

( A subsidiary of  
IRB INFRASTRUCTURE DEVELOPERS LTD )

**Corporate Office:**

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CIN : U45200MH2002PTC135512

Date: July 28, 2023

To,  
National Stock Exchange of India Limited  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra-Kurla Complex, Bandra (East)  
Mumbai 400051

Dear Sir/Ma'am,

NSE Symbol: IRBIT / Series: IV

**Sub: Voting Results of the 4<sup>th</sup> Annual Meeting of the Unitholders of IRB Infrastructure Trust**

Dear Sir(s),

We hereby submit details regarding the voting results of the business transacted at the 4<sup>th</sup> Annual Meeting ("AM") of the Unitholders of the IRB Infrastructure Trust (the "Trust") held on Thursday, July 27, 2023, at 11.00 a.m. (IST), through Video Conferencing (VC), in furtherance to our intimation dated July 5, 2023.

The remote e-voting facility was provided on the item of the business sought to be transacted at the AM of the Unitholders of the Trust. Central Depository Services (India) Limited (CDSL) was appointed as the service provider for the purpose of extending the facility for remote e-voting to the Unitholders of the Trust.

Please take the above on record and acknowledge receipt of the same.

Thanking you,

**For IRB Infrastructure Trust**  
**By Order of the Board of MMK Toll Road Private Limited**  
**(as the Investment Manager to IRB Infrastructure Trust)**

**Kaustubh Shevade**  
**Company Secretary & Compliance Officer**

Encl.: As Above

The details of the voting results at the Annual Meeting (AM):

Date of the AM/EM	July 27, 2023
Total number of unitholders on record date*	10
No. of Unitholders present in the meeting either in person or through proxy:	
Sponsor(s)/ Investment Manager/ Project Manager(s) and their associates/related parties:	Not applicable
Public:	Not applicable
No. of Unitholders attended the meeting through Video Conferencing:	
Sponsor(s)/ Investment Manager/ Project Manager(s) and their associates/related parties	1
Public	9

\* Not grouped per PAN.

The details of the business transacted/results of the Annual Meeting:

Sr. No.	Agenda	Resolution Required	Remarks
1.	To consider and adopt the audited Standalone financial statements and the audited consolidated financial statements as at and for the financial year ended March 31, 2023 together with reports of the auditors thereon and the report of the Investment manager and Management Discussion & Analysis	Resolution by way of ordinary 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.	Resolution by way of ordinary 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.
2.	To consider appointment of Auditor	Resolution by way of ordinary 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.	Resolution by way of ordinary 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.

3.	To approve and adopt the Valuation report along with the review opinion for the year ended March 31, 2023	Resolution by way of ordinary 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.	Resolution by way of ordinary 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.
4.	To consider and appoint the Valuer	Resolution by way of ordinary 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.	Resolution by way of ordinary 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.
5.	To approve revision in fees to be paid to the Investment Manager	Resolution by way of special majority (i.e. where the votes cast in favour of the resolution are required to be more than the 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.	Resolution by way of special majority (i.e. where the votes cast in favour of the resolution are required to be more than the 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.

Voting Results of the resolutions mentioned in notice of Annual Meeting of the Unitholders of the Trust is as follows:

**Item No. 1: Resolution by way of ordinary 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:**

To consider and adopt the audited Standalone financial statements and the audited consolidated financial statements as at and for the financial year ended March 31, 2023 together with reports of the auditors thereon and the report of the Investment manager and Management Discussion & Analysis

Category	Mode of Voting	No. of units held	No. of votes 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
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	448439840	448439840	100.00	448439840	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		448439840	100.00	448439840	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	430853425	430853425	100.00	430853425	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		430853425	100.00	430853425	0	100.00	0.00
Public- Non Institution holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
<b>Total</b>		<b>879293265</b>	<b>879293265</b>	<b>100.00</b>	<b>879293265</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

No. of votes polled does not include 'no. of invalid votes/abstain'.

**Item No. 2: Resolution by way of ordinary 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:**

To consider appointment of Auditor

Category	Mode of Voting	No. of units held	No. of votes 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
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	448439840	448439840	100.00	448439840	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		448439840	100.00	448439840	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	430853425	430853425	100.00	430853425	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		430853425	100.00	430853425	0	100.00	0.00
Public- Non Institution holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
<b>Total</b>		<b>879293265</b>	<b>879293265</b>	<b>100.00</b>	<b>879293265</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

No. of votes polled does not include 'no. of invalid votes/abstain'.

**Item No. 3: Resolution by way of ordinary 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:**

To approve and adopt the Valuation report along with the review opinion for the year ended March 31, 2023

Category	Mode of Voting	No. of units held	No. of votes 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
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	448439840	448439840	100.00	448439840	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		448439840	100.00	448439840	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	430853425	430853425	100.00	430853425	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		430853425	100.00	430853425	0	100.00	0.00
Public- Non Institution holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
<b>Total</b>		<b>879293265</b>	<b>879293265</b>	<b>100.00</b>	<b>879293265</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

No. of votes polled does not include 'no. of invalid votes/abstain'.

**Item No. 4: Resolution by way of ordinary 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:**

To consider and appoint the Valuer

Category	Mode of Voting	No. of units held	No. of votes 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
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	448439840	448439840	100.00	448439840	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		448439840	100.00	448439840	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	430853425	430853425	100.00	430853425	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		430853425	100.00	430853425	0	100.00	0.00
Public- Non Institution holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
<b>Total</b>		<b>879293265</b>	<b>879293265</b>	<b>100.00</b>	<b>879293265</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

No. of votes polled does not include 'no. of invalid votes/abstain'.

**Item No. 5: Resolution by way of Special majority (i.e. where the votes cast in favour of the resolution are required to be more than the 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:**

To approve revision in fees to be paid to the Investment Manager

Category	Mode of Voting	No. of units held	No. of votes 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
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Sponsor(s) / Investment Manager / Project Manager(s) and their associates /related parties	Remote E-Voting	448439840	448439840	100.00	448439840	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		448439840	100.00	448439840	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	430853425	430853425	100.00	430853425	0	100.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		430853425	100.00	430853425	0	100.00	0.00
Public- Non Institution holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	E-Voting at the AM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
<b>Total</b>		<b>879293265</b>	<b>879293265</b>	<b>100.00</b>	<b>879293265</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

No. of votes polled does not include 'no. of invalid votes/abstain'.