



INDIAN TECHNOCRAT LIMITED

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

03.01.2020

Ref: Symbol: OSEINTRUST

Subject: Resubmission of Voting Results of the Postal Ballot Activity

Dear Sir/ Madam,

This is further to our earlier letter dated 31.12.2019 regarding submission of voting results of postal ballot activity.

Due to inadvertently error, we would like to re-submit the following documents as follows.

- 1) Voting Results of the said Postal Ballot activity marked as **Annexure –A.**
- 2) The Scrutinizer's Report dated December 30, 2019 marked as **Annexure-B.**

The revised 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, SenapatiBapat Marg,
Dadar West, Mumbai - 400 028
Maharashtra, India

Reg. Office : OSE Commercial Block, Hotel Aloft, Asset 5B, Aerocity Hospitality District, IGI Airport, New Delhi-110037

Corporate office : Plot No. 8, Sector-B7, Local Shopping Complex, Vasant Kunj, New Delhi-110070

Ph. No. : +91-11-49531100, +91-11-46044604 Fax No. : +91-11-49531166

E-mail : ose.secretarial@gmail.com

Website : www.itl.net.in

CIN : U74140DL1980PLC010753

ORIENTAL INFRATRUST

Annexure -A

ORIENTAL INFRATRUST ("The Trust")

Postal Ballot Voting Results

Date of AGM/EGM	Not applicable (Resolution passed through Postal Ballot on December 28, 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 amendment to the Distribution Policy	Resolution by way of Special Majority	Resolution was passed with requisite majority
2	To consider amendments under the Disclosure of Information Policy	Resolution by way of approval of all unit holders	Resolution was passed by way of approval of all unit holders
3	To avail rupee term loan facilities aggregating up to INR 2,400,00,00,000 (Indian Rupees Two Thousand Four Hundred Crores only) from an Indian bank or financial institution ("Domestic Lender"), as identified by the Investment Manager ("Rupee Facility") to onlend to certain project entities that are engaged in the construction, and development of certain road projects, ("Project SPVs") pursuant to concession agreements entered into with the National Highways Authority of India ("Project SPV Loans") and to amend the loan agreement dated June 22, 2018 executed between the Trust and International Finance Corporation ("IFC Loan Agreement") and the other Financing Documents (as defined in the IFC Loan Agreement) (collectively, "IFC Financing Documents")	Resolution by way of Significant Majority	Resolution was passed with requisite majority

Principal Place of Business: 3rd Floor, Plot No.8, Sector: B-7, Local Shopping Complex, VasantKunj, 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

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4	To consider and approve providing undertaking by the Trust to meet all the obligations of OSE Hungund Hospet Highways Pvt Ltd (OHHHPL), one of the Project Entity for any shortfall in fund towards debt servicing by OHHHPL	Resolution by way of significant majority	Resolution was passed with requisite majority
5	To consider and approve providing undertaking by the Trust to meet all the obligations of Etawah-Chakeri (Kanpur) Highway Private Limited (ECKHPL), one of the Project Entity for any shortfall in fund towards debt servicing by ECKHPL	Resolution by way of significant majority	Resolution was passed with requisite majority
6	To seek waiver under Disclosure of Information Policy	Resolution by way of approval of all unit holders	Resolution was passed with requisite majority

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

Resolution1: To consider amendments to the Distribution 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

(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

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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, VasantKunj, New Delhi – 110070
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Resolution 2: To consider amendments to the 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

(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

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

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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 avail rupee term loan facilities aggregating up to INR 2,400,00,00,000 (Indian Rupees Two Thousand Four Hundred Crores only) from an Indian bank or financial institution ("Domestic Lender"), as identified by the Investment Manager ("Rupee Facility"), to onlend to certain project entities that are engaged in the construction, and development of certain road projects held by the Trust, ("Project SPVs") pursuant to concession agreements entered into with the National Highways Authority of India ("Project SPV Loans") and to amend the loan agreement dated June 22, 2018 executed between the Trust and International Finance Corporation ("IFC Loan Agreement") and the other Financing Documents (as defined in the IFC Loan Agreement) (collectively, "IFC Financing Documents")

(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	51.20
Public Holding						
1. Institutional	Postal Ballot	230600000	211200000	211200000	36.22	48.80
2. Non- Institutional	Postal Ballot	NIL	NIL	NIL	NIL	NIL

(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

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Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties	Postal Ballot	352478789	221556863	60.45	51.20
Public Holding					
1. Institutional	Postal Ballot	211200000	211200000	36.22	48.80
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 and approve providing undertaking by the Trust to meet all the obligations of OSE Hungund Hospet Highways Pvt Ltd (OHHHPL), one of the Project Entity for any shortfall in fund towards debt servicing by OHHHPL

(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 exercise	% 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

(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

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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 INFRATRUST

Resolution 5: To consider and approve providing undertaking by the Trust to meet all the obligations of Etawah-Chakeri (Kanpur) Highway Private Limited (ECKHPL), one of the Project Entity for any shortfall in fund towards debt servicing by ECKHPL

(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

(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

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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: To seek waiver under 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

(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

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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

MONIKA KOHLI

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

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 December 5,2019

I Monika Kohli, Practising Company Secretary (COP 4936) having office at 31/036, Basement, Old Rajinder Nagar, New Delhi 110060 have been appointed as the Scrutinizer, pursuant to the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations"), and other provisions, if any, 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 5th December, 2019 of Oriental InfraTrust ('The Trust')

As on December 5, 2019, the cut-off date there were 7unit holdersholding in total 58,30,78,789 units of the Trust who were entitledto vote on the resolutions placed for the approval of the unitholders through voting through ballot paper as contained in Notice dated December 5, 2019 of Oriental InfraTrust.



MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES

31/36, Basement, Old Rajinder Nagar, New Delhi-110060 Tel: 011-42430027, 011-42432721
Mobile : 9810480983, E-mail : monikaself@yhaoo.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 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 28th December, 2019 at 14:00 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 28th December 2019 at 14:00 hours IST, 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:



RESOLUTION NO 1 :

TO CONSIDER AMENDMENT TO THE DISTRIBUTION POLICY

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if votes for all units are casted)	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 Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if	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	% of votes against the resolution in accordance with the corporate governance policy of the Trust	No. of unit holders who voted against the resolution



**MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES**

		votes for all units are casted)		against 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 unitholder.

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 AMENDMENTS TO THE DISCLOSURE OF INFORMATION POLICY

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per	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	% of votes in favour of the resolution in accordance with the corporate governance policy of the	No. of unit holders who voted in favour of the resolution



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		corporate governance policy of the Trust(if votes for all units are casted)		corporate governance policy of the Trust in favour of the resolution	Trust	
Physical	583078789	452156863	583078789	452156863	100%	7

(II) VOTED AGAINST THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if votes for all units are casted)	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 votes against the resolution in accordance with the corporate governance policy of the Trust	No. of unit holders who voted against the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

(II) INVALID VOTES OF THE RESOLUTION:

There is no invalid vote casted by any of the unitholder.



RESULT

As all the votes 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.

RESOLUTION NO. 3

To avail rupee term loan facilities aggregating up to INR 2,400,00,00,000 (Indian Rupees Two Thousand Four Hundred Crores only) from an Indian bank or financial institution ("Domestic Lender"), as identified by the Investment Manager ("Rupee Facility") to on-lend to certain project entities that are engaged in the construction, and development of certain road projects, ("Project SPVs") pursuant to concession agreements entered into with the National Highways Authority of India ("Project SPV Loans") and to amend the loan agreement dated June 22, 2018 executed between the Trust and International Finance Corporation ("IFC Loan Agreement") and the other Financing Documents (as defined in the IFC Loan Agreement) (collectively, "IFC Financing Documents")

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust (if votes for all units are casted)	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 Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust (if votes for all units are casted)	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 votes against the resolution in accordance with the corporate governance policy of the Trust	No. of unit holders who voted against the resolution
Physical	583078789	432756863	NIL	NIL	NIL	NIL

(III) ABSTAINED VOTES OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust (if votes for all units are casted)	No. of Units for which unitholder (s) abstained from voting	No. of votes to be counted out of votes exercised in accordance with the corporate governance policy of the Trust abstained from voting	% of votes abstained from voting in favour/ against the resolution in accordance with the corporate governance policy of the Trust	No. of unit holders who abstained from voting in favour/ against the resolution



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Physical	583078789	432756863	19400000	19400000	4.29%	1
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(IV) INVALID VOTES OF THE RESOLUTION:

There is no invalid vote casted by any of the unitholder.

RESULT

As the number of votes exercised in favour of the resolution was more than the number of votes cast against, 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 and approve providing undertaking by the Trust to meet all the obligations of OSE HungundHospet Highways Pvt Ltd (OHHHPL), one of the Project Entity for any shortfall in fund towards debt servicing by OHHHPL

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if votes for all units are casted)	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 Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if votes for all units are casted)	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 votes against the resolution in accordance with the corporate governance policy of the Trust	No. of unit holders who voted against 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 unitholder.

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 and approve providing undertaking by the Trust to meet all the



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obligations of Etawah-Chakeri (Kanpur) Highway Private Limited (ECKHPL), one of the Project Entity for any shortfall in fund towards debt servicing by ECKHPL

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust (if votes for all units are casted)	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:



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Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if votes for all units are casted)	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 votes against the resolution in accordance with the corporate governance policy of the Trust	No. of unit holders who voted against the resolution
Physical	583078789	452156863	NIL	NIL	NIL	NIL

(II) INVALID VOTES OF THE RESOLUTION:

There is no invalid vote casted by any of the unitholder.

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

To seek waiver under Disclosure of Information Policy

(I) VOTED IN FAVOUR OF THE RESOLUTION:



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Mode of Postal Ballot Voting	Total No of Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if votes for all units are casted)	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 Outstanding Units as on cutoff date	No of units to be considered for voting out of total outstanding units as on cutoff date as per corporate governance policy of the Trust(if votes for all units are casted)	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 votes against the resolution in accordance with the corporate governance policy of the Trust	No. of unit holders who voted against the resolution



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Physical	583078789	452156863	NIL	NIL	NIL	NIL
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(II) INVALID VOTES OF THE RESOLUTION:

There is no invalid vote casted by any of the unitholder.

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.

5. The relevant records relating to voting by Ballot papers shall remain in the safe custody of the scrutinizer until the chairman considers, approves and sign the Minutes of the Meeting and the same will be handed over to the Company Secretary or Director authorized by the Board of Investment manager for safe keeping.

Thanking you

Yours Sincerely

**For Monika Kohli & Associates
Company Secretaries**




Monika Kohli

Practicing Company Secretary

FCS No: 5480

CP No: 4936

31/36, Basement, Old Rajinder Nagar

Delhi - 110060