

Date: November 28, 2022

To,

B S E 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: Result of the Postal Ballot

Dear Sir/ Madam,

With reference to the captioned subject, we, the Investment Manager of India Grid Trust (the “**IndiGrid**”), hereby inform you that pursuant to Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended and the notifications, circulars and guidelines issued thereunder (including any statutory modifications or amendments or re-enactments thereof, for the time being in force) (the “**InvIT Regulations**”) and subject to other applicable laws and regulations, the consent of the Unitholders of IndiGrid were sought through Postal Ballot for the matters as mentioned in the Postal Ballot Notice dated October 27, 2022. Mr. B Narasimhan, Practicing Company Secretary, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

In connection with the same, please find the following:

- Details of remote e-voting result of Postal Ballot as **Annexure-A**.
- The Scrutinizer’s Report dated November 28, 2022, attached and marked as **Annexure-B**.

The Voting Result and the Scrutinizer’s report are also available on the website of IndiGrid i.e. www.indigrid.co.in.

Pursuant to the aforesaid, the following Resolution has been approved by the Unitholders of IndiGrid with requisite majority.

1. To consider and approve appointment of Mr. Harsh Shah as a Chief Executive Officer and Whole-time Director of Investment Manager and related matters

You are requested to take the same on record.

For and on behalf of the **IndiGrid Investment Managers Limited**
Representing India Grid Trust as its Investment Manager

Urmil Shah

Company Secretary & Compliance Officer
ACS-23423

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, Vidyannagari Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857
Ph: +91 72084 93885 | **Email:** complianceofficer@indigrid.com | www.indigrid.co.in

Annexure-A**Details of Remote e-Voting Results**

| | INDIA GRID TRUST |
|---|---|
| Day & Date of the meeting | Postal Ballot Notice dated October 27, 2022 |
| Total number of unitholders on record date | As on cut-off date i.e. October 21, 2022, the total number of Unitholders were 17,726 |
| No. of Unitholders present in the meeting either in person or through proxy: | Not Applicable |
| Sponsor/ Project Manager and its associates | |
| Public: | |
| No. of Unitholders attended the meeting through Video Conferencing | Not Applicable |
| Sponsor/ Project Manager and its associates | |
| Public: | |

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

Registered & Corporate Office: Unit No. 101, First Floor, Windsor, Village KoleKalyan, off CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857
Ph: +91 72084 93885 | **Email:** complianceofficer@indigrid.com | www.indigrid.co.in

| Resolution No. | 1 | | | | | | | |
|---|--|-----------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Simple Majority/ Special Majority) | SIMPLE MAJORITY- TO CONSIDER AND APPROVE APPOINTMENT OF MR. HARSH SHAH AS A CHIEF EXECUTIVE OFFICER AND WHOLE-TIME DIRECTOR OF INVESTMENT MANAGER AND RELATED MATTERS | | | | | | | |
| Whether Sponsors 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 |
| Sponsors | E-Voting | 16,59,01,932 | 16,59,01,932 | 100.00 | 16,59,01,932 | 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) | 16,59,01,932 | 16,59,01,932 | 100.00 | 16,59,01,932 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 26,65,24,409 | 23,28,33,440 | 87.36 | 21,68,53,585 | 1,59,79,855 | 93.14 | 6.86 |
| | 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) | 26,65,24,409 | 23,28,33,440 | 87.36 | 21,68,53,585 | 1,59,79,855 | 93.14 | 6.86 |
| Public- Non Institutions | E-Voting | 26,77,52,144 | 23,31,247 | 0.87 | 21,38,713 | 1,92,534 | 91.74 | 8.26 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (C) | 26,77,52,144 | 23,31,247 | 0.87 | 21,38,713 | 1,92,534 | 91.74 | 8.26 |
| | Total D(B+C) | 53,42,76,553 | 23,51,64,687 | 44.01 | 21,89,92,298 | 1,61,72,389 | 93.12 | 6.88 |
| | Total (A+B+C) | 70,01,78,485 | 40,10,66,619 | 57.28 | 38,48,94,230 | 1,61,72,389 | 95.97 | 4.03 |

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

Registered & Corporate Office: Unit No. 101, First Floor, Windsor, Village KoleKalyan, off CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857
Ph: +91 72084 93885 | **Email:** complianceofficer@indigrid.com | www.indigrid.co.in

November 28, 2022

To,
The Board of Directors
IndiGrid Investment Managers Limited
(Investment Manager to India Grid Trust)
Unit No. 101, First Floor, Windsor,
Village KoleKalyan, Off CST Road,
Vidyanagari Marg, Kalina, Santacruz East,
Mumbai 400098, Maharashtra

Dear Sir,

Sub. : Passing of Resolutions through Postal Ballot (Remote E-voting only)

I was appointed as the Scrutinizer by IndiGrid Investment Managers Limited (**Investment Manager**) the Investment Manager of “**India Grid Trust**” (**hereinafter referred to as the IndiGrid**) to scrutinize the Postal Ballot Remote E-voting process pursuant to applicable provisions of Securities and Exchanges Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended and the notifications, circulars and guidelines issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force (“InvIT Regulations”) and subject to other applicable laws and regulations, including Section 108 and 110 of the Companies Act, 2013 read with Rule 22 to the extent as made applicable on a voluntary basis by the Investment Manager to IndiGrid and applicable provisions of Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation, 2015. This was carried out in respect of the Resolutions as circulated/ stated in the Postal Ballot Notice (“**Notice**”) dated October 27, 2022. The Notice sent sought the approval of the Unit Holders through remote e-voting only.

Report on Scrutiny:

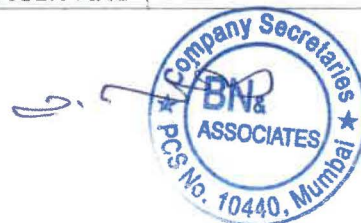
- Investment Manager had appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of Remote E-voting to the Unit Holders of “IndiGrid”. KFin Technologies Private Limited are the Registrars and Transfer Agents ‘RTA’ for the Unit holders 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 items of business sought to be transacted through Postal Ballot. NSDL had generated **E-Voting Event Number (EVEN): 122770** for the votes to be cast through e-voting mode.



- The Service Provider had set up electronic voting facility on their website, <https://evoting.nSDL.com>. Investment Manager had also uploaded the items of the business to be transacted through postal ballot 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.
- Necessary instructions in relation to voting by postal ballot were duly mentioned in the Notice dated October 27, 2022 sent to the unit holders of IndiGrid electronically. Considering the prevailing conditions in the country, the Notice was sent by email only to the extent emails were made available as part of the beneficiary download provided by the two Depositories. Where the email id were not available, efforts were taken by the RTA to reach out to the Unit holders through SMS to the extent mobile numbers were available as part of the beneficiary download provided by both depositories. The above activities were completed by October 28, 2022. The Register of unit holders was made up, for the purpose of sending the Notice by email as of Friday, October 21, 2022 (cut-off date).
- As on cut-off date, there were 17,726 Unit holders of the IndiGrid. The service provider had sent the postal ballot notices electronically which also specified the manner in which e-voting needs to be done.
- 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, October 21, 2022**.
- The Remote E-voting facility was kept open for thirty days from **Saturday, October 29, 2022 at 09:00 A.M. to Monday November 28, 2022 5.00 P.M.**
- The IndiGrid completed the dispatch of the notices through electronic mode to the Unit holders and SMSs for those Unit holders whose email Ids were not available by October 28, 2022.
- At the end of the remote e-voting period on Monday November 28, 2022 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.

The items for which approval of the unit holders of the IndiGrid were sought as stated in the Notice dated October 27, 2022 are as under: -

| Sr. No. | Type of Resolutions | Description of the resolutions |
|---------|--|----------------------------------|
| 1. | <u>Resolution to be passed by Simple Majority</u> TO CONSIDER AND APPROVE APPOINTMENT OF MR. HARSH SHAH AS A CHIEF EXECUTIVE OFFICER AND WHOLETIME DIRECTOR OF INVESTMENT MANAGER AND | As per Item No. 1 of the Notice. |



| Sr. No. | Type of Resolutions | Description of the resolutions |
|---------|------------------------|--------------------------------|
| | RELATED MATTERS | |

As stated in sub-rule 4 of rule 20 as well as rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the IndiGrid in "Financial Express" English Newspaper, and in "Loksatta" Marathi Newspaper, both dated October 29, 2022 informing about the completion of dispatch of the Notices and e-voting process.

On Monday November 28, 2022, after the closure of e-voting process at 5.00 P.M., the votes cast through e-voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. R Mahesh and Mrs. Saroj Narasimhan who acted as witnesses (not in employment with the Company) as required under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014. Since, e-voting facility was provided by NSDL, the details of the e-voting exercised by the unit holders were taken as final.

On scrutiny, I report that out of 17,726 unit holders holding units as on the cut-off date, October 21, 2022, 194 Unit holders have exercised their votes through e-voting. The details of Postal Ballot results for the items placed for consideration and approval of the members are given below:

| Details | Remote E-voting |
|---|--|
| Number of Unit holders who cast their votes | 194 |
| Total number of Units held by them | 40,10,66,619 |
| Valid votes | As per details provided under the Resolution mentioned hereunder |
| Abstained / Invalid Votes | NIL |

Note:

Percentage of votes cast in favour or against the resolution, is calculated based on the Valid Votes cast through Remote E-voting

ITEM NO. 1: To be passed by way of Simple Majority

TO CONSIDER AND APPROVE APPOINTMENT OF MR. HARSH SHAH AS A CHIEF EXECUTIVE OFFICER AND WHOLETIME DIRECTOR OF INVESTMENT MANAGER AND RELATED MATTERS

Summary of Postal Ballot



| Promoter/ Public | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outsta nding shares (3)=[(2)/ (1)]*1 00 | 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 |
|--------------------------------------|------------------------------|----------------------------------|---|------------------------------------|-------------------------------------|---|--|
| Promoter / Sponsor | 16,59,01,932 | 16,59,01,932 | 100.00 | 16,59,01,932 | Nil | 100.00 | Nil |
| Public- Institution al holders | 26,65,24,409 | 23,28,33,440 | 87.359 | 21,68,53,585 | 1,59,79,855 | 93.137 | 6.863 |
| Public- others | 26,77,52,144 | 23,31,247 | 0.871 | 21,38,713 | 1,92,534 | 91.741 | 8.259 |
| Total | 70,01,78,485 | 40,10,66,619 | 57.281 | 38,48,94,230 | 1,61,72,389 | 95.968 | 4.032 |

RESULTS:-

194 Unit holders holding 40,10,66,619 Units, participated in the remote e-voting. 173 unit holders holding 38,48,94,230 units voted in favour constituting 95.968 % and 21 unit holders holding 1,61,72,389 units voted against the resolution constituting 4.032 %.

As the number of votes cast in favour of the Resolution is more than the number of votes cast against, I report that the Resolution as set forth in Item No. 1 of notice dated October 27, 2022 has been passed by the unit holders with requisite majority. The Resolution is deemed as passed on the last date of voting that is Monday November 28, 2022

I further report that as per the Postal Ballot Notice dated October 27, 2022 the Chairman or a person authorized by him in writing may declare and confirm the above results of voting by postal ballot in respect of the Resolutions referred on or before November 29, 2022. The result of the Postal Ballot will be displayed on Company's website www.indigrid.co.in as also that of the Service Provider NSDL <https://evoting.nsdl.com>. The results will also be communicated to BSE Limited and National Stock Exchange of India Limited (the stock exchanges) where the Units are listed.



I further report that rule 22 of the Companies (Management and Administration) Rules 2014 has been duly complied with. I further report that, the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them recording the consent or otherwise received from the unit holders, voting through remote e-voting, which includes all the particulars of the unit holders such as the name, DP ID and Client ID, number of units held, number of units voted and number of units assented, number of units dissented, and other related papers are in my safe custody which will be handed over to the Company Secretary of Investment Manager after the Chairman considers, approves and signs the Minutes of the Postal Ballot process.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of IndiGrid.

Thanking You
Yours faithfully,
For BN & Associates
COMPANY SECRETARIES


B Narasimhan
(Proprietor)
FCS 1303 COP No.: 10440



Place: Mumbai

Dated: November 28, 2022

UDIN NO: F001303D002428354

The following were the witnesses to the unblocking of e-voting, on Monday November 28, 2022, on closure of e-voting period.

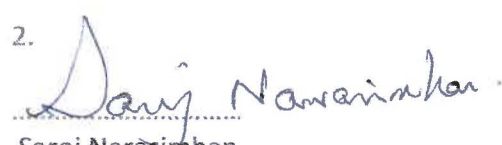
1.

Signature
R. Mahesh



2.

Signature
Saroj Narasimhan



I have received the report:

Signature _____

U.K. Shah
Urmil Shah
Company Secretary

Date: *28/11/2022*