



## SCRUTINIZER'S REPORT

To,  
The Board of Directors  
Shrem Financial Private Limited  
(acting in its capacity as the Investment Manager of Shrem InvIT)  
1101 Viraj Towers, JN of Andheri Kurla Road, W. E. High Way, Mumbai 400069

Sub: Scrutinizer's Report on Postal Ballot voting including by electronic voting in respect of passing of the resolutions contained in the Postal Ballot Notice dated May 31, 2023 pursuant to the provisions of Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulations').

Dear Sir,

The Board of Directors Shrem Financial Private Limited ("*Investment Manager*") issued postal ballot notice dated May 31, 2023 (hereinafter referred as "**Notice**") and decided to provide to the unit holders of the Company, facility to exercise their voting rights on the resolutions as set out in the notice by way of Voting by electronic means ("remote e-voting") postal ballot.

I, Pawan Kumar Mahur, Managing Partner of M/s KMPM & Co., Practicing Company Secretaries (FRN: P2020DE081800) have been appointed as a Scrutinizer by the Board of Directors of Investment Manager on the behalf of Shrem InvIT to scrutinize the entire voting process i.e., remote e-voting and voting by physical postal ballot of the InvIT, in a fair and transparent manner. The said appointment as scrutinizer, is under the applicable provisions of the Act read with the Rules made thereunder to scrutinize.

### 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 SEBI (Listing Obligation & Disclosure Requirement) Regulation 2015 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 of the InvIT dated May 31, 2023. My report is based on data and document provided by the Link Intime India Private Limited, Registrar & Transfer Agent through the Investment Manager, and Postal Ballot received till the time fixed for closing of the voting process i.e., Wednesday, June 21, 2023 at 17:00 hours IST.

Further to above, I submit my report as under:

1. Investment Manager had appointed Link Intime India Private Limited ("LI IPL") 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 from 9:00 a.m. (IST) on Thursday, June 01, 2023 and ends at 17:00 p.m. (IST) on Wednesday, June 21, 2023.

2. LIPL had set up electronic voting facility on their website <https://instavote.linkintime.co.in> to facilitate the Unitholders to cast their vote electronically.
3. Unitholders holding units in dematerialised form as on Friday, May 26, 2023 i.e., cut-off date, were entitled to cast their vote.
4. At the end of the remote e-voting period on Wednesday, June 21, 2023, at 17:00 p.m. the voting portal of LIPL was blocked forthwith in the presence of two witness not in the employment of the Company

  
.....  
Meenafoshi

(Signature of witness)

Witness: 1

  
.....  
Ankush Mittal

(Signature of witness)

Witness: 2

5. After conclusion of the Voting Period, the votes received 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 InvIT.
6. No invalid votes were received through remote e-voting.

I now submit my report of voting by postal ballot as under, on the resolution mentioned in the notice of the InvIT.

**Item No. 1: (Approval of seventy-five per cent. of the Unitholders by value)**

**To approve the borrowing limits to raise debt through term loans (secured or unsecured), non-convertible debentures and/or any other mode as may be permitted under the InvIT Regulations and any other relevant applicable law:**

**Total outstanding units of Shrem InvIT: 556124717 Units**

**Voting in Favour of the Resolution:**

Manner of voting	No of unitholder who cast vote	No of votes casted by them	% of total no. of valid votes cast	% of Voting of total outstanding units
Postal Ballot Received	---	---	---	---
E-Voting	18	485110966	100	87.23
<b>Total</b>	<b>18</b>	<b>485110966</b>	<b>100</b>	<b>87.23</b>

**Voting against of the Resolution:**

Manner of voting	No of unitholder who cast vote	No of votes casted by them	% of total no. of valid votes cast
Postal Ballot Received	---	---	---
E-Voting	---	---	---
Total	---	---	---

**Invalid Vote:**

Manner of voting	No of unitholder who cast vote	No of votes casted by them	% of total no. of valid votes cast
Postal Ballot Received	---	---	---
E-Voting	---	---	---
Total	---	---	---

**Item No. 2: (Approval of seventy-five per cent. of the Unitholders by value)**

To offer for issuance of 1,00,000.00/- fully paid up, secured listed, rated, redeemable non-convertible debt securities or debentures having a face value 1,00,000 each aggregating up to Rs. 10,000.00 million. aggregating up to Rs. 10,000.00 million.

Total outstanding units of Shrem InvIT: 556124717 Units

**Voting in Favour of the Resolution:**

Manner of voting	No of unitholder who cast vote	No of votes casted by them	% of total no. of valid votes cast	% of Voting of total outstanding units
Postal Ballot Received	---	---	---	---
E-Voting	18	485110966	100	87.23
Total	18	485110966	100	87.23

**Voting against of the Resolution:**

Manner of voting	No of unitholder who cast vote	No of votes casted by them	% of total no. of valid votes cast
Postal Ballot Received	---	---	---
E-Voting	---	---	---
Total	---	---	---

**Invalid Vote:**

Manner of voting	No of unitholder who cast vote	No of votes casted by them	% of total no. of valid votes cast
Postal Ballot Received	---	---	---
E-Voting	---	---	---
Total	---	---	---



All the Resolutions contained in the Notice dated May 31, 2023 as per the details above stand passed under Postal Ballot process including remote E-voting with the requisite majority.

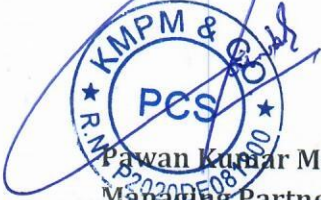
The aforesaid result in respect of the abovementioned resolution may accordingly be declared by the investment Manager of the Shrem InvIT.

**Restriction to use:**

This report has been issued at the request of the Investment Manager for (i) Submission to Stock Exchanges, and (ii) Placing on website of the Shrem InvIT. This report is not to be used for any other purpose or to be distributed by the Investment Manager and/or Shrem InvIT to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

We thank for the opportunity given, to act as a Scrutinizer for the above Postal Ballot and E-voting process of your InvIT.

**For KMPM & Co.  
(Company Secretaries)**



**Pawan Kumar Mahur  
Managing Partner  
M.No. F8462  
COP No. 16961  
FRN: P2020DE081800**

**Place: New Delhi  
Date: 22-06-2023**