

CC/PUTL_COS/Stock Exchanges/32

March 23, 2022

To

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051
Symbol: PGINVIT

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

Subject: Results of Postal Ballot of POWERGRID Infrastructure Investment Trust ("PGInvIT")

Dear Sir/Madam,

This is in continuation to our letter no. CC/PUTL_COS/Stock Exchanges/30 dated February 28, 2022 wherein we had *inter-alia* submitted the Postal Ballot Notice dated February 28, 2022 ("**Postal Ballot Notice**") for seeking approval of the unitholders of POWERGRID Infrastructure Investment Trust ("**PGInvIT**") on the matters set out in the Postal Ballot Notice.

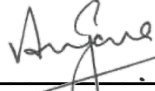
We wish to inform that the resolutions as set out in the Postal Ballot Notice have been duly approved by the unitholders of PGINVIT with requisite majority. In this regard, enclosed please find the detail of remote e-voting results of Postal Ballot and Scrutinizer's report dated March 23, 2022 at Annexure I and Annexure II, respectively. The voting results along with the Scrutinizer's report will also made available on the website of PGINVIT (www.pginvit.in).

Kindly take the above information 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
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400 001.

Annexure-I**Detail of Remote e-Voting Results of the Postal Ballot of
POWERGRID Infrastructure Investment Trust**

Date of Postal Ballot Notice	February 28, 2022
Date of Declaration of Postal Ballot Results	March 23, 2022
Total number of unitholders on record date	As of cut-off date i.e. February 25, 2022, the total number of Unitholders were 34,734
Total no. of Unitholders presents in the meeting either in person or through proxy	Not Applicable
Sponsor & Sponsor Group	
Public	
No. of Unitholders attended the meeting through video conferencing:	Not Applicable
Sponsor & Sponsor Group	
Public	

ITEM NO. 1: TO CONSIDER AND APPROVE THE ACQUISITION OF BALANCE 26% EQUITY SHAREHOLDING OF POWERGRID VIZAG TRANSMISSION LIMITED, AN SPV & INITIAL PORTFOLIO ASSET OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST AND MATTERS RELATED THERETO

Resolution required:			Simple Majority					
Whether Sponsor & Sponsor Group are interested in the agenda/resolution			Yes					
Category	Mode of Voting	No. of Units held (1)	No. of votes polled (2)	% of Votes Polled on outstanding units (3)= [(2)/(1)] * 100	No. of Votes – in favour (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
Sponsor & Sponsor Group	E-Voting	13,65,00,100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	13,65,00,100	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	46,21,46,526	38,78,78,273	83.9297	38,78,78,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	46,21,46,526	38,78,78,273	83.9297	38,78,78,273	0	100.0000	0.0000
Public- Non Institutions	E-Voting	31,13,52,574	5,80,078	0.1863	5,74,575	5,503	99.0513	0.9487
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	31,13,52,574	5,80,078	0.1863	5,74,575	5,503	99.0513	0.9487
TOTAL		90,99,99,200	38,84,58,351	42.6878	38,84,52,848	5,503	99.9986	0.0014

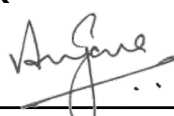
ITEM NO.2: TO CONSIDER AND APPROVE THE ACQUISITION OF RIGHTS TO ADDITIONAL REVENUE ACCRUED TO POWERGRID PARLI TRANSMISSION LIMITED, POWERGRID WARORA TRANSMISSION LIMITED AND POWERGRID JABALPUR TRANSMISSION LIMITED, SPVS & INITIAL PORTFOLIO ASSETS OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST AND MATTERS RELATED THERETO

Resolution required:			Simple Majority					
Whether Sponsor & Sponsor Group are interested in the agenda/resolution			Yes					
Category	Mode of Voting	No. of Units held (1)	No. of votes polled (2)	% of Votes Polled on outstanding units (3)=[(2)/(1)] * 100	No. of Votes – in favour (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
Sponsor & Sponsor Group	E-Voting	13,65,00,100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		13,65,00,100	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	46,21,46,526	38,78,78,273	83.9297	38,78,78,273	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		46,21,46,526	38,78,78,273	83.9297	38,78,78,273	0	100.0000
Public- Non Institutions	E-Voting	31,13,52,574	5,80,058	0.1863	5,73,345	6,713	98.8427	1.1573
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		31,13,52,574	5,80,058	0.1863	5,73,345	6,713	98.8427
TOTAL		90,99,99,200	38,84,58,331	42.6878	38,84,51,618	6,713	99.9983	0.0017

ITEM NO.3: TO CONSIDER AND APPROVE THE AGGREGATE CONSOLIDATED BORROWINGS AND DEFERRED PAYMENTS OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST ("PGINUIT") UPTO 49% OF THE VALUE OF PGINUIT ASSETS AND MATTERS RELATED THERETO

Resolution required:			Simple Majority					
Whether Sponsor & Sponsor Group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of Units held (1)	No. of votes polled (2)	% of Votes Polled on outstanding units (3)=[(2)/(1)] * 100	No. of Votes – in favour (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
Sponsor & Sponsor Group	E-Voting	13,65,00,100	13,65,00,100	100.0000	13,65,00,100	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		13,65,00,100	13,65,00,100	100.0000	13,65,00,100	0	100.0000
Public-Institutions	E-Voting	46,21,46,526	38,78,78,273	83.9297	38,78,78,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,21,46,526	38,78,78,273	83.9297	38,78,78,273	0	100.0000
Public- Non Institutions	E-Voting	31,13,52,574	5,79,668	0.1862	5,68,878	10,790	98.1386	1.8614
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		31,13,52,574	5,79,668	0.1862	5,68,878	10,790	98.1386
TOTAL		90,99,99,200	52,49,58,041	57.6877	52,49,47,251	10,790	99.9979	0.0021

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




**Anjana Luthra
Company Secretary & Compliance Officer**

CS. SAVITA JYOTI, B.Com., F.C.S.

**Scrutinizer's Report on Results of voting
by Postal Ballot through remote e-voting**

To
POWERGRID Unchahar Transmission Limited
Investment Manager to POWERGRID Infrastructure Investment Trust (PGInvIT)
(Registration Number of PGInvIT: IN/InvIT/20-21/0016)
Plot No. 2, Sector 29,
Gurgaon-I22001, Haryana

Dear Sir/Madam,

Sub: Passing of resolution(s) by way of Postal ballot through remote e-voting

I was appointed as the Scrutinizer by POWERGRID Unchahar Transmission Limited (“**the Investment Manager**”), the Investment Manager of POWERGRID Infrastructure Investment Trust (“**PGInvIT**”) to scrutinize the postal ballot through remote e-voting process in a fair and transparent manner in respect of the proposed resolutions as circulated in the Postal Ballot Notice dated February 28, 2022 (“**Postal Ballot Notice**”) of PGInvIT.

The Investment Manager on behalf of PGInvIT had engaged the services of M/s. KFin Technologies Private Limited (“**KFintech**”), the Registrar and Transfer Agent (“**RTA**”) of PGInvIT to provide platform for recording votes of unitholders electronically through remote e-voting. KFintech has set up the remote e-voting facility on the KFintech e-voting website: <https://evoting.kfintech.com/>

S. No	Description of the Proposed Resolutions
1	To consider and approve the acquisition of balance 26% Equity Shareholding of POWERGRID Vizag Transmission Limited, an SPV & Initial Portfolio Asset of POWERGRID Infrastructure Investment Trust and matters related thereto;
2	To consider and approve the acquisition of rights to additional revenue accrued to POWERGRID Parli Transmission Limited, POWERGRID Warora Transmission Limited and POWERGRID Jabalpur Transmission Limited, SPVs & Initial Portfolio Assets of POWERGRID Infrastructure Investment Trust and matters related thereto
3	To consider and approve the aggregate consolidated borrowings and deferred payments of POWERGRID Infrastructure Investment Trust (“PGInvIT”) upto 49% of the value of PGInvIT assets and matters related thereto

I report that the Postal Ballot Notice together with the explanatory statement were sent on Monday, February 28, 2022 by electronic means to unitholders (“**Unitholders**”) of PGInvIT whose names appeared in the List of Beneficial Owners received from the National Securities Depository Limited and Central Depository Services (India) Limited as on the close of business hours on Friday, February 25, 2022 (“**cut-off date**”) and who have registered/updated their email addresses with the depositories/depository participants. Unitholders as on the cut-off date were entitled to vote on the resolutions as set out in the Postal Ballot Notice.

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CS. SAVITA JYOTI, B.Com., F.C.S.

The voting period for remote e-voting commenced on Wednesday, March 02, 2022 at 9:00 A.M. (IST) and ended on Tuesday, March 22, 2022 at 5:00 P.M. (IST) both days inclusive. All votes cast by Remote e-voting through KFintech were received upto 5:00 P.M. (IST) on Tuesday, March 22, 2022 being the last date fixed for remote e-voting .and the remote e-voting platform was disabled thereafter.

On scrutiny, I report that **391** Unitholders exercised their vote through remote e-voting for the proposed resolutions.

The details of the Voting are as under:

- 1) To consider and approve the acquisition of balance 26% Equity Shareholding of POWERGRID Vizag Transmission Limited, an SPV & Initial Portfolio Asset of POWERGRID Infrastructure Investment Trust and matters related thereto

(i) Voted in *favour* of the resolution:

No. of Unitholders	No. of votes cast in favor of Resolution	% of total no. of valid votes cast
373	388452848	99.999

(ii) Voted *against* of the resolution:

No. of Unitholders	No. of votes cast against of Resolution	% of total no. of valid votes cast
8	5503	0.001

(iii) **Invalid & Abstained** votes:

Total numbers of Unitholders whose votes were declared invalid /Abstained	Total number of votes cast by them
10	136503320

Based on the above, I report that the Resolution as set forth in Item No.1 of Postal Ballot Notice of PGInvIT has been passed by the Unitholders with requisite majority. The Resolution is deemed as passed on the last date of e-voting i.e. Tuesday, March 22, 2022.

- 2) To consider and approve the acquisition of rights to additional revenue accrued to POWERGRID Parli Transmission Limited, POWERGRID Warora Transmission Limited and POWERGRID Jabalpur Transmission Limited, SPVs & Initial Portfolio Assets of POWERGRID Infrastructure Investment Trust and matters related thereto

(i) Voted in *favour* of the resolution:

No. of Unitholders	No. of votes cast in favor of Resolution	% of total no. of valid votes cast
369	388451618	99.998

CS. SAVITA JYOTI, B.Com., F.C.S.

(ii) Voted *against* of the resolution:

No. of Unitholders	No. of votes cast in against of Resolution	% of total no. of valid votes cast
11	6713	0.002

(iii) **Invalid & Abstained** votes:

Total numbers of Unitholders whose votes were declared invalid/Abstained	Total number of votes cast by them
11	136503340

Based on the above, I report that the Resolution as set forth in Item No.2 of Postal Ballot Notice of PGInvIT has been passed by the Unitholders with requisite majority. The Resolution is deemed as passed on the last date of e-voting i.e. Tuesday, March 22, 2022.

3) To consider and approve the aggregate consolidated borrowings and deferred payments of POWERGRID Infrastructure Investment Trust ("PGInvIT") upto 49% of the value of PGInvIT assets and matters related thereto

(i) Voted in *favour* of the resolution:

No. of Unitholders	No. of votes cast in favor of Resolution	% of total no. of valid votes cast
363	524947251	99.998

(ii) Voted *against* of the resolution:

No. of Unitholders	No. of votes cast in against of Resolution	% of total no. of valid votes cast
22	10790	0.002

(iii) **Invalid & Abstained** votes:

Total number of Unitholders whose votes were declared invalid / Abstained	Total number of votes cast by them
9	3630

Based on the above, I report that the Resolution as set forth in Item No.3 of Postal Ballot Notice of PGInvIT has been passed by the Unitholders with requisite majority. The Resolution is deemed as passed on the last date of e-voting i.e. Tuesday, March 22, 2022.

The result of the Postal Ballot will be displayed on the website of PGInvIT – www.pginvit.in and on the website of remote e-voting agency, (M/s. KFin Technologies Private Limited) www.evoting.kfintech.com and also be submitted to National Stock Exchange of India Limited and BSE Limited.

A J .

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B Com., FCS

All relevant records relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairman of Investment Manager considers, approves and signs the minutes of the Postal Ballot process and thereafter, the Scrutinizer shall hand over the same to the Company Secretary of the Investment Manager.

Thanking you

For SAVITA JYOTI ASSOCIATES
Practicing Company Secretaries

Savita Jyoti

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

Scrutinizer

CP No- 1796;

M No- FCS 3738

UDIN: F003738C003043236

Place: Hyderabad

Date: 23-03-2022

Witness 1:

Sonam

Witness 2:

Vishu

Received by:

Signature: *Anjana*



Name: Anjana Luthra

Designation: Company Secretary & Compliance Officer
POWERGRID Unchahar Transmission Limited
(as Investment Manager to PGIInvIT)

Place: Gurgaon

Date: March 23, 2022