

July 26, 2023

To

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001	National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E), Mumbai 400 051
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Re.: Scrip Code: 540526; Symbol: IRBINVIT

Sub.: Proceedings of the Annual General Meeting of the Unitholders of the IRB InvIT Fund

Dear Sir(s),

We, the Investment Manager of IRB InvIT Fund (the “Trust”), hereby submit details regarding the proceedings of voting results of the business transacted at the Annual General Meeting of the Unitholders of the Trust (“Unitholders”) held on Wednesday, July 26, 2023, at 11:00 a.m., (IST) through Video Conferencing (VC), in furtherance of the notice to the Unitholders dated June 28, 2023.

The remote e-voting facility was provided on all the items of the business sought to be transacted at the Annual General Meeting of the Unitholders of the Trust. National Securities Depository Limited (NSDL) was appointed as the service provider for the purpose of extending the facility for remote e-voting to the Unitholders of the Trust.

Please take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For IRB InvIT Fund
By Order of the Board of IRB Infrastructure Private Limited
(as the Investment Manager to IRB InvIT Fund)

Swapna Vengurlekar
Company Secretary & Compliance Officer

Encl.: As Above

The details of the proceedings of the Annual General Meeting:

Date of the AGM / EGM	July 26, 2023
Total number of unitholders on record date	32584
No. of Unitholders present in the meeting either in person or through proxy: Sponsor(s)/ Investment Manager/ Project Manager(s) and their associates / related parties: Public:	Not applicable Not applicable
No. of Unitholders attended the meeting through Video Conferencing: Sponsor(s) / Investment Manager/ Project Manager(s) and their associates / related parties: Public:	08 20

The details of the business transacted / results or the Annual General Meeting:

Sr. No.	Agenda	Resolution Required	Remarks
1.	To consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements as at and for the Financial Year ended March 31, 2023 together with the report of the Auditors thereon and report of the Investment Manager and Management Discussion & Analysis	Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.	Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.
2.	To approve and adopt the Valuation Report of the Trust issued by Mr. S. Sundararaman along with the Review Opinion of DHC International Private Limited (formerly known as Baker Tilly DHC Business Private Limited), an	Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.	Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

Sr. No.	Agenda	Resolution Required	Remarks
	Independent advisor for the year ended March 31, 2023.		
3.	To Consider and appoint the Valuer	Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.	Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

Voting Results of the resolutions mentioned in notice of Annual General Meeting of the Unitholders of the Trust are as follows:

Item No. 1: Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

To consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements as at and for the Financial Year ended March 31, 2023 together with the report of the Auditors thereon and reports of the Investment Manager and Management Discussion & Analysis

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
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	10,72,60,000	10,67,80,000	99.55	10,67,80,000	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total		10,67,80,000	99.55	10,67,80,000	0	100	0
Public – Institutional holders	Remote E-Voting	19,45,65,402	12,04,50,698	61.90	12,04,50,698	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total		12,04,50,698	61.90	12,04,50,698	0	100	0
Public- Non Institution holders	Remote E-Voting	27,86,74,598	83,67,828	3.00	83,47,778	20,050	99.76	0.23
	E-Voting at AGM		25,000	0.01	25,000	0	100	0
	Total		83,92,828	3.01	83,72,778	20,050	99.76	0.23
Total		58,05,00,000	23,56,23,526	40.59	23,56,03,476	20,050	99.99	0.01

*No. of votes polled does not include 'no. of invalid votes/abstain'

Item No. 2: Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

To approve and adopt the Valuation Report of the Trust issued by Mr. S. Sundararaman along with the Review Opinion of DHC International Private Limited (formerly known as Baker Tilly DHC Business Private Limited), an Independent advisor for the year ended March 31, 2023.

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
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	10,72,60,000	10,67,80,000	99.55	10,67,80,000	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total		10,67,80,000	99.55	10,67,80,000	0	100	0
Public – Institutional holders	Remote E-Voting	19,45,65,402	12,04,50,698	61.90	12,04,50,698	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total		12,04,50,698	61.90	12,04,50,698	0	100	0
Public- Non Institution holders	Remote E-Voting	27,86,74,598	83,67,823	3.00	83,30,331	37,492	99.55	0.45
	E-Voting at AGM		25,000	0.01	25,000	0	100	0
	Total		83,92,823	3.01	83,55,331	37,492	99.55	0.45
Total		58,05,00,000	23,56,23,521	40.59	23,55,86,029	37,492	99.98	0.02

*No. of votes polled does not include 'no. of invalid votes/abstain'

Item No. 3: Resolution by way of ordinary 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 Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

To Consider and appoint the Valuer

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
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	10,72,60,000	10,67,80,000	99.55	10,67,80,000	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total		10,67,80,000	99.55	10,67,80,000	0	100	0
Public – Institutional holders	Remote E-Voting	19,45,65,402	12,04,50,698	61.90	12,04,50,698	0	100	0
	E-Voting at AGM		0	0	0	0	0	0
	Total		12,04,50,698	61.90	12,04,50,698	0	100	0
Public-Non Institutional holders	Remote E-Voting	27,86,74,598	83,67,828	3	83,35,207	32,621	99.61	0.39
	E-Voting at AGM		25,000	0.01	25,000	0	100	0
	Total		83,92,828	3.01	83,60,207	32,621	99.61	0.39
Total		58,05,00,000	23,56,23,526	40.59	23,55,90,905	32,621	99.99	0.01

*No. of votes polled does not include 'no. of invalid votes/abstain'