

Regd. Office: Maker Maxity, 5 North Avenue, Level 5, Bandra Kurla Complex, Bandra East, Mumbai. Maharashtra- 400051, India

CIN: U28113MH2010PLC308857

Date: July 26, 2019

BSE Limited

Phiroze Jeejeebhoy Towers Dalal Street, Mumbai — 400 001

Scrip Code- 540565

National Stock Exchange of India Ltd

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

Symbol-INDIGRID

Subject: <u>Proceedings and the Voting Result of the Second Annual General Meeting of the Unit holders of</u> India Grid Trust

Dear Sir/ Madam,

We, the Investment Manager of India Grid Trust (the "IndiGrid"), hereby submits details regarding the proceeding and voting results of the business transacted at the Second Annual General Meeting ("AGM") of the Unitholders of the IndiGrid ("Unitholders") held on Friday, July 26, 2019, at 10:30 A.M., at Sofitel Hotel, C-57, G Block, Bandra Kurla Complex, Bandra East, Bandra Kurla, Mumbai- 400 051, Maharashtra, India in furtherance of the notice to the Unitholders dated June 26, 2019.

In connection with the same, please find the following:

- Summary of proceedings of the AGM attached and marked as Annexure-A.
- Combined voting results of the remote e-voting together with the voting conducted at AGM venue, attached and marked as Annexure-B.
- The Scrutinizer's Report dated July 26, 2019, 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.

You are requested to please take the same on record.

Thanking you,

For and on behalf of the Sterlite 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

Corporate Office: 247 Embassy, Office No 107, 'B' Wing, Hindustan Co. Bus Stop, Gandhi Nagar, L.B.S.

Road, Vikhroli West, Mumbai – 400 079. Ph: +91 84509 96408 Email: complianceofficer@indigrid.co.in, | www.indigrid.co.in



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Annexure-A

Summary of proceedings of the AGM

The Second AGM of IndiGrid was held on Friday, July 26, 2019, at 10:30 A.M., at Sofitel Hotel, C-57, G Block, Bandra Kurla Complex, Bandra East, Bandra Kurla, Mumbai- 400 051, Maharashtra, India.

Directors and KMP present:

- 1. Mr. Tarun Kataria- Independent director
- 2. Mr. S.H. Bhojani- Independent director
- 3. Mr. Harsh Shah- Whole-time Director & Chief Executive Officer
- 4. Mr. Swapnil Patil- Company Secretary & Compliance Officer

Mr. Harsh Shah, Whole-time Director & Chief Executive Officer welcomed all the unitholders and people on dais and made his opening remarks with respect to performance, achievements and financial position of IndiGrid during the previous financial year.

Thereafter, Mr. Tarun Kataria, 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 Notice convening the meeting was taken as read.

The Chairman informed the members that IndiGrid had provided a facility to the unitholders to exercise their votes on the resolutions proposed in the notice dated June 26, 2019 through the electronic voting system (remote e-voting). The record date for determining voting rights of unitholders entitled to participate in the voting process was July 19, 2019. Further the e-voting period remained open from Tuesday, July 23, 2019 (10.00 a.m.) till Thursday, July 25, 2019 (5.00 p.m.).

The Chairman further informed that IndiGrid is providing the facility of voting by ballot papers at this AGM; and unitholders who have already casted their vote through the remote e-voting system can attend this AGM but would not be entitled to vote again through ballot paper.

Further, the unitholders were apprised that Mr. B. Narasimhan, Proprietor, B N & Associates, practicing Company Secretary, has been appointed as the Scrutinizer for scrutinizing the e-voting process as well as voting by ballot papers at this AGM.

The Chairman then invited the members to express their views, ask questions and seek clarifications on operations or any other matter of IndiGrid.

The Chairman and Mr. Harsh Shah answered the queries of all the unitholders one by one.

Post the Q&A session, the following resolutions were transacted by the unitholders:

S.No	Resolutions
1	To adopt Financial Statements as on March 31, 2019



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2	To adopt Valuation Reports as on March 31, 2019
3	To appoint the Statutory Auditor
4	To appoint the Valuers
5	To fix remuneration payable to Directors
6	Authority to borrow and create charge on Assets 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 KARVY i.e. www.evoting.karvy.com within 48 hours of the conclusion of the meeting.

The meeting concluded at 11:30 am with a vote of thanks to the Chairman and all the unitholders.

Road, Vikhroli West, Mumbai – 400 079. Ph: +91 84509 96408 Email: complianceofficer@indigrid.co.in, | www.indigrid.co.in



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Annexure-B

Combined Voting Result of AGM

	INDIA GRID TRUST
Date of the AGM	July 26, 2019
Total number of unitholders on	
record date	3,819 (July 19, 2019)
No. of unitholders present in	
the meeting either in person or	
through proxy:	
Sponsor/ Project Manager	
and its associates	2 (representing 2 demat accounts of Sponsor)
	31
Public:	
No. of unitholders attended the	
meeting through Video	
Conferencing	
Sponsor/ Project Manager	
and its associates	Not Applicable
Public:	Not Applicable

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Phone: +91-11-49962200 Fax: +91-11-49962288

No. Secondary No.	Resolution					702200 Fax. +91-11-			
required: (Simple Majority/ Special Majority/ Special Majority) Simple MAJORITY - TO ADOPT FINANCIAL STATEMENTS AS ON MARCH 31, 2019 Whether promotery promotery group are interested in the agenda/reso lution? No Mode Mode Of No. of shares No. of votes Polled on outstanding shares of Of Votes Polled on No. of Shares No. of No. of Shares No. of No. of Votes Polled on No. of Shares No. of No. of Votes Polled on No. of Shares No. of No. of Votes Polled on No. of Shares No. of No. of Votes No. of No. of Votes No. of No. of Votes No. of Votes No. of No. of No. of Votes No. of Votes No. of No.		1							
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Majority SIMPLE MAJORITY - TO ADOPT FINANCIAL STATEMENTS AS ON MARCH 31, 2019	Majority/								
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Interested in the age and algorithms No	promoter								
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Mode of No. of shares No. of votes Polled on outstanding shares (3)=(2)/(1) No. of Votes against or on votes polled (2)	lution?	No							
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Promoter and (if promoter applica Group ble)	Sponsor/			0	0.0	0	0	0.0	0.0
And	•		87,548,026						
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Public- Institutions December 20 December 30 Dec			343,105,308						
Public-Institutions applica ble) 0 0.0 0.0 0 0.0 <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>									
Institutions ble	Public-								
E- Voting Foll Fostal	Institutions			0	0.0	0	0	0.0	0.0
E- Voting Foll Fostal		Total B	343,105,308	298,612,251	87.03	298,612,251	0	100	0
Poll 1,357,398 0.89 1,357,398 0 100.0 0.89 Public- Non Institutions applica ble) 0 0.00 0 0 0.00 0 0.00 0 0 0.00 0 0.00 0 0 0.00 0 <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>									
Postal Ballot (if applica Institutions ble)		Voting		61,436,434	40.20	61,436,434	0	100.0	0.0
Postal Ballot (if applica Institutions ble)		Poll		1,357,398	0.89	1,357,398	0	100.0	0.0
Public- Non Institutions Institutions 0 0.0 0 0 0.0 0 <td></td> <td></td> <td>152 020 747</td> <td>. , -</td> <td></td> <td>, ,</td> <td></td> <td></td> <td></td>			152 020 747	. , -		, ,			
Public- Non Institutions (if applica ble) 0 0.0 0.0 0 0.0 <t< td=""><td></td><td></td><td>132,829,747</td><td></td><td></td><td></td><td></td><td></td><td></td></t<>			132,829,747						
Institutions ble) 0 0.0 0.0 0 0.0 0.0 Total C 152,829,747 62,793,832 41.09 62,793,832 0 100 0 Total Total 0 0 0 0 0 0 0									
Total C 152,829,747 62,793,832 41.09 62,793,832 0 100 Total	Public- Non	applica							
Total Total	Institutions	ble)		0	0.0	0	0	0.0	0.0
		Total C	152,829,747	62,793,832	41.09	62,793,832	0	100	0
		Total							
D(B+C) 495,935,055 361,406,083 72.87 361,406,083 0 100		D(B+C)	495,935,055	361,406,083	72.87	361,406,083	0	100	0
Total Total		Total							
(A+D) 583,483,081 448,954,109 76.94 448,954,109 0 100		(A+D)	583,483,081	448,954,109	76.94	448,954,109	0	100	0

Note: No postal ballot applicable



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Resolution No.	2							
Resolution								
required:								
(Simple								
Majority/								
Special								
Majority)	SIMPLE MA.	JORITY - TO ADO	OPT VALUATION	N REPORTS AS	ON MARCH 31,	, 2019		
Whether promoter/								
promoter								
group are								
interested in								
the								
agenda/resolu								
tion?	No							
								% of
				% of Votes			% of Votes	Votes
				Polled on		No. of	in favour	against on
		No. of		outstandin g shares	No. of Votes	Votes –	on votes polled	votes polled
	Mode of	shares held	No. of votes	(3)=[(2)/(1)	– in favour	agains	(6)=[(4)/(2)]	(7)=[(5)/(2
Category	Voting	(1)	polled (2)]* 100	(4)	t (5)	*100)]*100
	E-Voting		87,548,026	100.0	87,548,026	0	100.0	0.0
	Poll		0	0.0	0	0	0.0	0.0
	Postal	87,548,026	0	0.0	0	0	0.0	0.0
Promoter and	Ballot (if	, ,						
Promoter	applicable							
Group)		0	0.0	0	0	0.0	0.0
	Total A	87,548,026	87,548,026	100	87,548,026	0	100	0
	E-Voting		294,004,242	85.69	294,004,242	0	100.0	0.0
	Poll		0	0.0	0	0	0.0	0.0
	Postal	343,105308	<u> </u>	0.0			0.0	0.0
	Ballot (if							
Public-	applicable							
Institutions)		0	0.0	0	0	0.0	0.0
	Total B	343,105,308	294,004,242	85.69	294,004,242	0	100	0
	E-Voting		61,436,434	40.20	61,436,434	0	100.0	0.0
	Poll		1,357,398	0.89	1,357,398	0	100.0	0.0
	Postal	152,829,747						
Desirit - Ale	Ballot (if							
Public- Non Institutions	applicable		0	0.0	0	0	0.0	0.0
msututions	Total C	152,829,747	62,793,832	41.09	62,793,832	0	100	0.0
	Total D		,,.	. 1.03	1=7.00,002		100	
	(B+C)	495,935,055	356,798,074	71.94	356,798,074	0	100	0
	Total (A+D)	583,483,081	444,346,100	76.15	444,346,100	0	100	0
Note: No no	stal ballot app		, ,	. 0.23	, ,			



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Resolution								
No.	3							
Resolution								
required:								
(Simple								
Majority/								
Special								
Majority)	SIMPLE N	1AJORITY - TO AF	POINT THE STA	TUTORY AUI	DITOR			
Whether								
promoter/								
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group are								
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agenda/res								
olution?	No							
				% of				
				Votes			% of Votes	% of Votes
				Polled on			in favour	against on
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	of	No. of shares	No. of votes	(3)=[(2)/(No. of Votes –	against	(6)=[(4)/(2	(7)=[(5)/(2
Category	Voting	held (1)	polled (2)	1)]* 100	in favour (4)	(5))]*100)]*100
	E-							
	Voting		87,548,026	100.0	87,548,026	0	100.0	0.0
	Poll		0	0.0	0	0	0.0	0.0
	Postal	87,548,026						
Promoter	Ballot							
and	(if							
Promoter	applica							
Group	ble)		0	0.0	0	0	0.0	0.0
	Total A	87,548,026	87,548,026	100	87,548,026	0	100	0
	E-					35,501,		
	Voting		299,040,903	87.16	263,539,332	571	88.13	11.87
	Poll		0	0.0	0	0	0.0	0.0
	Postal	343,105,308						
	Ballot	2 .5,255,556						
	(if							
Public-	applica							
Institutions	ble)		0	0.0	0	0	0.0	0.0
						35,501,		
	Total B	343,105,308	299,040,903	86.16	263,539,332	571	88.13	11.87
	E-		61 426 424	40.30	61 420 424	_	100.0	0.0
	Voting	-	61,436,434	40.20	61,436,434	0	100.0	0.0
	Poll		1,357,398	0.89	1,357,398	0	100.0	0.0
	Postal	152,829,747						
	Ballot							
5 11: -:	(if							
Public- Non	applica		-		_	-		
Institutions	ble)		0	0.0	0	0	0.0	0.0
	Total C	152,829,747	62,793,832	41.09	62,793,832	0	100	0
	Total D	405 005 005	264 224 724		000000	35,501,	05.15	
	(B+C)	495,935,055	361,834,735	72.96	326,333,164	571	90.19	9.81



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Total					35,501,		
(A+D)	583,483,081	449,382,761	77.02	413,881,190	571	92.10	7.90

Resolution A Resolution Figure Resolution Res		T							
Resolution required: (Simple Majority) SIMPLE MAJORITY - TO APPOINT THE VALUER	Resolution								
Required: (Simple Majority/ Special Majority/ Special Promoter group are interested in the agenda/resol ution? No No. of shares of Votes of V		4							
Simple Majority Special Majority Simple Majority Special Majority Simple									
Majority Simple Majority									
SIMPLE MAJORITY - TO APPOINT THE VALUER									
Majority SIMPLE MAJORITY - TO APPOINT THE VALUER Whether promoter group are interested in the agenda/resol ution? No									
Whether promoter promoter group are interested in the agenda/resol ution? No No No No No No No N									
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Promoter and compared that the agenda/resolution? No									
Promoter and applica force of the postal Ballot (iff public-listitutions) Public-listitutions Public-lis	•								
Interested in the agenda/resol ution? No No No No No No No N	· ·								
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Category Voting			No of charge	No of votes			_	· ·	
E-	Category								
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Poll				87.548.026	100.0	87.548.026	0	100.0	0.0
Promoter and Promoter and Promoter and Promoter applica Promoter									
Promoter and (if applica ble)					0.0			0.0	0.0
and (if applica ble)	Promoter		87,548,026						
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Total A				0	0.0	0	0	0.0	0.0
E- Voting Poll Postal Ballot (if applica Institutions Poll Postal Ballot (if applica Poll Postal Ballot (if applica Poll Postal Ballot (if applica Institutions Poll Postal Ballot (if applica Institutions Instituti		-	87.548.026						
Poll			,			,			
Postal Ballot (if applica Institutions ble)		Voting		299,040,903	87.16	299,040,903	0	100.0	0.0
Public- Institutions Ballot (if applica ble)		Poll		0	0.0	0	0	0.0	0.0
Public-			343,105,308						
Public-Institutions applica ble) 0 0.0 0 0 0.0			3 13,103,300						
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Total B 343,105,308 299,040,903 87.16 299,040,903 0 100 0 E- Voting Poll Postal Ballot (if Applica Non applica									
E- Voting 61,436,434 40.20 61,436,434 0 100.0 0.0	Institutions			0		0			0.0
Voting Poll 61,436,434 40.20 61,436,434 0 100.0 0.0 Postal Ballot (if applica 152,829,747 152,829,747 0 </td <td></td> <td></td> <td>343,105,308</td> <td>299,040,903</td> <td>87.16</td> <td>299,040,903</td> <td>0</td> <td>100</td> <td>0</td>			343,105,308	299,040,903	87.16	299,040,903	0	100	0
Poll									
Postal Ballot (if Public- Non applica									
Ballot (if Public- Non applica		Poll		1,357,398	0.89	1,357,398	0	100.0	0.0
Ballot (if Public- Non applica			152 829 747						
Public- Non applica			132,023,747						
		,							
Institutions ble) 0 0.0 0 0.0 0.0									
	Institutions	ble)		0	0.0	0	0	0.0	0.0



Regd. Office: Maker Maxity, 5 North Avenue, Level 5, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra- 400051, India

CIN: U28113MH2010PLC308857

Total (A+D)	583,483,081	449,382,761	77.02	449,382,761	0	100	0
Total D (B+C)	495,935,055	361,834,735	72.96	361,834,735	0	100	0
Total C	152,829,747	62,793,832	41.09	62,793,832	0	100	0

	T							
Resolution No.	5							
Resolution	3							
required:								
(Simple								
Majority/								
Special								
Majority)	SIMPLE	MAJORITY - TO FIX	X REMUNERATIO	N PAYABLE	TO DIRECTORS			
Whether								
promoter/								
promoter								
group are interested in								
the								
agenda/resol								
ution?	No							
				% of				
				Votes				
				Polled		No.		
				on		of	% of Votes	% of Votes
				outstand		Vote	in favour	against on
	NA - d -			ing		s –	on votes	votes
	Mode of	No. of shares	No. of votes	shares	No. of Votes –	agai	polled	polled
Category	Voting	held (1)	polled (2)	(3)=[(2)/ (1)]* 100	in favour (4)	nst (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Category	E-	neid (1)	polieu (2)	(1)] 100	iii iavoui (4)	(3)] 100] 100
	Voting		87,548,026	100.0	87,548,026	0	100.0	0.0
	Poll	-	0	0.0	0	0	0.0	0.0
	Postal	07.540.006		0.0			0.0	0.0
Promoter	Ballot	87,548,026						
and	(if							
Promoter	applica							
Group	ble)		0	0.0	0	0	0.0	0.0
	Total A	87,548,026	87,548,026	100	87,548,026	0	100	0
	E-							
	Voting	-	299,040,903	87.16	299,040,903	0	100.0	0.0
	Poll	_	0	0.0	0	0	0.0	0.0
	Postal	343,105,308						
	Ballot							
Public-	(if							
Institutions	applica ble)		0	0.0	0	0	0.0	0.0
scitations	Total B	343,105,308	299,040,903	87.16	299,040,903	0	100	0.0
	E-	343,103,308	233,040,303	07.10	233,040,303	U	100	U
Public- Non	Voting	152,829,747	61,436,434	40.20	61,436,434	0	100.0	0.0
Institutions	Poll	132,323,747	1,357,398	0.89	1,357,398	0	100.0	0.0
	1	1	_,,	1 0.05	_,,		100.0	0.0



(Formerly Sterlite Infraventures Limited)Regd. Office: Maker Maxity, 5 North Avenue, Level 5, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra- 400051, India CIN: U28113MH2010PLC308857

Thomas y II systate in the state of the stat								
Postal Ballot (if applica ble)		0	0.0	0	0	0.0	0.0	
bie)		U	0.0	U	U	0.0	0.0	
Total C	152,829,747	62,793,832	41.09	62,793,832	0	100	0	
Total D								
(B+C)	495,935,055	361,834,735	72.96	361,834,735	0	100	0	
Total (A+D)	583,483,081	449,382,761	77.02	449,382,761	0	100	0	
(תיט)	303,703,001	443,302,701	77.02	443,302,701		100	•	

Resolution								
No.	6							
Resolution								
required:								
(Simple								
Majority/								
Special	SPECIAL	MAJORITY - AUT	HORITY TO BOR	ROW AND (CREATE CHARGE	ON ASSETS	S AND MATTEI	RS RELATED
Majority)	THERETO)						
Whether								
promoter/								
promoter								
group are								
interested								
in the								
agenda/res								
olution?	No							
				% of				
				Votes				
				Polled				
				on				
				outstand			% of Votes	% of Votes
				ing			in favour	against on
				shares		No. of	on votes	votes
	Mode			(3)=[(2)/	No. of Votes	Votes –	polled	polled
	of	No. of shares	No. of votes	(1)]*	– in favour	against	(6)=[(4)/(2)	(7)=[(5)/(2)
Category	Voting	held (1)	polled (2)	100	(4)	(5)]*100]*100
	E-							
	Voting		87,548,026	100.0	87,548,026	0	100.0	0.0
	Poll		0	0.0	0	0	0.0	0.0
	Postal	87,548,026						
Promoter	Ballot	07,540,020						
and	(if							
Promoter	applica							
Group	ble)		0	0.0	0	0	0.0	0.0
	Total A	87,548,026	87,548,026	100	87,548,026	0	100	0
	E-							
	Voting		299,040,903	87.16	299,040,903	0	100	0.0
	Poll	343,105,308	0	0.0	0	0	0.0	0.0
	Postal	3-3,103,308						
Public-	Ballot							
Institutions	(if		0	0.0	0	0	0.0	0.0
		1		1				



Regd. Office: Maker Maxity, 5 North Avenue, Level 5, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra- 400051, India CIN: U28113MH2010PLC308857

	applica ble)							
	Total B	343,105,308	299,040,903	87.16	299,040,903	0	100	0.0
	E- Voting		61,436,434	40.20	61,436,434	0	100.0	0.0
	Poll		1,357,398	0.89	1,357,398	0	0.0	0.0
Public- Non	Postal Ballot (if applica	152,829,747						
Institutions	ble)		0	0.0	0	0	0.0	0.0
	Total C	152829747	62,793,832	41.09	62,793,832	0	100	0
	Total D (B+C)	495,935,055	361,834,735	72.96	361,834,735	0	100	0.0
	Total (A+D)	583,483,081	449,382,761	77.02	449,382,761	0	100	0.0



Combined Scrutinizer's Report on Remote E-voting & Voting by Physical Ballot Conducted at the 2nd Annual General Meeting (AGM) of India Grid Trust held on 26th July 2019, at Sofitel Hotel, C-57, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400051

To,

The Board of Directors, (Sterlite Investment Managers Limited) (Investment Manager to "India Grid Trust") F-1, The Mira Corporate Suites, 1&2, Ishwar Nagar, Mathura Road, New Delhi 110065

2nd Annual General Meeting of the Unit holders of India Grid Trust held on Friday, July 26, 2019 at 10.30 AM, at Sofitel Hotel, C-57, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400051

Sub: Passing of Resolution(s) through Remote E-voting process as well as voting through Physical Ballot process conducted at the venue of the 2nd AGM 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 voluntary basis by the Investment Manager to India Grid Trust

Sterlite Investment Managers Limited referred to as 'Sterlite' is the Investment Manager of "India Grid Trust" (hereinafter referred to as the 'IndiGrid'). The Sterlite through its Board Resolution passed on June 26, 2019 had appointed me as the Scrutinizer for the Remote Evoting process as well as to scrutinize the Physical Ballot voting conducted at the venue of the 2nd AGM 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 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:

 Sterlite had appointed Karvy Fintech Private Limited (KFPL) as the service provider, for the purpose of extending the facility of Remote E-voting to the Unit Holders of "IndiGrid". KFPL are also the Registrars and Transfer Agents 'RTA' for the Unit holders of the IndiGrid.

ASSOCIATES IN

C/O. Karvy Computershare Pvt. Ltd. 24-B Raja Bahadur Mansion, Ground Floor, Ambabal Doshi Marg, B/H BSE, Fort, Mumbai - 400 023.

T:91 22 6623 5454 D:91 22 6623 5411 Fax:91 22 6633 1135 Cell:9820142331/9004089490

E-mail:narasimhan.b8@gmail.com//bn@karvy.com

- The Service Provider had provided a system for recording the votes of the Unit holders electronically through Remote E-voting on all the items of the business sought to be transacted at the 2nd AGM of the Unit holders of the IndiGrid, which was held on Friday, July 26, 2019.
- The Service Provider had set up electronic voting facility on their website, https://www.evoting.karvy.com. Sterlite had also uploaded all the items of the business to be transacted at the AGM 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.
- As on the internal cut-off date (June 21, 2019) for the dispatch of the Notice of the AGM, there were 3771 Unit holders of the IndiGrid. The service provider had sent the Notices of the AGM along with E-voting details 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, July 19,
 2019
- The Remote E-voting facility was kept open for three days from Tuesday, July 23, 2019 at 10:00 A.M., till Thursday, July 25, 2019 at 5:00 P.M.
- The RTA completed the dispatch of the notices to the Unit holders whose mail Ids are registered by June 27, 2019 and Progressive courier completed the physical dispatch to 641 unitholders by June 29, 2019

At the end of the voting period on July 25, 2019 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith. At the venue of the 2nd AGM of the Company held on July 26, 2019, the facility to vote through Physical Ballot was provided to facilitate those Unit holders present in the meeting but could not participate in the Remote E-voting to record their votes. After the voting at the AGM was concluded, one ballot box kept for the purpose of casting of votes was locked in my presence with due identification marks placed by me. The locked ballot box was subsequently opened in my presence and in presence of two witnesses, as mentioned below, and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the RTA of the IndiGrid and the authorizations / proxies lodged with them.

- On July 26, 2019, after tabulating the votes conducted at the venue of the AGM through Physical Ballot, the votes cast through Remote E-voting facility were duly unblocked by me as a Scrutinizer in the presence of Ms. Rishi Jaiswal . and Ms. Alka Shuklawho 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 Physical Ballot at the venue of the AGM, the details of which are as follows:



Details	Remote	Voting through	Total voting
	E-voting	Physical Ballot at	
		AGM	
Number of Unit holders	120	40	
who cast their votes	138	19	157
Total number of Units	44 90 25 262	10 57 000	44.00.00.764
held by them	44,80,25,363	13,57,398	44,93,82,761
Valid votes	As per details p	rovided under each or	ne of the Resolution(s)
	mentioned hereur	nder	
Abstained / Invalid	Various as mentio	oned under each of the F	Resolution(s)
Votes			
Notes			

Note:

- 1. Percentage of votes cast in favour, or against the resolutions, are calculated based on the Valid Votes cast through remote e-voting and e-voting at the venue of the meeting.
- 2. Break up votes cast through remote e-voting and through e-voting at the AGM by the shareholders attending the meeting is given in a separate sheet attached.

Item No. 1 of the Notice (To be passed by a simple majority) (i.e. where the votes cast in favor of a 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 (the "InvIT Regulations").

TO ADOPT FINANCIAL STATEMENTS AS ON 31st MARCH 2019

Manner of voting	Votes in favour of resolution		Votes against the res	olution	Invalid/Abstained/ Less / not voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	44,89,54,109	100.00	NIL	NIL	4,28,652

Item 1 of Notice stands passed with the requisite majority



Item No. 2 of the Notice (To be passed by a simple 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 InvIT Regulations.

TO ADOPT VALUATION REPORTS AS ON MARCH 31, 2019

Manner of voting	Votes in favour of resolution		Votes against the res	solution	Invalid/Abstained/ Less / not voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	44,43,46,100	100.00	NIL	NIL	50,36,661

Item 2 of Notice stands passed with the requisite majority

Item No. 3 of the Notice (To be passed by a simple 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 InvIT Regulations.

TO APPOINT THE STATUTORY AUDITOR

Manner of voting	Votes in favour of resolution		Votes against the res	solution	Invalid/Abstained/ Less /
	Nos.	%age	Nos.	%age	not voted Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	41,38,81,190	92.10	3,55,01,571	7.90	NIL

Item 3 of Notice stands passed with the requisite majority

Item No.4 of the Notice (To be passed by a simple 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 InvIT Regulations.

TO APPOINT THE VALUERS

Manner of voting	Votes in favour of resolution		Votes against the res	olution	Invalid/Abstained/ Less / not voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	44,93,82,761	100.00	NIL	NIL	NIL

Item 4 of Notice stands passed with the requisite majority

Item No.5 of the Notice (To be passed by a simple 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 InvIT Regulations.

TO FIX REMUNERATION PAYABLE TO DIRECTORS

Manner of voting	Votes in favour of resolution	****	Votes against the res	olution	Invalid/Abstained/ Less / not voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	44,93,82,761	100.00	NIL	NIL	NIL

Item 5 of Notice stands passed with the requisite majority

Page 5 of 7

Item No.6 of the Notice (To be passed by a special majority) (i.e. where the votes cast in favour of the resolution are required to be Seventy five percent of the unit holders in value) in terms of Regulation 22 of the InvIT Regulations read with SEBI InvIT (Amendment) Regulations 2019.

AUTHORITY TO BORROW AND CREATE CHARGE ON ASSETS AND MATTERS RELATED THERETO

Manner of voting	Votes in favour of resolution		Votes against the res	olution	Invalid/Abstained/ Less / not voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and voting by electronic means at the meeting	44,93,82,761	100.00	NIL	NIL	NIL

Item 6 of Notice stands passed with the requisite majority

All the Resolutions mentioned in the AGM Notice dated June 26, 2019 as per the details above stand passed under Remote E-voting and voting conducted at AGM through Physical Ballot paper with the requisite majority and hence deemed to be passed as on the date of the AGM.

A soft copy containing a list of Unit holders who voted "FOR", "AGAINST", those whose votes were declared "INVALID/ABSTAINED", for each resolution is being delivered to the Company Secretary separately.

I hereby confirm that I am maintaining the Registers received from the Service Provider and the RTA both for votes cast through Remote E-voting and voting conduct at AGM by way of Physical Ballot means by the Unit holders of the IndiGrid. All other relevant records relating to Remote E-voting and Physical Ballot voting is under my safe custody and will be handed

Page 6 of 7

over to the Compliance Officer for safe keeping, after the Chairman of AGM signs the Minutes.

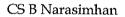
Thanking you,

Yours faithfully

For B.N. & Associates

COMPANY SECRETARIES

ména



(Proprietor)

(FCS no 1303 COP no 10440)

Place: Mumbai
Date: July 26, 2019

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

1. Gell well ...

Ms. Rishi Jaiswal

Ms. Alka Shukla

I have received the report:

Signature _____

Signed by Mr.

Authorised by the Chairman/Board

Place: Mumbai

Date: July 26, 2019

Break up of voting done by the Unit Holders of Indigrid Trust	t Holders o	of Indigr		ne matter	s placed fo	r their ap	on the matters placed for their approval at the 2nd AGM held on 26th July 2019	e 2na A	3M held	on 26th Ju	ly 2019			
Details	Ordinary/ Special	Res No	2	Mode of voting			Favour			Against		Total Valid votes Cast	Abstained Less/not voted	ss/not voted
		SOURCE - AMERICAN SECURIO		No of Share holders	Total Shares	No of Share holders	Shares	eĝe %	No of Share holders	Shares	aŝe %	Shares	No of Share holders	Shares
	dilindecton in the party of the	·	Remote evoting	138	448025363	137	447596711	100.000	0	0	0.000	447596711	r	428652
To adopt Finacial Statements as on 31st March 2019	Simple Majority	4	Voting at AGM	19	1357398	19	1357398	100.000	û	0	0:000	1357398	0	0
		****	TOTAL	157	449382761	156	448954109	100.000	0	0	0.000	448954109		428652
	<u> </u>	N-HATEVEY-	Remote evoting	138	448025363	136	442988702	100.000	0	0	0.000	442988702	2	5036661
To adopt valuation report	Majority	2	Voting at AGM	19	1357398	19	1357398	100.000	0	0	0.000	1357398	0	0
			TOTAL	157	449382761	155	444346100	100.000	o	0	0000	444346100	2	5036661
		1V41011-1111-1111-1111-1111-1111-1111-11	Remote evoting	138	448025363	136	412523792	92.076	2	35501571	7.924	448025363	0	0
To appoint Statutory Auditors	Simple Majority	m	Voting at AGM	19	1357398	19	1357398	100.000	o	0	000'0	1357398	0	0
		n de service de la constante de	TOTAL	157	449382761	155	413881190	92.100	7	35501571	7.900	449382761	o	0
	į	etalista en jungaryaliya Kalifara en jungaryaliya	Remote evoting	138	448025363	138	448025363	100.000	O	Ö	0000	448025363	0	0
To appoint Valuers	Majority	4	Voting at AGM	19	1357398	95	1357398	100.000	0	0	0000	1357398	0	0
THE STATE OF THE S		N W Calling of Co.	TOTAL	157	449382761	157	449382761	100.000	0	0	0.000	449382761	0	Û
	-		Remote evoting	138	448025363	138	448025363	100.000	О	C	0.000	448025363	0	0
To fix remuneration payable to Directors	Majority	ın	Voting at AGM	ध	1357398	13	1357398	100.000	Ó	0	0.000	1357398	٥	
			TOTAL	157	449382761	157	449382761	100.000	0	0	0.000	449382761		0
			Remote evoting	138	448025363	138	448025363	100.000	0	0	0.000	448025363	0	0
To grant authority to borrow and create charge on assets special and matters related thereto	Majority	9	Voting at AGM	19	1357398	13	1357398	100.000	0	0	0.000	1357398	0	0
				157	449382761	157	449382761	109.000		o	0.000	449382761	0	0

