

Data Link Investment Manager Private Limited
(Erstwhile BIP India Infra Projects Management Services Private Ltd.)

September 3, 2024

To
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
Maharashtra, India

Sub.: Proceeding of the Extra-Ordinary General Meeting No. 02/2024-25 of Unitholders of Data Infrastructure Trust held on September 3, 2024

Ref.: Data Infrastructure Trust (Scrip Code 543225)

Dear Sir/Madam,

We, the Investment Manager of Data Infrastructure Trust ("Trust"), hereby submit the details regarding proceedings and voting results of the business transacted at the Extra-Ordinary General Meeting No. 02/2024-25 of the Unitholders of the Trust held today i.e. September 3, 2024, 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:

- Proceedings and Voting Results as *Annexure I*
- Scrutinizer's Report dated September 3, 2024 as *Annexure II*

The meeting commenced at 10:00 a.m. and concluded at 10:12 a.m.

The same is also available on the website of the Trust i.e. www.datainfrastrust.com.

Please take the same on record.

Thanking you,

Yours faithfully,
For Data **Infrastructure Trust**

Data Link Investment Manager Private Limited
(formerly known as BIP India Infra Projects Management Services Private Limited)
(acting in its capacity as the Investment Manager of Data Infrastructure Trust)



Farah Irani
Compliance Officer

Encl: a/a

CC:

Axis Trustee Services Limited ("Trustee of the Trust") Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400 025	Catalyst Trusteeship Limited ("Debenture Trustee") Unit No. 901, 9 th Floor, Tower – B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai- 400 013
--	---

Registered Office:

Unit 1, 9th Floor, Tower 4,
Equinox Business Park,
LBS Marg, Kurla (W), Mumbai – 400 070

CIN: U74999MH2017FTC303003

+91 (22) 69075213

compliance@bipinfra.com

Annexure I

Details of the proceedings of the Extra-Ordinary General Meeting No. 02/2024-25 of the Unitholders of Data Infrastructure Trust

Date of the Extra-Ordinary General Meeting of the Unitholders	September 3, 2024
Total number of Unitholders on record date	55
No. of Unitholders present in the meeting through video conferencing:	5
Sponsor/ Investment Manager/Project Manager and their associates/ related parties :	1
Public:	4

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 (“SEBI InvIT Regulations”)	Remarks
1.	Approval for the acquisition of ATC Telecom Infrastructure Private Limited	Resolution to be passed by way of simple majority (<i>i.e. where the votes cast in favour of the resolution are more than the votes casted against the resolution</i>) in terms of Regulation 22(4) of the SEBI InvIT Regulations	The resolution was passed by the Unitholders who have exercised their vote.
2.	Approval for a Preferential Issue of up to 444,400,000 Units	Resolution to be passed by way of special majority (<i>i.e. where the votes cast in favour of the resolution are atleast one and a half times the votes casted against the resolution</i>) in terms of Regulation 22(5) of the SEBI InvIT Regulations	The resolution was passed by the Unitholders who have exercised their vote.
3.	Approval for revision in fees payable to Investment Manager under the Investment Management Agreement	Resolution to be passed by way of special majority (<i>i.e. where the votes cast in favour of the resolution are atleast one and a half times the votes casted against the resolution</i>) in terms of Regulation 22(5) of the SEBI InvIT Regulations	The resolution was passed by the Unitholders who have exercised their vote.

Registered Office:

Unit 1, 9th Floor, Tower 4,
Equinox Business Park,
LBS Marg, Kurla (W), Mumbai – 400 070

CIN: U74999MH2017FTC303003

+91 (22) 69075213

compliance@bipinfra.com

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

Item No. 1: Approval for acquisition of ATC Telecom Infrastructure Private Limited

Resolution passed by way of simple majority (i.e. where the votes cast in favour of the resolution are more than the votes casted against the resolution) in terms of Regulation 22(4) of the SEBI InvIT Regulations.

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
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	1,51,92,00,000	1,51,92,00,000	100	1,51,92,00,000	0	100	0
Public - Institutions	Remote e-voting	96,22,00,000	95,96,00,000	99.73	95,66,00,000	30,00,000	99.69	0.31
Public - Non Institutions	Remote e-voting	12,16,00,000	5,24,00,000	43.09	5,24,00,000	0	100	0
Total		2,60,30,00,000	2,53,12,00,000	97.24	2,52,82,00,000	30,00,000	99.88	0.12

Registered Office:

Unit 1, 9th Floor, Tower 4,
Equinox Business Park,
LBS Marg, Kurla (W), Mumbai – 400 070

Item No. 2: Approval for a Preferential Issue of up to 444,400,000 Units

Resolution passed by way of special majority (i.e. where the votes cast in favour of the resolution are atleast one and a half times the votes casted against the resolution) in terms of Regulation 22(5) of the SEBI InvIT Regulations.

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
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	1,51,92,00,000	1,51,92,00,000	100	1,51,92,00,000	0	100	0
Public - Institutions	Remote e-voting	96,22,00,000	95,96,00,000	99.73	95,66,00,000	30,00,000	99.69	0.31
Public - Non Institutions	Remote e-voting	12,16,00,000	5,24,00,000	43.09	5,24,00,000	0	100	0
Total		2,60,30,00,000	2,53,12,00,000	97.24	2,52,82,00,000	30,00,000	99.88	0.12

Registered Office:

Unit 1, 9th Floor, Tower 4,
Equinox Business Park,
LBS Marg, Kurla (W), Mumbai – 400 070

CIN: U74999MH2017FTC303003

+91 (22) 69075213

compliance@bipinfra.com

Item No. 3: Approval for revision in fees payable to Investment Manager under the Investment Management Agreement

Resolution passed by way of special majority (i.e. where the votes cast in favour of the resolution are atleast one and a half times the votes casted against the resolution) in terms of Regulation 22(5) of the SEBI InvIT Regulations.

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
*Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	-	-	-	-	-	-	-
Public - Institutions	Remote e-voting	96,22,00,000	95,96,00,000	99.73	95,66,00,000	30,00,000	99.69	0.31
Public - Non Institutions	Remote e-voting	12,16,00,000	5,24,00,000	43.09	5,24,00,000	0	100	0
Total		1,083,800,000	1,012,000,000	93.38	1,009,000,000	30,00,000	99.70	0.30

*Above does not include votes of one of the Sponsors of the Trust, holding 151,92,00,000 units i.e., 58.36% of the total unit capital of the Trust since it was interested in the resolution.

Registered Office:

Unit 1, 9th Floor, Tower 4,
Equinox Business Park,
LBS Marg, Kurla (W), Mumbai – 400 070

CIN: U74999MH2017FTC303003

+91 (22) 69075213

compliance@bipinfra.com



Report of Scrutinizers

To,
The Board of Directors
Data Link Investment Manager Private Limited
(Formerly known as BIP India Infra Projects Management Services Private Limited
(acting in its capacity as the Investment Manager of Data Infrastructure Trust)

Extra Ordinary General Meeting No. 02/2024-25 of the Unitholders of Data Infrastructure Trust held on Tuesday, September 3, 2024 at 10.00 a.m. through Video Conferencing.

Sub : Passing of Resolutions at the Extra Ordinary General Meeting ("EGM") No. 02/2024-25 of the Unitholders of Data Infrastructure Trust held on Tuesday, September 3, 2024 through Video Conferencing ("VC"), which commenced at 10.00 a.m. and concluded at 10.12 a.m.

Dear Sir,

I, Mr. Jatin Prabhakar Patil, Partner of M/s. Mayekar & Associates, Practicing Company Secretaries, Mumbai (Firm U.I.N - P2005MH007400), have been appointed as the Scrutinizer by **Data Link Investment Manager Private Limited (Formerly known as BIP India Infra Projects Management Services Private Limited)** *(acting in its capacity as the Investment Manager to Data Infrastructure Trust)* to scrutinize the entire voting process i.e. remote e-voting and e-voting at the EGM 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 EGM. My report is based on verification of the votes received through remote e-voting by 5:00 p.m. IST on Monday, September 2, 2024. No e-voting was exercised at the EGM.

I submit my report as under:

- (1) Data Link Investment Manager Private Limited had appointed National Securities Depository Limited ("NSDL") as the service provider, for the purpose of extending the facility of remote e-voting to the Unitholders to exercise their vote in respect of the resolutions as set out in the Notice of EGM from 09:00 a.m. IST on Friday, August 30, 2024 till 5:00 p.m. IST on Monday, September 2, 2024.
- (2) NSDL had set up electronic voting facility on their website www.evoting.nsdl.com to facilitate the Unitholders to cast their vote electronically.
- (3) The facility for e-voting was also made available to the Unitholders present at the EGM who had not casted their vote earlier.
- (4) Unitholders holding units either in physical form or in dematerialised form as on Tuesday, August 27, 2024 i.e. cut-off date, were entitled to cast their vote.

- (5) At the end of the remote e-voting period on 5:00 p.m. IST on Monday, September 2, 2024, the voting portal of NSDL was blocked forthwith.
- (6) 13 (Thirteen) Unitholders had availed the facility of remote e-voting provided by NSDL and no e-voting was exercised at the EGM.
- (7) After conclusion of the EGM, the votes received till 5:00 p.m. IST on Monday, September 2, 2024 through remote e-voting facility were duly unblocked by me and 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.
- (8) No invalid votes were received through remote e-voting.
- (9) I now submit my consolidated report as under on the Voting Results of the resolutions mentioned in the notice of EGM of the Trust:

Item No 1: APPROVAL FOR THE ACQUISITION OF ATC TELECOM INFRASTRUCTURE PRIVATE LIMITED.

Resolution by way of approval such that the votes cast in favor of the resolution are 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 ("SEBI InvIT Regulations").

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
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	1,51,92,00,000	1,51,92,00,000	100	1,51,92,00,000	0	100	0
Public – Institutions	Remote e-voting	96,22,00,000	95,96,00,000	99.73	95,66,00,000	30,00,000	99.69	0.31
Public – Non Institutions	Remote e-voting	12,16,00,000	5,24,00,000	43.09	5,24,00,000	0	100	0
Total		2,60,30,00,000	2,53,12,00,000	97.24	2,52,82,00,000	30,00,000	99.88	0.12

Item No 2: APPROVAL FOR A PREFERENTIAL ISSUE OF UP TO 444,400,000 UNITS.

Resolution by way of approval such that the votes cast in favor of the resolution are at least 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 ("SEBI InvIT Regulations").

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
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	1,51,92,00,000	1,51,92,00,000	100	1,51,92,00,000	0	100	0
Public – Institutions	Remote e-voting	96,22,00,000	95,96,00,000	99.73	95,66,00,000	30,00,000	99.69	0.31
Public – Non Institutions	Remote e-voting	12,16,00,000	5,24,00,000	43.09	5,24,00,000	0	100	0
Total		2,60,30,00,000	2,53,12,00,000	97.24	2,52,82,00,000	30,00,000	99.88	0.12

Item No 3: APPROVAL FOR REVISION IN FEES PAYABLE TO INVESTMENT MANAGER UNDER THE INVESTMENT MANAGEMENT AGREEMENT.

Resolution by way of approval such that the votes cast in favor of the resolution are at least 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 ("SEBI InvIT Regulations").

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
* Sponsors/ Investment Manager/ Project	Remote e-voting	--	--	--	--	--	--	--

Manager and their associates related Parties								
Public – Institutions	Remote e-voting	96,22,00,000	95,96,00,000	99.73	95,66,00,000	30,00,000	99.69	0.31
Public – Non Institutions	Remote e-voting	12,16,00,000	5,24,00,000	43.09	5,24,00,000	0	100	0
Total		1,083,800,000	1,012,000,000	93.38	1,009,000,000	30,00,000	99.70	0.30

**Above does not include votes of one of the Sponsors of the Trust, holding 151,92,00,000 units i. e 58.36% of the total unit capital of the Trust since it was interested in the resolution.*

All the Resolutions mentioned in the Notice of EGM as per the details above stands approved by Unitholders who have exercised their vote as per voting conducted through remote e-voting (No votes were received through e-voting at the EGM) and hence deemed to be passed as on the date of the EGM.

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

Thanking You,
Yours faithfully,

For Mayekar & Associates
Practising Company Secretaries
Firm U.I.N - P2005MH007400
P.R – 4385 / 2023
U.D.I.N - F007282F001068078

Jatin P. Patil



Signature of Scrutinizer

Name : Mr. Jatin Prabhakar Patil
Partner
Mem. No. FCS 7282
C.O.P No. 7954

Date: September 3, 2024
Place: Mumbai