)

(acting in its capacity as the Investment Manager of India Infrastructure Trust)

**Vikas Prakash**

**Company Secretary and Compliance Officer**

**CC: Axis Trustee Services Limited (“Trustee of the Trust”)**

2<sup>nd</sup> Floor, SW, The Ruby, 29, Senapati Bapat Marg,

Dadar West, Dadar - 400028, Mumbai,

Maharashtra, India

**Encl.: a/a.**

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## Annexure I

### Details of the proceedings of the Extra-ordinary General Meeting of the Unitholders of India Infrastructure Trust

Date of the Extra-ordinary General Meeting of the unitholders	November 18, 2024
Total number of unitholders on record date	303
No. of unitholders present through video conferencing	-
Sponsor/Investment Manager/Project Manager and their associates/ related parties:	1
Public:	2

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

Sr. No.	Agenda	Approval requirement as per the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended ("SEBI InvIT Regulations")	Remarks
1.	To approve change in name of the Trust from 'India Infrastructure Trust' to 'Energy Infrastructure Trust'	Resolution by way of special majority (i.e. where the votes cast in favour of the resolution are required to be at least sixty percent of total votes cast for the resolution) by the unitholders in terms of the provisions of Regulation 22(5)(d) of the SEBI InvIT Regulations	The resolution was unanimously passed by the unitholders who have exercised their vote.

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## Voting Results of the resolution mentioned in the notice of the EGM

### Item No. 1: To approve change in name of the Trust from 'India Infrastructure Trust' to 'Energy Infrastructure Trust'

Resolution passed by way of special majority (i.e. where the votes cast in favour of the resolution are required to be at least sixty percent of total votes cast for the resolution) by the unitholders in terms of the provisions of Regulation 22(5)(d) of the SEBI InvIT Regulations.

Category	Mode of Voting	No. of Units held	No. of votes polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	$(3)=[(2)/(1)]*100$	(4)	(5)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	49,80,00,000	49,80,00,000	100	49,80,00,000	--	100	N.A.
Public - Institutions	Remote e-voting	4,40,00,000	2,76,00,000	62.73	2,76,00,000	--	100	N.A.
Public - Non-Institutions	Remote e-voting	12,20,00,000	25,30,491	2.07	25,30,491	--	100	N.A.
<b>Total</b>		<b>66,40,00,000</b>	<b>52,81,30,491</b>	<b>79.54</b>	<b>52,81,30,491</b>	<b>--</b>	<b>100</b>	<b>N.A.</b>



## Report of Scrutinizer

To,  
The Board of Directors  
**EnCap Investment Manager Private Limited**  
*(Formerly known as Brookfield India Infrastructure Manager Private Limited)*  
*(acting in its capacity as the Investment Manager to India Infrastructure Trust)*

**Extra-Ordinary General Meeting of the Unitholders of India Infrastructure Trust held on Monday, November 18, 2024 at 4.30 p.m. through Video Conferencing.**

**Sub.: Passing of Resolution at the Extra-Ordinary General Meeting (No. 01/2024-25) ("EGM") of the Unitholders of India Infrastructure Trust ("Trust") held on Monday, November 18, 2024 through Video Conferencing ("VC"), which commenced at 4:30 p.m. and concluded at 4:42 p.m.**

Dear Sir,

I, Jatin Prabhakar Patil, Partner of M/s. Mayekar & Associates, Practicing Company Secretaries, Mumbai (Firm U.I.N - P2005MH007400), have been appointed as the Scrutinizer by EnCap Investment Manager Private Limited *(Formerly known as Brookfield India Infrastructure Manager Private Limited)* ("**EnCap**") *(acting in its capacity as the Investment Manager to India Infrastructure Trust)* to scrutinize the entire voting process i.e. remote e-voting and e-voting at the EGM 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 EGM, which was sent on October 24, 2024 through email to all the Unitholders whose email addresses were registered with the Trust or their Depository Participant(s) and through physical despatch to the Unitholders whose email ids were not available.

My report is based on verification of the votes received through remote e-voting till 05:00 p.m. IST on Sunday, November 17, 2024. No e-voting was exercised at the EGM.

### I submit my report as under:

- (1) EnCap had appointed National Securities Depository Limited ("NSDL") as the service provider, for the purpose of extending the facility of remote e-voting and e-voting at the EGM to the Unitholders to exercise their vote in respect of the resolution as set out in the Notice of EGM.
- (2) NSDL had set up electronic voting facility on their website [www.evoting.nsd.com](http://www.evoting.nsd.com) to facilitate the Unitholders to cast their vote electronically.
- (3) Facility of remote e-voting was available to Unitholders from 9:00 a.m. IST on **Friday, November 15, 2024** till 5:00 p.m. IST on **Sunday, November 17, 2024**. At the end of the remote e-voting period at 5:00 p.m. IST on **Sunday, November 17, 2024**, the voting portal of NSDL was blocked forthwith.
- (4) The facility for e-voting was also made available to the Unitholders present at the EGM who have not cast their vote earlier.
- (5) Unitholders holding units as on the cut-off date i.e. **Monday, November 11, 2024** were entitled to cast their vote.

- (6) 7 (seven) Unitholders had availed the facility of remote e-voting provided by NSDL. No votes were cast through e-voting at the EGM.
- (7) After conclusion of the EGM, the votes received till 5:00 p.m. IST on Sunday, November 17, 2024 through remote e-voting facility were duly unblocked by me (No votes were cast through e-voting at the EGM) and were reconciled with the details of Unitholders as per the Beneficiary Position as on the cut-off date i.e. **Monday, November 11, 2024**, obtained from the Registrar and Transfer Agents of the Trust.
- (8) No invalid votes cast through remote e-voting and through e-voting at the EGM.
- (9) I now submit my report of e-voting on the resolution mentioned in the notice of EGM of the Trust, as under:

#### Ordinary Businesses

#### **Item No. 1: To approve change in name of the Trust from 'India Infrastructure Trust' to 'Energy Infrastructure Trust'.**

Resolution by way of special majority (i.e. where the votes cast in favour of the resolution are required to be at least sixty percent of total votes cast for the resolution) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended ("SEBI InvIT Regulations").

Category	Mode of Voting	No. of Units held	No. of votes polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Sponsors/ Investment Manager/ Project Manager(s) and their associates related Parties	Remote e-voting	49,80,00,000	49,80,00,000	100	49,80,00,000	--	100	N.A.
Public institutions	Remote e-voting	4,40,00,000	2,76,00,000	62.73	2,76,00,000	--	100	N.A.
Public non-institutions	Remote e-voting	12,20,00,000	25,30,491	2.07	25,30,491	--	100	N.A.
<b>Total</b>		<b>66,40,00,000</b>	<b>52,81,30,491</b>	<b>79.54</b>	<b>52,81,30,491</b>	<b>--</b>	<b>100</b>	<b>N.A.</b>

The resolution mentioned in the Notice of EGM as per the details above stands unanimously approved by the Unitholders who have exercised their vote as per voting conducted through remote e-voting (No votes were cast through e-voting at the EGM) and hence deemed to be passed as on the date of the EGM.

The aforesaid result of voting by Unitholders in respect of the above-mentioned resolution may accordingly be declared by the Investment Manager of the Trust.

Thanking You,  
Yours faithfully,

**For Mayekar & Associates**  
**Practising Company Secretaries**  
**Firm U.I.N - P2005MH007400**  
**P.R – 4385 / 2023**  
**U.D.I.N - F007282F002260161**

**JATIN**  
**PRABHAK**  
**AR PATIL**

Digitally signed by  
JATIN PRABHAKAR  
PATIL  
Date: 2024.11.18  
18:18:47 +05'30'



**Signature of Scrutinizer**

**Name : Jatin Prabhakar Patil**  
**Partner**  
**Mem. No. FCS 7282**  
**C.O.P No. 7954**

**Date: November 18, 2024**

**Place: Mumbai**