

Date: March 19, 2021

To,

B S E Limited

Phiroze Jeejeebhoy
Towers Dalal Street,
Mumbai — 400 001

National Stock Exchange of India Ltd

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

Scrip Code- 540565

Symbol- INDIGRID

Subject: Proceedings and the Voting Result of the Extraordinary General Meeting of the Unitholders of India Grid Trust

Dear Sir/ Madam,

We, the Investment Manager of India Grid Trust (“**IndiGrid**”), hereby submits details regarding the proceedings and voting results of the business transacted at the Extraordinary General Meeting (“**EGM**”) of the Unitholders of IndiGrid (“**Unitholders**”) held on Friday, March 19, 2021, at 03.00 P.M., at Unit No 101, first floor, Windsor, Village Kolkalyan, Off CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai - 400 098, Maharashtra, India, in furtherance of the Notice to the Unitholders dated February 24, 2021.

In connection with the same, please find the following:

- Summary of proceedings of the EGM attached and marked as **Annexure-A**.
- Combined voting results of the remote e-voting together with the e-voting conducted at EGM, attached and marked as **Annexure-B**.
- The scrutinizer’s report dated March 19, 2021, is attached and marked as **Annexure-C**.

The voting result and the scrutinizer’s report are also available on the website of IndiGrid i.e. www.indigrid.co.in and the website of the Kfin Technologies Private Limited (KFintech) i.e. evoting@kfintech.com.

You are requested to please 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

Swapnil Patil

Company Secretary & Compliance Officer

ACS-24861

Copy to-

Axis Trustee Services Limited

The Ruby, 2nd Floor, SW, 29, Senapati Bapat Marg,

Dadar West, Mumbai - 400 028, Maharashtra, India

IndiGrid Investment Managers Limited
(formerly known as Sterlite Investment Managers Limited)

Registered & Corporate Office: Unit No. 101, First Floor, Windsor, Village Kolkalyan, off CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857

Ph: +91 72084 93885 | **Email:** complianceofficer@indigrid.co.in | www.indigrid.co.in

Annexure-A**Summary of proceedings of the EGM**

The EGM of IndiGrid was held on Friday, March 19, 2021, at 03.00 P.M., at Unit No 101, first floor, Windsor, Village Kolkalyan, Off CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai - 400 098, Maharashtra, India.

Directors and KMP present:

1. Mr. Harsh Shah- CEO & Whole-time Director
2. Mr. Swapnil Patil- Company Secretary & Compliance Officer

Mr. Swapnil Patil, Company Secretary & Compliance Officer welcomed all the Unitholders and introduced Mr. Harsh Shah, the CEO & Whole-time Director.

Further, the Unitholders were apprised that Mr. B. Narasimhan, Proprietor, B N & Associates, practicing Company Secretary, has been appointed as the scrutinizer ("**Scrutinizer**") for scrutinizing the e-voting process as well as voting done through Insta poll facility as provided by KFintech.

The Unitholders were informed that IndiGrid had provided a facility to the Unitholders to exercise their votes on the resolutions proposed in the EGM Notice through the electronic voting system (remote e-voting). The Cut-off date for determining voting rights of unitholders entitled to participate in the voting process was March 12, 2021. Further the e-voting period remained open from 10.00 a.m. on March 16, 2021 till 05.00 p.m. on March 18, 2021.

The Unitholders were informed that IndiGrid is providing the facility for voting through e-voting system (Insta Poll) during the Meeting for Unitholders who had not cast their vote prior to the Meeting.

The Chairman further informed that in order to have paperless mode of casting vote, we seek permission of Unitholders to have electronic voting i.e. through tab voting called Insta poll as provided by KFintech, the Registrar & Transfer Agent of IndiGrid, although the Notice mentions of voting through physical ballot. The Unitholders present agreed to electronic voting and accordingly voting was done through tab voting called Insta poll as provided by KFintech.

Thereafter, Mr. Harsh Shah, was elected as the Chairman of the meeting with the consent of all the Unitholders present. The Chairman called the meeting to the order and with the consent of the Unitholders present, the EGM Notice convening the meeting was taken as read.

He, then made his opening remarks with respect to the performance, achievements, financial position, acquisitions made during the financial year and future outlook.

Mr. Harsh Shah and the Management answered the queries of all the Unitholders raised during the meeting one by one.

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Post the Question and Answer session, the following resolution was transacted by the Unitholders:

Sr. No.	Resolutions
1	To approve the proposed acquisition of power transmission asset and matters related thereto

Post the voting process, the Chairman thanked the Unitholders for attending and participating in the meeting. Further, he informed the Unitholders that the consolidated voting results would be made available on the website of IndiGrid i.e. www.indigrid.co.in and the website of the Kfin Technologies Private Limited i.e. evoting@kfintech.com within 48 hours of the conclusion of the meeting.

The meeting concluded at 04.00 pm with a vote of thanks to the Chairman and all the Unitholders.

Post completion of the EGM and after scrutiny of votes the Scrutinizer submitted his report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and e-voting during the EGM, resolution embodied in the Notice of EGM was passed with requisite majority as required under the SEBI InvIT Regulations.

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INDIGRID INVESTMENT MANAGERS LIMITED

Annexure-B

Combined Voting Result of EGM

	INDIA GRID TRUST
Date of the EGM	March 19, 2021
Total number of Unitholders on record date	7,308 (March 12, 2021)
No. of Unitholders present in the meeting either in person or through proxy:	
Sponsor/ Project Manager and its associates:	0
Public:	10
No. of Unitholders attended the meeting through Video Conferencing	
Sponsor/ Project Manager and its associates	Not Applicable
Public:	Not Applicable

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Resolution No.	1							
Resolution required: (Simple Majority/ Special Majority)	SIMPLE MAJORITY - TO APPROVE THE PROPOSED ACQUISITION OF POWER TRANSMISSION ASSET AND MATTERS RELATED THERETO							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – infavour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13,80,76,231	13,60,35,774	98.52	13,60,35,774	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (A)		13,60,35,774	98.52	13,60,35,774	0	100.00	0.00
Public- Institutions	E-Voting	24,19,67,250	20,59,87,698	85.13	20,59,87,698	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (B)		20,59,87,698	85.13	20,59,87,698	0	100.00	0.00
Public-Non Institutions	E-Voting	20,34,39,600	5,47,722	0.27	5,47,722	0	100.00	0.00
	Poll		4,84,785	0.24	4,84,785	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (C)		10,32,507	0.51	10,32,507	0	100.00	0.00
	Total (A+B+C)	583,483,081	34,30,55,979	58.79	34,30,55,979	0	100.00	0.00

Note: No postal ballot applicable

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Combined Scrutinizer's Report on Remote E-voting & Voting by Physical Ballot Conducted at the Extra-ordinary General Meeting (EGM) of India Grid Trust held on 19th March 2021 at the principal place of business situated at Unit No 101, First Floor Windsor, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai 400098.

To,
The Board of Directors
IndiGrid Investment Managers Limited
(formerly, Sterlite Investment Managers Limited)
Unit No 101, First Floor Windsor,
Vidyanagari Marg, Kalina,
Santacruz (East), Mumbai 400098.

Extraordinary General Meeting (EGM) of the Unit holders of India Grid Trust held on Friday March 19, 2021 at 03.00 P.M. at the principal place of business situated at Unit No 101, First Floor Windsor, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai 400098.

Sub: Passing of Resolution(s) through Remote E-voting process as well as through Physical Ballot / electronic voting process conducted at the venue of the EGM

Dear Sirs,

I was appointed as the Scrutinizer by IndiGrid Investment Managers Limited (IIML) (formerly, Sterlite Investment Managers Limited) the Investment Manager of "India Grid Trust" (hereinafter referred to as the IndiGrid). I was appointed as Scrutinizer for the Remote E-voting process as well as to scrutinize the Physical Ballot / electronic voting conducted at the venue of the EGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to the extent as made applicable on a voluntary basis by the Investment Manager to IndiGrid. I say, I am familiar and well versed with the concept of Remote E-voting and Physical Ballot voting system as prescribed under the said Rules.

Report on Scrutiny:

- IIML had appointed KFin Technologies Private Limited (KTPL) (formerly known as Karvy Fintech Pvt. Ltd.) as the service provider, for the purpose of extending the facility of Remote E-voting to the Unit Holders of "IndiGrid". KTPL are also the Registrars and Transfer Agents 'RTA' for the Unit holders of the IndiGrid.
- The Service Provider had provided a system for recording the votes of the Unit holders electronically through Remote E-voting on the only item of the business sought to be



transacted at the EGM of the Unit holders of the IndiGrid, which was held on Friday, March 19, 2021.

- The Service Provider had set up electronic voting facility on their website, <https://evoting.kfintech.com>. IIML had also uploaded the item of the business to be transacted at the EGM on the website of the IndiGrid and also that of the Service Provider to facilitate their Unit holders to cast their vote through Remote E-voting.
- At the outset the Chairman in his address to the members informed them that although the Notice mentions of voting through physical ballot, it is proposed to have electronic voting as permitted under the Rules subject to the shareholders present approving the same. The shareholders present agreed to electronic voting and accordingly voting was done through tab voting called Insta poll as provided by KTPL
- As on the internal cut-off date for the dispatch of the Notice of the EGM, there were 7,182 Unit holders of the IndiGrid. The service provider had sent the Notices of the EGM which also specified the manner in which e-voting needs to be done, to all the Unit holders.
- The **Cut-off date** for the purposes of identifying the Unit holders who will be entitled to vote on the resolutions placed for approval of the Unit holders was **Friday, March 12, 2021**.
- The Remote E-voting facility was kept open for three days from **Tuesday March 16, 2021 at 10:00 A.M. to Thursday, March 18, 2021 till 5:00 P.M.**
- The IndiGrid completed the dispatch of the notices to the Unit holders by Thursday February 25, 2021.
- At the end of the remote e-voting period on Thursday March 18, 2021 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- At the venue of the EGM of the IndiGrid held on Monday March 19, 2021, the facility to vote through Insta poll was provided to facilitate those Unit holders present in the meeting who had not participated in the Remote E-voting to record their votes. After the electronic voting through Insta poll, the EGM was concluded, the unit holders who had voted were reconciled with the records maintained by the RTA of the IndiGrid and the authorizations / proxies lodged with them.
- On March 19, 2021, after tabulating the votes conducted at the venue of the EGM through Insta poll, the votes cast through Remote E-voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. K. Venkataraman and Mr. Praveen Redkar who acted as the witnesses, as prescribed in sub rule 4(xii) of the said Rule 20.
- Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-voting carried out by the Unit holders together and the voting done by Insta poll at the venue of the EGM, the details of which are as follows:



Details	Remote E-voting	Voting through Insta poll at EGM	Total voting
Number of Unit holders who cast their votes	54	9	63
Total number of Units held by them	34,46,11,651	4,84,785	34,50,96,436
Valid votes	As per details provided under the Resolution mentioned hereunder		
Abstained / Invalid Votes	As mentioned under the Resolution		

Note:

Percentage of votes cast in favour or against the resolution, is calculated based on the Valid Votes cast through Remote E-voting and voting through Insta poll at the venue of the EGM.

Item No. 1 of the Notice (To be passed by a simple majority)

TO APPROVE THE PROPOSED ACQUISITION OF POWER TRANSMISSION ASSET AND MATTERS RELATED THERETO

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid Votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	34,25,71,194	100.00	0	0	20,40,457
Voting at the Venue	4,84,785	100.00	0	0	0
TOTAL	34,30,55,979	100.00	0	0	20,40,457

Out of the 54 Unit holders holding 34,46,11,651 Units, who participated in the remote e-voting, two of the Unitholders namely, Sterlite Power Grid Ventures Ltd (since merged with Sterlite Power Transmission Limited) holding 20,39,880 Units and Sterlite Power Transmission Ltd. by itself, holding 577 units, being interested parties had abstained from voting on this Item all the rest of the unit holders holding 34,25,71,194 voted in favour of the resolution.



At the EGM, 9 Unit holders holding 4,84,785 Units had voted at the meeting and all of them had voted in favour of the resolution.

The votes cast in favour of the Resolution was more than the votes case against the Resolution and hence stands passed with the requisite majority

Accordingly, Item 1 of Notice stands passed with the requisite majority.

A copy of the ballot control report is attached

Thanking you,

Yours faithfully

For BN& Associates

COMPANY SECRETARIES



CS B Narasimhan


(Proprietor)

(FCS no 1303 COP no 10440)

Place: Mumbai

Date: March 19, 2021

The following were the witnesses to the unblocking the votes cast through Remote E-voting.

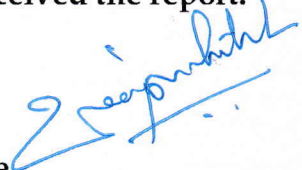
1. 

Name: K. Venkataraman

2. 

Name: Praveen Redkar

I have received the report:


Signature _____

Signed by Mr. Swapnil Patil

Authorised by the Chairman/ Board

Place: Mumbai

Date-March 19, 2021