

BROOKFIELD INDIA INFRASTRUCTURE MANAGER PRIVATE LIMITED

(FORMERLY KNOWN AS WIP (INDIA) PRIVATE LIMITED)

CIN: U67190MH2010PTC202800

Registered Office: Unit 1, 4th Floor, Godrej BKC, Bandra Kurla Complex, Mumbai, Maharashtra - 400051, India

Tel No.: +91 22 6600 0700 | Fax No.: +91 22 6600 0777 | Email: puja.tandon@brookfield.com

May 6, 2022

To
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001
Maharashtra, India

Sub: Proceedings of the 1st Extra-ordinary General Meeting of unitholders of India Infrastructure Trust for FY 2022-23 held on May 6, 2022

Ref: India Infrastructure Trust (Scrip Code: 542543)

Dear Sir/Madam,

We, the Investment Manager of India Infrastructure Trust ("Trust"), hereby submit the details regarding proceedings and voting results of the business transacted at the 1st Extra-ordinary General Meeting of the Unitholders of the Trust held today i.e. Friday, May 6, 2022, 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:

- Proceedings and Voting Results as *Annexure I*
- Scrutinizer's Report dated May 6, 2022 as *Annexure II*.

The meeting commenced at 12:00 noon and concluded at 12:10 p.m.

Please take the same on record.

Thanking you.

Yours faithfully,

For **India Infrastructure Trust**

Brookfield India Infrastructure Manager Private Limited

(Formerly known as WIP (India) Private Limited)

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

P.P. Desai
Pratik Desai
Compliance Officer



CC: Axis Trustee Services Limited ("Trustee of the Trust")

Axis House, Bombay Dyeing Mills Compound,
Pandurang Budhkar Marg, Worli,
Mumbai - 400 025, Maharashtra, India

Encl.: a/a.

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Annexure I

Details of the proceedings of the 1st Extra-ordinary General Meeting of the Unitholders of India Infrastructure Trust for FY 2022-23

| | |
|---|---------------------|
| Date of the Extra-ordinary General Meeting of the unitholders | Friday, May 6, 2022 |
| Total number of unitholders on record date | 125 |
| No. of unitholders present through video conferencing | 2 |
| Sponsor/ Investment Manager/Project Manager and their associates/ related parties: | 1 |
| Public: | 1 |

The details of the Special Business transacted/results of the meeting of the unitholders:

| Sr. No. | Agenda | Resolution required | Remarks |
|---------|---|---|---|
| 1. | Authority to borrow and create charge on assets and matters related thereto | Resolution to be passed by way of special majority (<i>i.e. where the votes in favour from seventy five percent of the unitholders by value are received</i>) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended ("SEBI InvIT Regulations") | The resolution was unanimously passed by the unitholders who have exercised their vote. |
| 2. | To consider and approve change of Principal Place of Business of the Trust. | Resolution to be passed by way of special majority (<i>i.e. where the votes cast in favour of the resolution are required to be not less than one and a half times the votes casted against the resolution</i>) in terms of Regulation 22 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 resolutions mentioned in the notice of the 1st Extra-ordinary General Meeting of the Unitholders of India Infrastructure Trust for FY 2022-23

Special Business

Item No. 1: Authority to borrow and create charge on assets and matters related thereto

Resolution passed by way of special majority (i.e. where the votes in favour from seventy five percent of the unitholders by value are received) in terms of Regulation 22 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 |
|--|---------------------------------------|---------------------|---------------------|--|------------------------|----------------------|--------------------------------------|------------------------------------|
| 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 | 0 | 100 | 0 |
| Public - Institutions | Remote e-voting & e-voting at the AGM | 8,78,00,000 | 8,68,00,000 | 98.86 | 8,68,00,000 | 0 | 100 | 0 |
| Public - Non Institutions | - | 7,82,00,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | | 66,40,00,000 | 58,48,00,000 | 88.07 | 58,48,00,000 | 0 | 100 | 0 |

Item No 2: To consider and approve change of Principal Place of Business of the Trust.

Resolution passed by way of special majority (i.e. where the votes cast in favour of the resolution are required to be not less than one and a half times the votes casted against the resolution) in terms of the provisions of Regulation 22 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 |
|--|---------------------------------------|---------------------|---------------------|--|------------------------|----------------------|--------------------------------------|------------------------------------|
| 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 | 0 | 100 | 0 |
| Public - Institutions | Remote e-voting & e-voting at the AGM | 8,78,00,000 | 8,68,00,000 | 98.86 | 8,68,00,000 | 0 | 100 | 0 |
| Public - Non Institutions | - | 7,82,00,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | | 66,40,00,000 | 58,48,00,000 | 88.07 | 58,48,00,000 | 0 | 100 | 0 |



Report of Scrutinizer

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

First Extra Ordinary General Meeting of the Unitholders of India Infrastructure Trust for the financial year 2022-23 held on Friday, May 06, 2022 at 12.00 noon through Video Conferencing.

Sub : Passing of Resolutions at the First Extra Ordinary General Meeting ("EGM") of the Unit holders of India Infrastructure Trust (the "Pipeline InvIT/Trust") for the financial year 2022-23 held on Friday, May 06, 2022 through Video Conferencing ("VC"), which commenced at 12:00 noon and concluded at 12:10 p.m.

Dear Sir,

I, Mr. 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 Brookfield India Infrastructure Manager Private Limited (formerly known as WIP (India) Private Limited) ("**BIIMPL**") (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. My report is based on verification of the votes received through remote e-voting till 05:00 p.m. IST on Thursday, May 05, 2022 and the e-voting conducted at the EGM.

I submit my report as under:

- (1) BIIMPL had appointed National Securities Depository Limited ("**NSDL**") as the service provider, for the purpose of extending the facility of remote e-voting to the Unitholders to exercise their vote in respect of the resolutions as set out in the Notice of EGM from 09:00 a.m. IST on Tuesday, May 03, 2022 till 05:00 p.m. IST on Thursday, May 05, 2022.
- (2) NSDL had set up electronic voting facility on their website www.evoting.nsdl.com to facilitate the Unitholders to cast their vote electronically.
- (3) The facility for e-voting was also made available to the Unitholders present at the EGM who had not casted their vote earlier.
- (4) Unitholders holding units as on Friday, April 29, 2022 were entitled to cast their vote.

- (5) At the end of the remote e-voting period at 05:00 p.m. IST on Thursday, May 05, 2022, the voting portal of NSDL was blocked forthwith.
- (6) 7 (seven) Unitholders had availed the facility of remote e-voting provided by NSDL and 1 (one) Unitholder had availed the facility of e-voting at the EGM.
- (7) After conclusion of the EGM, the votes received till 05:00 p.m. IST on Thursday, May 05, 2022 through remote e-voting facility and votes received through e-voting at the EGM were duly unblocked by me and were reconciled with the details of Unitholders as per the Beneficiary Position as on the cut-off date i.e. Friday, April 29, 2022, obtained from the Registrar and Transfer Agents of the Trust.
- (8) No invalid votes were received through remote e-voting and e-voting at the EGM.
- (9) I now submit my consolidated report of remote e-voting and e-voting at the EGM as under on the resolutions mentioned in the notice of EGM of the Trust:

Special Businesses

Item No 1: Authority to borrow and create charge on assets and matters related thereto

Resolution by way of special majority (i.e. *where the votes in favour from seventy five percent of the unitholders by value are received*) in terms of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations") as amended.

| 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 |
|---|---|---------------------|---------------------|--|------------------------|----------------------|--------------------------------------|------------------------------------|
| 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 | 0 | 100 | 0 |
| Public institutions | Remote e-voting and e-voting at the EGM | 8,78,00,000 | 8,68,00,000 | 98.86 | 8,68,00,000 | 0 | 100 | 0 |
| Public non-institutions | - | 7,82,00,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | | 66,40,00,000 | 58,48,00,000 | 88.07 | 58,48,00,000 | 0 | 100 | 0 |

Item No 2: To consider and approve change of Principal Place of Business of the Trust.

Resolution by way of special majority (i.e. *where the votes in favour of the resolution are required to be not less than one and a half times the votes casted against the resolution*) in terms of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations") as amended.

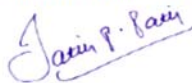
| Category | Mode of Voting | No. of Units held | No. of votes polled | % of votes polled on outstanding units | No. of votes in favour | No. of votes against | % of votes in favour on votes polled | % of votes Against on votes polled |
|---|---|---------------------|---------------------|--|------------------------|----------------------|--------------------------------------|------------------------------------|
| Sponsors/ Investment Manager/ Project Manager(s) and their associates related Parties | Remote e-voting | 49,80,00000 | 49,80,00,000 | 100 | 49,80,00,000 | 0 | 100 | 0 |
| Public Holding – Institutions | Remote e-voting and e-voting at the EGM | 8,78,00,000 | 8,68,00,000 | 98.86 | 8,68,00,000 | 0 | 100 | 0 |
| Public – Non Institutions | - | 7,82,00,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | | 66,40,00,000 | 58,48,00,000 | 88.07 | 58,48,00,000 | 0 | 100 | 0 |

Both the Resolutions 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 and 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 through remote e-voting and e-voting at the EGM in respect of the above-mentioned resolutions 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
 U.D.I.N - F007282D000282403



Signature of Scrutinizer



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

Date: May 6, 2022
Place: Mumbai