

CC/PUTL\_COS/Stock Exchanges/98

July 25, 2023

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  
20<sup>th</sup> Floor, P. J. Towers  
Dalal Street, Mumbai – 400 001  
Scrip Code:543290 (PGINVIT)  
Company Code:12436

**Subject: Summary of proceedings of the Second Annual Meeting of Unitholders of POWERGRID Infrastructure Investment Trust**

Dear Sir/Madam,

We wish to inform that the Second Annual Meeting ("Annual Meeting") of Unitholders of POWERGRID Infrastructure Investment Trust was held on Monday, July 24, 2023, at 2:30 P.M. (IST) through Video Conferencing. In this regard, enclosed please find a summary of the proceedings of the Annual Meeting. Kindly take the same 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.

## **Summary of proceedings of the Second Annual Meeting of Unitholders of POWERGRID Infrastructure Investment Trust**

The Second Annual Meeting ("Annual Meeting") of unitholders (the "Unitholders") of POWERGRID Infrastructure Investment Trust ("PGInvIT") was held on Monday, July 24, 2023 at 2:30 P.M. (IST) through Video Conferencing ("VC") pursuant to the applicable provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 read with circular no. SEBI/HO/DDHS/DDHS\_Div2/P/CIR/2023/14 dated January 12, 2023 issued by the Securities and Exchange Board of India.

### **PRESENT:**

#### **Directors of POWERGRID Unchahar Transmission Limited – the Investment Manager ("Investment Manager") to PGInvIT:**

1. Shri Abhay Choudhary, Non-executive (Non-independent) Director & Chairman  
(Location: VC- PGInvIT, Gurgaon)
2. Shri Purshottam Agarwal, Non- executive (Non-independent) Director  
Member of Audit Committee, Investment Committee, Stakeholders' Relationship Committee, Nomination & Remuneration Committee and Risk Management Committee  
(Location: VC- PGInvIT, Gurgaon)
3. Shri Ram Naresh Tiwari, Independent Director  
Chairman of Investment Committee, Stakeholders' Relationship Committee and Risk Management Committee and member of Audit Committee and Nomination & Remuneration Committee  
(Location: VC- PGInvIT, Gurgaon)
4. Shri Onkarappa KN, Independent Director  
Chairman of Audit Committee and Nomination & Remuneration Committee and member of Investment Committee, Stakeholders' Relationship Committee and Risk Management Committee  
(Location: VC- Davanagere, Karnataka)

#### **Key Managerial Personnel of Investment Manager to PGInvIT:**

1. Shri Sanjay Sharma, Chief Executive Officer  
(Location: VC- PGInvIT, Gurgaon)
2. Shri Amit Garg, Chief Financial Officer  
(Location: VC- PGInvIT, Gurgaon)
3. Ms. Anjana Luthra, Company Secretary & Compliance Officer  
(Location: VC- PGInvIT, Gurgaon)

43 Unitholders representing 13,68,59,836 units attended the Annual Meeting through electronic mode, virtually in person or through their authorized representatives.

Company Secretary & Compliance Officer welcomed the Unitholders attending the Annual Meeting of PGIInvIT through VC. Thereafter, Company Secretary & Compliance Officer introduced the members of the Board and Key Managerial Personnel of Investment Manager. It was informed that the representatives of the Trustee (IDBI Trusteeship Services Limited), Sponsor (Power Grid Corporation of India Limited), Statutory Auditors (M/s. S.K. Mittal & Co., Chartered Accountants), Scrutinizer (CS Savita Jyoti, Savita Jyoti Associates, Company Secretaries) and Valuer (M/s. INMACS Valuers Private Limited) were also present at the Annual Meeting.

Company Secretary & Compliance Officer then apprised the Unitholders about certain information in relation to Annual Meeting including engagement of services of M/s. KFin Technologies Limited ("KFintech"), the Registrar & Transfer Agent ("RTA") of PGIInvIT for providing facility for voting through remote e-voting, for participation in the Annual Meeting through VC facility and e-voting during the Annual Meeting; appointment of CS Savita Jyoti, M/s. Savita Jyoti Associates, Company Secretaries, as the Scrutinizer by the Investment Manager to scrutinise the remote e-voting process and e-voting during Annual Meeting in a fair and transparent manner; Notice of the Annual Meeting ("Notice") and Annual Report of PGIInvIT for the financial year 2022-23 ("Annual Report") alongwith login credentials already been sent by electronic means to the Unitholders, whose e-mail addresses were registered with the Depositories and for Unitholders whose e-mail addresses were not registered, SMSs, wherever mobile numbers were available, sent by RTA i.e. KFintech; availability of Notice and Annual Report on the respective websites of PGIInvIT, KFintech and Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited; cut-off date for exercising of voting rights by the eligible Unitholders was Monday, July 17, 2023; remote e-voting facility provided from Friday, July 21, 2023 at 9:00 A.M. (IST) to Sunday, July 23, 2023 at 5:00 P.M. (IST); facility of e-voting provided during the Annual Meeting; registration facility provided from Thursday, July 20, 2023 to Saturday, July 22, 2023 to Unitholders to express views or ask questions as a speaker during the Annual Meeting; and chat box facility to raise queries, provided during the Annual Meeting.

Shri Abhay Choudhary, Chairman, declared the meeting to be in order and commenced the proceedings of the meeting.

Chairman welcomed the Unitholders and other participants at the Annual Meeting. He informed that all reasonable efforts were made by the Investment Manager of PGIInvIT to enable the Unitholders to participate and vote on the items being considered in the Annual Meeting. He further informed that the Unitholders who have not cast their vote during remote e-voting facility provided by Investment Manager through KFintech, can cast their vote through e-voting system i.e. InstaPoll available during the meeting, which would remain open till 15 minutes after the conclusion of proceedings of the meeting. Chairman then delivered his speech.

Thereafter, Company Secretary & Compliance Officer continued with further proceedings of the meeting. With the permission of Unitholders and Chairman, the report of the Statutory Auditors on the audited standalone and audited consolidated financial statements of PGIInvIT for the financial year ended March 31, 2023, was taken as read. Further, the items of business proposed in the Notice for the approval of Unitholders, were taken up.

The following items of business as set out in the Notice were put to vote by remote e-voting and e-voting during the Annual Meeting:

ITEM NO.	RESOLUTIONS	APPROVAL TYPE
<b>ORDINARY BUSINESS</b>		
1.	TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST ("PGInvIT") FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023 TOGETHER WITH THE REPORT OF THE AUDITORS THEREON AND THE ANNUAL REPORT ON ACTIVITIES AND PERFORMANCE OF PGInvIT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023	SIMPLE MAJORITY
2.	TO CONSIDER AND ADOPT THE VALUATION REPORT ISSUED BY M/S. INMACS VALUERS PRIVATE LIMITED, INDEPENDENT VALUER FOR THE VALUATION OF SPECIAL PURPOSE VEHICLES OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST AS AT MARCH 31, 2023	SIMPLE MAJORITY

Queries raised by Unitholders were taken up and responded by the management of Investment Manager. Post the Question & Answer session, Company Secretary & Compliance Officer stated that the consolidated results of remote e-voting and e-voting during the Annual Meeting would be announced on or before Wednesday, July 26, 2023 and the said results, along with the Scrutinizer's Report, would be submitted to the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited. The results would also be placed on the website of PGInvIT ([www.pginvit.in](http://www.pginvit.in)) and KFinTech (<https://evoting.kfintech.com>).

Shri Sanjay Sharma, Chief Executive Officer, then presented a vote of thanks.

Thereafter, Chairman stated that the e-voting facility would remain open for 15 minutes after the conclusion of the meeting so as to enable the Unitholders to cast their vote, who have not yet cast their vote on the resolutions and who are otherwise not barred from doing so. Chairman also thanked the Unitholders, fellow Board members and invitees for participating in the Annual Meeting of PGInvIT.

Chairman then announced the closure of Annual Meeting of PGInvIT.

The meeting concluded at 3:26 P.M. (IST) including the time allowed for e-voting at the Annual Meeting.

\*\*\*\*\*