

OIT INFRASTRUCTURE MANAGEMENT LIMITED

(formerly known as Indian Technocrat Limited)

CIN: U74140DL1980PLC010753

29.09.2020

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

Ref: Symbol: OSEINTRUST

Dear Sir/ Madam,

Subject – Proceedings of First Annual General Meeting of unitholders of Oriental InfraTrust held on September 29, 2020

Dear Sir/Madam,

We, the Investment Manager of Oriental InfraTrust ("Trust"), hereby submit the details regarding proceedings and voting results of the business transacted at the First Annual General Meeting of the unitholders of the Trust held on September 29, 2020, through video conferencing, in compliance with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 and SEBI circulars issued thereunder.

In this regard, we are enclosing the following:

- a) Proceedings and Voting Results as Annexure I
- b) Scrutinizer's Report dated September 29, 2020 as Annexure II

The meeting commenced at 10:30 a.m. and concluded at 10:52 a.m.

Please take the same on record.

Yours Faithfully,

OIT Infrastructure Management Limited
(formerly known as Indian Technocrat Limited)
(as the Investment Manager to Oriental Infratrust)



Gaurav Puri
Compliance Officer

OIT INFRASTRUCTURE MANAGEMENT LIMITED

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Annexure I

Details of the proceedings of the First Annual General Meeting of the unitholders of Oriental InfraTrust

Date of the Annual General Meeting of the unitholders	Tuesday, September 29, 2020
Total number of unitholders on record date	7
No. of unitholders present through video conferencing	4
Sponsor /Investment Manager/Project Manager and their associates/ related parties:	2
Public:	2

The details of the business transacted/results of the meeting of the unitholders:

S.no	Agenda	Resolution Required	Remarks
1	To adopt Audited Financial Statements (Consolidated and Standalone) as at and for the period ended March 31, 2020 together with the Auditors' Reports thereon	Resolution to be passed by way of The resolution was simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations	Resolution was passed with requisite majority
2	To consider ratification of appointment of the Statutory Auditor and fix their remuneration	Resolution to be passed by way of The resolution was simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations	Resolution was passed with requisite majority
3	To adopt the Valuation Report	Resolution to be passed by way of The resolution was simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment	Resolution was passed with requisite majority

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ID: ose.secretarial@gmail.com & Tele. No.: 011-46044604

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		Trusts) Regulations	
4	To consider the ratification of appointment and further appointment of the valuer	Resolution to be passed by way of The resolution was simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations	Resolution was passed with requisite majority

Voting Results of the resolutions mentioned in the notice of the First Annual General Meeting of the Unit holders of Oriental InfraTrust:

RESOLUTION1: TO ADOPT AUDITED FINANCIAL STATEMENTS (CONSOLIDATED AND STANDALONE) AS AT AND FOR THE PERIOD ENDED MARCH 31, 2020 TOGETHER WITH THE AUDITORS' REPORTS THEREON

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	352478789	352478789	100	352478789	NIL	100	NIL
Public - Institutions	Remote e-voting and e-voting at the AGM	230600000	211200000	91.58	211200000	NIL	100	NIL
Public - Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

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RESOLUTION 2: TO CONSIDER RATIFICATION OF APPOINTMENT OF THE STATUTORY AUDITOR AND FIX THEIR REMUNERATION

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	352478789	352478789	100	352478789	NIL	100	NIL
Public - Institutions	Remote e-voting and e-voting at the AGM	230600000	211200000	91.58	211200000	NIL	100	NIL
Public - Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

RESOLUTION 3: TO ADOPT THE VALUATION REPORT

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates	Remote e-voting	352478789	352478789	100	352478789	NIL	100	NIL

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related Parties								
Public - Institutions	Remote e-voting and e-voting at the AGM	230600000	211200000	91.58	211200000	NIL	100	NIL
Public - Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

RESOLUTION 4: TO CONSIDER THE RATIFICATION OF APPOINTMENT AND FURTHER APPOINTMENT OF THE VALUER

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	352478789	352478789	100	352478789	NIL	100	NIL
Public - Institutions	Remote e-voting and e-voting at the AGM	230600000	211200000	91.58	211200000	NIL	100	NIL
Public - Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

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Report of Scrutinizer

Annexure-II

To,

The Board of Directors

OIT Infrastructure Management Limited

(Formerly known as Indian Technocrat Limited)

(acting in its capacity as the Investment Manager on behalf of Oriental InfraTrust)

First Annual General Meeting of the Unitholders of Oriental InfraTrust held on Tuesday, September 29, 2020 at 10.30 a.m. through Video Conferencing.

Sub: Passing of Resolutions at the First Annual General Meeting ("AGM") of the Unit holders of Oriental Infracrust (the "Trust/InvIT") held on Tuesday, September 29, 2020 through Video Conferencing ("VC"), which commenced at 10:30 a.m. and concluded at 10:52 a.m

Dear Sir,

I, Mr. Chetan Gaur, Proprietor of M/s. C Gaur & Associates, Practising Company Secretaries, Delhi, have been appointed as the Scrutinizer by the OIT Infrastructure Management Limited *(acting in its capacity as the Investment Manager to Oriental InfraTrust)* to scrutinize the entire voting process i.e. remote e-voting and e-voting at the AGM of the Trust, in a fair and transparent manner.

Scrutinizer's Responsibility

My responsibility as scrutinizer is restricted to making a scrutinizer report of the votes cast by the unitholders in respect of resolutions contained in the Notice of AGM. My report is based on verification of the votes received through remote e-voting by 17:00 hours IST on Monday, September 28, 2020 and the e-voting conducted at the AGM.

I submit my report as under:

(1) Remote e-voting facility was provided to the Unitholders to exercise their vote in respect of the resolutions as set out in the Notice of AGM was started on Friday, September 25, 2020 from 9:00 hours till and ended on Monday, September 28, 2020 at 17:00 hours IST.

(2) The facility for e-voting through other electronic means was also made available to the Unitholders, present at the AGM who had not cast their vote earlier.

(3) Voting rights were reckoned on the paid-up value of the units registered in the name of the Unitholder on the cut-off date i.e. Friday, September 18, 2020.

(4) After conclusion of the AGM, the votes received till 17:00 hours IST on Monday, September 28, 2020 through remote e-voting and through e-voting at the meeting were reconciled with the details of unitholders as per the Beneficiary Position as on the cut-off date obtained from the Registrar and Transfer Agents of the Trust.

(5) No invalid votes were received through remote e-voting.

(6) I now submit my consolidated report as under on the Voting Results of the resolutions mentioned in the notice of AGM of the Trust:

Item No 1: To adopt the Audited Financial Statements (Consolidated and Standalone) as at and for the period ended March 31, 2020 together with the Auditor's report thereon.

Resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	352478789	352478789	100	352478789	NIL	100	NIL
Public - Institutions	Remote e-voting and e-voting at the AGM	230600000	211200000	91.58	211200000	NIL	100	NIL
Public - Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No 2: To consider ratification of Appointment of Statutory Auditor and fix their remuneration

Resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation

22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	352478789	352478789	100	352478789	NIL	100	NIL
Public - Institutions	Remote e-voting and e-voting at the AGM	230600000	211200000	91.58	211200000	NIL	100	NIL
Public - Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No 3: To adopt the Valuation Report

Resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/	Remote	352478789	352478789	100	352478789	NIL	100	NIL

Investment Manager/ Project Manager and their associates related Parties	e-voting							
Public - Institutions	Remote e-voting and e-voting at the AGM	230600000	211200000	91.58	211200000	NIL	100	NIL
Public - Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that Item no.3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No 4: To consider the ratification of appointment and further appointment of the Valuer

Resolution by way of simple majority (i.e. where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

Category	Mode of Voting	No. of units held	No. of units polled	% of votes polled on outstanding units	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes Against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	352478789	352478789	100	352478789	NIL	100	NIL
Public - Institutions	Remote e-voting and e-	230600000	211200000	91.58	211200000	NIL	100	NIL

	voting at the AGM							
Public & Non Institutions	Remote e-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		583078789	563678789	96.67	563678789		100	

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

The aforesaid result of voting by Unitholders through remote e-voting and e-voting at AGM in respect of the above-mentioned resolutions may accordingly be declared by the investment Manager of the InvIT.

Thanking You

Yours faithfully

For and on behalf of C Gaur & Associates


CS Chetan Gaur

Proprietor

Membership: A37455

CP No: 19223

UDIN: A037455B000806839



Date: 29 September 2020

Place: New Delhi