

PenBrook Capital Advisors

August 23, 2019

To
Head – Listing Operations Department,
BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai 400 001
Maharashtra, India

Sub.: Proceedings of Extra-ordinary General Meeting of the Unitholders of India Infrastructure Trust held on August 23, 2019

Ref.: Scrip Code: 542543

Dear Sir/Madam,

We, the Investment Manager of India Infrastructure Trust ("InvIT"), hereby submit the details regarding proceedings and voting results of the business transacted at the Extra-ordinary General Meeting of the unitholders of the InvIT held on Friday, August 23, 2019 at 11.00 a.m. at Unit 804, 8th Floor, A Wing, One BKC, Bandra Kurla Complex, Bandra East, Mumbai - 400 051, Maharashtra, India, in furtherance of the notice to the unitholders dated July 29, 2019.

The meeting commenced at 11:00 a.m. and concluded at 11:30 a.m.

Please take the same on record.

Thanking you.

Yours faithfully,
For India Infrastructure Trust

By Order of the InvIT Committee
PenBrook Capital Advisors Private Limited
(as the Investment Manager to the India Infrastructure Trust)



Sridhar Rengan

Sridhar Rengan
Director
DIN: 03139082

CC:
Axis Trustee Services Limited
(as the Trustee to the India Infrastructure Trust)
Axis House, Bombay Dyeing Mills Compound,
Pandurang Budhkar Marg,
Worli, Mumbai - 400 025,
Maharashtra, India

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The details of the proceedings of the Extra-ordinary General Meeting of the unitholders of the India Infrastructure Trust ("EGM")

Date of the Extra-ordinary General Meeting of the Unitholders	Friday, August 23, 2019
Total number of Unitholders on record date	9
No. of Unitholders present in the meeting either in person or through proxy:	4
Sponsor/Investment Manager/Project Manager and their associates/related parties:	1
Public:	3
No. of Unitholders attending the meeting through Video Conferencing:	Not Applicable
Sponsor/Investment Manager/Project Manager and their associates/related parties:	
Public:	

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

Sr. No.	Agenda	Approval requirement as per the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended ("InvIT Regulations")	Remarks
1.	To consider ratification of appointment of Valuer and fix their remuneration	Resolution to be passed by simple majority (<i>i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution</i>) in terms of Regulation 22 of the InvIT Regulations.	The resolution was passed unanimously by the Unitholders.
2.	Approving the proposed amendments to the Trust Deed of India Infrastructure Trust dated November 22, 2018	Resolution to be passed by special majority (<i>i.e. where the votes cast in favour of the resolution are required to be not less than one and a half times the votes cast against the resolution</i>) in terms of Regulation 22 of the InvIT Regulations.	The resolution was passed by 96.87% of votes in favour on votes polled by the Unitholders.



PenBrook Capital Advisors Private Limited

(Formerly Known as Peninsula Brookfield investment Manager Pvt Ltd.)

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Voting Results of the resolutions mentioned in the notice of the EGM

Item No. 1: To consider ratification of appointment of Valuer and fix their remuneration

Resolution passed by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) 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 votes polled	% of voted polled on outstanding units	No. of voted 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	Physical Ballots	56,88,00,000	56,88,00,000	100	56,88,00,000	0	100	0
Public - Institutions	Physical Ballots	8,26,00,000	7,00,00,000	84.75	7,00,00,000	0	100	0
Public - Non Institutions	Physical Ballots	1,26,00,000	0	0	0	0	0	0
Total		66,40,00,000	63,88,00,000	96.20	63,88,00,000	0	100	0

Item No. 2: Approving the proposed amendments to the Trust Deed of India Infrastructure Trust dated November 22, 2018

Resolution passed by way of special majority (i.e. where the votes cast in favour of the resolution are required to be not less than one and a half times the votes cast against the resolution) 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 votes polled	% of voted polled on outstanding units	No. of voted 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	Physical Ballots	56,88,00,000	56,88,00,000	100	56,88,00,000	0	100	0
Public - Institutions	Physical Ballots	8,26,00,000	7,00,00,000	84.75	5,00,00,000	2,00,00,000	71.43	28.57
Public - Non Institutions	Physical Ballots	1,26,00,000	0	0	0	0	0	0
Total		66,40,00,000	63,88,00,000	96.20	61,88,00,000	2,00,00,000	96.87	3.13

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