

ORIENTAL INFRA TRUST

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

09.11.2019

Ref: Symbol: OSEINTRUST

Subject: Voting Results of the Postal Ballot Activity

Dear Sir/ Madam,

This is further to our letter dated October 11, 2019 in relation to intimation of dispatch of postal ballot notice seeking unitholders approval for various matters in relation to Oriental InfraTrust.

In this regard, we wish to inform you that the aforesaid resolution has been passed by the unitholders with the requisite majority on November 5, 2019 being the last date for voting.

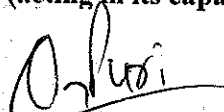
Please find enclosed following documents in this regard:

- 1) Voting Results of the said Postal Ballot activity marked as **Annexure -A.**
- 2) The Scrutinizer's Report dated November 07, 2019 marked as **Annexure-B.**

The Voting Results along with scrutinizer's report are also available on the website of Oriental InfraTrust i.e. <https://orientalinfratrust.com/>.

You are requested to please take the same on record.

**For Oriental InfraTrust
Indian Technocrat Limited
(acting in its capacity as the Investment Manager to Oriental InfraTrust)**


**Gaurav Puri
Compliance Officer**

Copy to-

Axis Trustee Services Limited
The Ruby, 2nd Floor, SW,
29, Senapati Bapat Marg,
Dadar West, Mumbai - 400 028
Maharashtra, India

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, Vasant Kunj, New Delhi - 110070
Correspondence Address: OSE commercial Block, Hotel Aloft, Asset-5B, Aerocity, Hospitality District, IGI Airport, New Delhi-110037
Tel: 011-49531100, E-Mail: orientalinfratrust@orientalindia.com, Website: www.orientalinfratrust.com

Regn No.: IN/ InvIT/ 18-19/ 0011

ORIENTAL INFRATRUST

Annexure -A

ORIENTAL INFRATRUST ("The Trust")

Postal Ballot Voting Results

Date of AGM/EGM	Not applicable (Resolution passed through Postal Ballot on November 05, 2019)
Total Numbers on unitholders on record/cut off date	7
No of unitholders present in the meeting either in person or through proxy	Not applicable (Resolution passed through Postal Ballot)
No of unitholders attended meeting either through video conferencing	Not applicable (Resolution passed through Postal Ballot)

The details of the business transacted /results of the Postal Ballot activity:

S.no	Agenda	Resolution Required	Remarks
1	To consider amendments under Clause 13 and Schedule I to the Trust Deed	Resolution by way of approval of all unit holders	Resolution was passed by way of approval of all unit holders
2	To consider amendments under the Disclosure of Information Policy	Resolution by way of Special Majority (i.e. where the votes cast in favour of the resolution shall be not less than 75 % the votes cast against the resolution)	Resolution was passed by way of Special (i.e. where the votes cast in favour of the resolution shall be not less than 75 % the votes cast against the resolution)
3	To consider amendments under the Distribution Policy	Resolution by way of Special Majority (i.e. where the votes cast in favour of the resolution shall be not less than 75 % the votes cast against the resolution)	Resolution was passed by way of Special Majority (i.e. where the votes cast in favour of the resolution shall be not less than 75 % the votes cast against the resolution)
4	To consider for continuation of Mr. Deepak Dasgupta beyond the age of 70 years as an Independent Director at the Board of Director of the Investment Manager	Resolution by way of simple majority (i.e. where the votes cast in favour of the resolution shall be more than 50 % of the total votes)	Resolution was passed by way of simple majority (i.e. where the votes cast in favour of the resolution shall be more than 50 % of the total votes)
5	To consider for continuation of Mr. Surinder Singh Kohli beyond the age of 70 years as an Independent Director at the Board of Director of the Investment Manager	Resolution by way of simple majority (i.e. where the votes cast in favour of the resolution shall be more than 50 % of the total votes)	Resolution was passed by way of simple majority (i.e. where the votes cast in favour of the resolution shall be more than 50 % of the total votes)

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Regn No.: IN/ InvIT/ 18-19/ 0011

ORIENTAL INFRATRUST

6	Variation in terms of Objects of the Offer	Resolution by way of approval of all unit holders	Resolution was passed by way of approval of all unit holders
7	To consider the amendment of the On-Lending Agreement of Project Entity	Resolution by way of Special Majority (i.e. where the votes cast in favour of the resolution shall be not less than 75 % the votes cast against the resolution)	Resolution was passed by way of Special (i.e. where the votes cast in favour of the resolution shall be not less than 75 % the votes cast against the resolution)
8	To approve the change in Statutory Auditor of Project Entity	Resolution by way of super majority (i.e. where the votes cast in favour of the resolution shall be not less than more than 67 % the votes cast against the resolution)	Resolution was passed by way of Super Majority (i.e. where the votes cast in favour of the resolution shall be not less than more than 67 % the votes cast against the resolution)

Voting Results of the Trust for the Postal Ballot Activity are as follows:

Resolution1: To consider amendments under Clause 13 and Schedule I to the Trust Deed

(I)

Category	Mode of Voting	No of Units held	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
1. Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
2. Non-Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, Vasant Kunj, New Delhi – 110070
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ORIENTAL INFRATRUST

(II)

Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
1. Institutional	Postal Ballot	230600000	230600000	39.55	51.00
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	NIL	NIL	NIL	NIL
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

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Resolution 2: To consider amendments under the Disclosure of Information Policy for

(a) Considering quarter ending September 30, 2019 as the first quarter for the purpose of providing information to be provided at the end of a quarter;

(b) Addition of a new clause in Disclosure of Information Policy

(I)

Category	Mode of Voting	No of Units held	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
1.Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
2.Non- Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

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(II)

Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
1.Institutional	Postal Ballot	230600000	230600000	39.55	51.00
2.Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	NIL	NIL	NIL	NIL
2.Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

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Resolution 3: To consider amendments under the Distribution Policy.

Considering quarter ending September 30, 2019 as the first quarter for the purpose of declaring Dividend

(I)

Category	Mode of Voting	No of Units held.	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
1. Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
2. Non- Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

ORIENTAL INFRATRUST

(II)

Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
1.Institutional	Postal Ballot	230600000	230600000	39.55	51.00
2.Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	NIL	NIL	NIL	NIL
2.Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

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ORIENTAL INFRATRUST

Resolution 4: To consider for continuation of Mr. Deepak Dasgupta beyond the age of 70 years as an Independent Director at the Board of Director of the Investment Manager

(I)

Category	Mode of Voting	No of Units held	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
1. Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
2. Non- Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

ORIENTAL INFRATRUST

(II)

Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
1. Institutional	Postal Ballot	230600000	230600000	39.55	51.00
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	NIL	NIL	NIL	NIL
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

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ORIENTAL INFRATRUST

Resolution 5: To consider for continuation of Mr. Surinder Singh Kohli beyond the age of 70 years as an Independent Director at the Board of Director of the Investment Manager

(I)

Category	Mode of Voting	No of Units held	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
1.Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
2.Non- Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, Vasant Kunj, New Delhi – 110070
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(II)

Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
1. Institutional	Postal Ballot	230600000	230600000	39.55	51.00
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	NIL	NIL	NIL	NIL
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

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Resolution 6: Variation in terms of Objects of the Offer

(I)

Category	Mode of Voting	No of Units held	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
1.Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
2.Non- Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, Vasant Kunj, New Delhi – 110070
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Regn No.: IN/ InvIT/ 18-19/ 0011

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(II)

Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
1.Institutional	Postal Ballot	230600000	230600000	39.55	51.00
2.Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	NIL	NIL	NIL	NIL
2.Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, Vasant Kunj, New Delhi – 110070
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Resolution 7: To consider the amendment of the On-Lending Agreement of Project Entity

(I)

Category	Mode of Voting	No of Units held	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
1.Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
2.Non- Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, Vasant Kunj, New Delhi – 110070
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Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
1. Institutional	Postal Ballot	230600000	230600000	39.55	51.00
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	NIL	NIL	NIL	NIL
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

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Regn No.: IN/InvIT/18-19/0011

ORIENTAL INFRA TRUST

Resolution 8: To approve the change in Statutory Auditor of Project Entity

(1)

Category	Mode of Voting	No of Units held	No of Units for which Votes exercised	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	% of Units for which Votes exercised	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	352478789	221556863	60.45	49.00
Public Holding						
3. Institutional	Postal Ballot	230600000	230600000	230600000	39.55	51.00
4. Non-Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

ORIENTAL INFRA TRUST

(II)

Category	Mode of Voting	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution	% of Units for which Votes exercised in favour of the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust in favour of the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	49.00
Public Holding					
3. Institutional	Postal Ballot	211200000	211200000	36.22	46.71
4. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

(III)

Category	Mode of Voting	No. of Units for which Votes exercised against the resolution	No of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution	% of Units for which Votes exercised in against the resolution	% of votes to be counted out of votes exercised in accordance with the Corporate Governance Policy of the Trust against the resolution
Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	NIL	NIL	NIL	NIL
Public Holding					
1. Institutional	Postal Ballot	19400000	19400000	3.33	4.29
2. Non Institutional	Postal Ballot	NIL	NIL	NIL	NIL

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, Vasant Kunj, New Delhi – 110070
 Correspondence Address: OSE commercial Block, Hotel Aloft, Asset-5B, Aerocity, Hospitality District, IGI Airport, New Delhi-110037
 Tel: 011-49531100, E-Mail: orientalinfratrust@orientalindia.com, Website: www.orientalinfratrust.com

Regn No.: IN/ InvIT/ 18-19/ 0011

MONIKA KOHLI

B.Com. (H), F.C.S., L.L.B.

SCRUTINIZER REPORT FOR VOTING THROUGH BALLOT PAPER FOR ORIENTAL INFRATRUST

To,

The Board of Directors,
Indian Technocrat Limited
(Investment Manager on behalf of Oriental InfraTrust)
OSE Commercial Block, Hotel Aloft, Asset 5B,
Aerocity, Hospitality District, IGI Airport,
New Delhi 110037

Sub: Scrutinizer's Report on Postal Ballot Voting in respect of passing of Resolution(s)
contained in Postal Ballot Notice dated October 11, 2019

I Monika Kohli, Practising Company Secretary (COP 4936) having office at 31/36, Basement, Old Rajinder Nagar, New Delhi 110060 have been appointed as the Scrutinizer, by the Board of Directors of Indian Technocrat Limited (Investment Manager) on behalf of the Oriental InfraTrust, for the purpose of scrutinizing postal ballot process in a fair and transparent manner for voting taken on the resolution(s) as contained in the postal ballot Notice dated 11th October, 2019 of Oriental InfraTrust ('The Trust').

As on October 11, 2019, the cut-off date there were 7 unit holders of the Company holding in total 58,30,78,789 units of the Trust, who were entitled to vote on the resolutions placed for the approval of the unitholders through voting through ballot paper conducted Notice dated October 11, 2019 of Oriental InfraTrust.



MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES

31/36, Basement, Old Rajinder Nagar, New Delhi-110060 Tele : 91-011-42432721, 42430027
Mobile : 9810480983 E-mail : monikaself@yahoo.com, monika.kohli@dmkassociates.in

Management Responsibility


The management of the Investment manager is responsible to ensure compliance with the requirements of the relevant provisions of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations") and any other applicable law relating to Postal Ballot Voting for resolution stated in the Notice

Scrutinizer's Responsibility

My responsibility as scrutinizer is restricted to making a scrutinizer report of the votes cast by the unit holders in respect of resolutions contained in the Notice. My report is based on list / data provided by the Registrar & Transfer Agent through the Investment Manager, and Postal Ballots received till the time fixed for closing of the voting process, i.e; on 5th November 2019 at 17:00 hours IST

I submit my report as under:

1. The postal ballot forms received by me till the time fixed for closing of the postal ballot voting, i.e; on 5th November 2019 at 17:00 hours IST were put in the postal ballot box, the Postal Ballot boxes were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and postal ballot forms were diligently scrutinized. The postal ballot forms were reconciled with records maintained by the Registrar and Transfer Agents of the Trust and the authorization/ proxies lodged with the Trust.
3. We did not find any postal ballot papers invalid.
4. The result of the postal ballot is as under:

Monika Kohli


RESOLUTION NO. 1

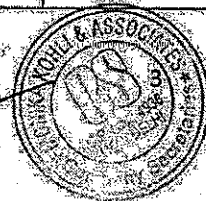
TO CONSIDER AMENDMENT IN THE TRUST DEED

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the resolution	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	583078789	452156863	100%	7

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in against the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust against the resolution	% of votes in against the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

M. Kohli


**MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES**

(III) INVALID VOTES OF THE RESOLUTION:

There is no Invalid Vote casted by any of the unit holder

RESULT

As all the votes exercised in favour of the resolution, we report that the Resolution with regard to the Item no. 1 as set out in the Notice of the Postal Ballot is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 2

TO CONSIDER AMENDMENT IN DISCLOSURE OF INFORMATION POLICY FOR-

(a) CONSIDER QUARTER ENDING SEPTEMBER 30, 2019 AS THE FIRST QUARTER FOR THE PURPOSE OF PROVIDING INFORMATION TO BE PROVIDED AT THE END OF THE QUARTER;

(b) ADDITION OF A NEW CLAUSE IN DOI POLICY TO ENABLE THE IM TO PROVIDE INFORMATION TO THE UNIT HOLDERS WITHOUT MAKING THE SAME PUBLIC, UNLESS REQUIRED UNDER THE LAW

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the resolution.	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution



**MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES**

Physical	583078789	452156863	583078789	452156863	100%	7
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(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unit holders	No. of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in against the resolution	No. of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust against the resolution.	% of votes in against the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

There is no Invalid Vote casted by any of the unit holder

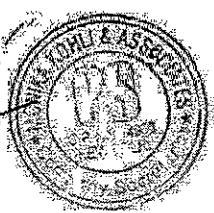
RESULT

As 100% of the votes are casted and exercised in favour of the resolution, we report that the Resolution with regard to Item no. 2 as set out in the Notice of the Postal Ballot is passed in favour of the resolution with requisite majority of the unit holders as specified in the relevant INVIT Document/Act/Regulation.

RESOLUTION NO. 3

TO CONSIDER AMENDMENTS UNDER THE DISTRIBUTION POLICY.

CONSIDERING QUARTER ENDING SEPTEMBER 30, 2019 AS THE FIRST QUARTER FOR THE PURPOSE OF DECLARING DIVIDEND

Monika Kohli


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COMPANY SECRETARIES**

(I) VOTED IN FAVOUR OF THE RESOLUTION:

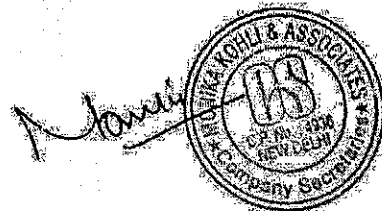
Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution.	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the resolution	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	583078789	452156863	100%	7

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in against the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust against the resolution	% of votes in against the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

There is no Invalid Vote casted by any of the unit holder



**MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES**

RESULT

As all the votes exercised cast in favour of the resolution, we report that the Resolution with regard to Item no.3 as set out in the Notice of the meeting is passed in favour of the resolution with requisite majority.

RESOLUTION NO.4

TO CONSIDER WAIVER IN RESPECT OF MR. DEEPAK DAS GUPTA UNDER THE NOMINATION AND REMUNERATION POLICY

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders.	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the resolution	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	583078789	452156863	100%	7

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders.	No of votes to be counted out of votes exercised in accordance with the	No. of Units for which Votes exercised in against the resolution	No of votes to be counted out of votes exercised in accordance with the	% of votes in against the resolution in accordance with the Corporate Governance	No. of unit holders who voted in favour of the resolution




**MONIKA KOHLI & ASSOCIATES
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		corporate governance policy of the Trust		corporate governance policy of the Trust against the resolution	Policy of the Trust	
Physical	583078789	452156863	NIL	NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

There is no Invalid Vote casted by any of the unit holder

RESULT

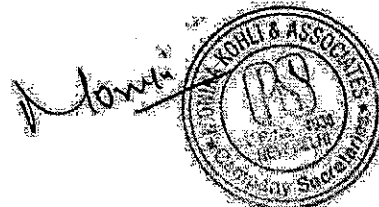
As the all the votes cast in favour of the resolution, we report that the Resolution with regard to Item no. 4 as set out in the Notice of the meeting is passed in favour of the resolution with requisite majority.

RESOLUTION NO.5

TO CONSIDER WAIVER IN RESPECT OF MR. SURINDER SINGH KOHLI UNDER THE NOMINATION AND REMUNERATION POLICY

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No. of Units for which Votes exercised by all unitholders	No. of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution	No. of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution



**MONIKA KOHLI & ASSOCIATES
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				resolution		
Physical	583078789	452156863	583078789	452156863	100%	7

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in against the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust against the resolution	% of votes in against the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

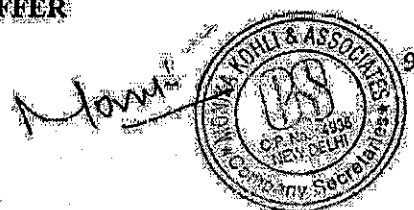
There is no Invalid Vote casted by any of the unit holder

RESULT

As the all the votes cast in favour of the resolution, we report that the Resolution with regard to Item no. 5 as set out in the Notice of the meeting is passed in favour of the resolution with requisite majority.

RESOLUTION NO.6

VARIATION IN TERMS OF THE OBJECTS OF THE OFFER




(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the resolution	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	583078789	452156863	100%	7

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in against the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust against the resolution	% of votes in against the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

Monika Kohli


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COMPANY SECRETARIES**

(III) INVALID VOTES OF THE RESOLUTION:

There is no Invalid Vote casted by any of the unit holder

RESULT



As the all the votes cast in favour of the resolution, we report that the Resolution with regard to Item no. 6 as set out in the Notice of the meeting is passed in favour of the resolution with requisite majority.

RESOLUTION NO.7

TO CONSIDER THE AMENDMENT OF THE ON-LENDING AGREEMENT OF PROJECT ENTITY

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the resolution	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	583078789	452156863	100%	7

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in against the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust against the resolution	% of votes in against the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

There is no Invalid Vote casted by any of the unit holder

RESULT

As the all the votes cast in favour of the resolution, we report that the Resolution with regard to Item no. 7 as set out in the Notice of the meeting is passed in favour of the resolution with requisite majority.

RESOLUTION NO.8

TO APPROVE THE CHANGE IN STATUTORY AUDITOR OF PROJECT ENTITY

M. Kohli


(I) VOTED IN FAVOUR OF THE RESOLUTION:


Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in favour of the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust in favour of the resolution	% of votes in favour of the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	563678789	432756863	95.71%	6

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Units for which Votes exercised by all unitholders	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust	No. of Units for which Votes exercised in against the resolution	No of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust against the resolution	% of votes in against the resolution in accordance with the Corporate Governance Policy of the Trust	No. of unit holders who voted in favour of the resolution
Physical	583078789	452156863	19400000	19400000	4.29%	1

(III) INVALID VOTES OF THE RESOLUTION:

There is no Invalid Vote casted by any of the unit holder

Monika Kohli

 13

**MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES**

RESULT

As 95.71% of the votes have been casted and voted in favour of the resolution as against 4.29% of the votes cast against the resolution, we report that the Resolution with regard to Item no. 8 as set out in the Notice of the meeting is passed in favour of the resolution with requisite majority of the unit holders as specified in the relevant InvIT Document/Act/Regulation .

5. The relevant records relating to voting by Ballot paper were sealed and handed over to the Company Compliance Officer of the Investment Manager as authorized by the Board of Investment manager for safe keeping.

Thanking you

Yours Sincerely

For Monika Kohli & Associates

Company Secretaries

Monika Kohli

Monika Kohli

Practicing Company Secretary

FCS No: 5480

CP No: 4936

31/36, Basement, Old Rajinder Nagar

Delhi - 110060

Date : 07/11/2019

Place : New Delhi