

March 29, 2025

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
Security Code: **543859**  
Symbol: **DIGIFIBRE**

Dear Sirs,

**Sub: Proceedings of the Extraordinary General Meeting of the Unitholders of Digital Fibre Infrastructure Trust**

We, Infinite India Investment Management Limited, the investment manager of Digital Fibre Infrastructure Trust (the “**Trust**”), hereby submit the details regarding the proceedings, voting results of the businesses transacted at the Extraordinary General Meeting held today i.e. March 29, 2025 at shorter notice, through video conferencing, in accordance with the provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 read with applicable circulars and guidelines issued thereunder.

In this regard we are enclosing the following:

1. Summary of proceedings of the EGM (*Annexure A*)
2. Voting Results of the E-voting (*Annexure B*)
3. Scrutinizer’s Report dated March 29, 2025 (*Annexure C*)

The voting result and the scrutinizer’s report shall also be available on the website of Trust at <https://digitalfibreinfrastructure.com/other-information.html>.

We request you to take the above on your record.

Thank you.

Yours truly,

**For and behalf of Infinite India Investment Management Limited**  
(*acting in its capacity as Investment Manager of the Trust*)

**Jay Jadav**

Compliance Officer

### Annexure A

Details of the proceeding of the Extraordinary General Meeting of the Unitholders of Digital Fibre Infrastructure Trust (the “Trust”)

Date of the Extraordinary General Meeting of the Unitholders	March 29, 2025
Total number of Unitholders on record date	8
No. of Unitholders present in the meeting through video conferencing:	4
Sponsor/ <del>Investment Manager</del> / <del>Project Manager</del> and their <del>associates</del> / related parties:	3
Public:	1

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.	Authority to grant waiver under the Amended and Restated Shareholders and Option Agreement to the Trust (acting through the Trustee), the Investment Manager and Jio Digital Fibre Private Limited (SPV / JDFPL) and to permit JDFPL to amend relevant clauses and annexures of the Amended and Restated Fibre and Duct Use Agreement.	Resolution to be passed by way of special majority (i.e. where the votes cast in favour of the resolution are required to be at least sixty percent of the unit holders in value) in terms of Regulation 22 of the SEBI InvIT Regulations.	The resolution was unanimously passed by the Unitholders who have exercised their vote.
2.	Authority to borrow and create charge on assets and matters related thereto.	Resolution to be passed by way of special majority (i.e. where the votes cast in favour of the resolution are required to be seventy five percent of the unit holders in value) in terms of Regulation 22 of the SEBI InvIT Regulations.	The resolution was unanimously passed by the Unitholders who have exercised their vote.

## Annexure B

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

**Item No. 1: Authority to grant waiver under the Amended and Restated Shareholders and Option Agreement to the Trust (acting through the Trustee), the Investment Manager and Jio Digital Fibre Private Limited (SPV / JDFPL) and to permit JDFPL to amend relevant clauses and annexures of the Amended and Restated Fibre and Duct Use Agreement.**

Resolution to be passed by way of special majority (i.e. where the votes cast in favour of the resolution are required to be at least sixty percent of the unit holders in value) in terms of Regulation 22 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 in against	% of votes in favour on votes polled	% of votes against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates Related parties	E-voting	95,49,46,697	95,49,46,697	100	95,49,46,697	0	100	0
Public - Institutions	E-voting	99,42,20,124	99,42,20,124	100	99,42,20,124	0	100	0
Public - Non Institutions	E-voting	3,00,000	1,00,000	33.33	1,00,000	0	100	0
<b>Total</b>		<b>1,949,466,821</b>	<b>1,949,266,821</b>	<b>99.99</b>	<b>1,949,266,821</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Item No. 2: Authority to borrow and create charge on assets and matters related thereto.**

Resolution to be passed by way of special majority (i.e. where the votes cast in favour of the resolution are required to be seventy five percent of the unit holders in value) in terms of Regulation 22 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 in against	% of votes in favour on votes polled	% of votes against on votes polled
Sponsors/ Investment Manager/ Project Manager and their associates Related parties	E-voting	95,49,46,697	95,49,46,697	100	95,49,46,697	0	100	0
Public - Institutions	E-voting	99,42,20,124	99,42,20,124	100	99,42,20,124	0	100	0
Public - Non Institutions	E-voting	3,00,000	1,00,000	33.33	1,00,000	0	100	0
<b>Total</b>		<b>1,949,466,821</b>	<b>1,949,266,821</b>	<b>99.99</b>	<b>1,949,266,821</b>	<b>0</b>	<b>100</b>	<b>0</b>



### Report of Scrutinizer

To,

**Infinite India Investment Management Limited**

*(acting in its capacity as the Investment Manager of Digital Fibre Infrastructure Trust)*

Regd. Office - 7<sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400 025.

**Extra-Ordinary General Meeting of the Unit holders of Digital Fibre Infrastructure Trust held on Saturday, March 29, 2025 at 1.30 p.m. through Video Conferencing / Other Audio-Visual Means (“VC/OAVM”)**

**Sub** : Passing of Resolutions at the Extra-Ordinary General Meeting (“EGM”) of the Unit holders of Digital Fibre Infrastructure Trust (the “Trust”) held on Saturday, March 29, 2025 through VC / OAVM, which commenced at 1.30 p.m. and concluded at 1.40 p.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 **Infinite India Investment Management Limited** *(acting in its capacity as the Investment Manager of the Digital Fibre Infrastructure Trust)* to scrutinize the 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 till 09:00 p.m. IST on Friday, March 28, 2025, and e-voting at the EGM.

#### I submit my report as under:

- (1) The Facility of remote e-voting was available to the Unitholders from 09:00 a.m. IST on Thursday, March 27, 2025 till 09:00 p.m. IST on Friday, March 28, 2025.
- (2) The facility for e-voting through electronic means was made available to the Unitholders present at the EGM.
- (3) Unit holders holding Units as on the cut-off date, i.e., Monday, March 24, 2025 were entitled to cast their votes.
- (4) After conclusion of the EGM, the votes received till 09:00 p.m. IST on Friday, March 28, 2025 through remote e-voting facility were reconciled with the details of unit holders as per the Beneficiary Position as on the cut-off date obtained from the Registrar and Transfer Agent of the Trust.

- (5) 6 (Six) Unitholders had availed the facility of remote e-voting. No unitholder availed the e-voting facility during the EGM.
- (6) I now submit my report as under on the Voting Results of the resolutions mentioned in the notice of EGM of the Trust:

**Item No 1: Authority to grant waiver under the Amended and Restated Shareholders and Option Agreement to the Trust (acting through the Trustee), the Investment Manager and Jio Digital Fibre Private Limited (SPV / JDFPL) and to permit JDFPL to amend relevant clauses and annexures of the Amended and Restated Fibre and Duct Use Agreement.**

Resolution to be passed by Special majority (i.e., where the votes cast in favour of the resolution are required to be at least sixty percent of the unit holders in value, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”).

Category	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)	95,49,46,697	95,49,46,697	100	95,49,46,697	0	100	0
Public – Institutions (Remote e-Voting)	99,42,20,124	99,42,20,124	100	99,42,20,124	0	100	0
Public – Non-Institutions (e-Voting)	3,00,000	1,00,000	33.33	1,00,000	0	100	0
<b>Total</b>	<b>1,949,466,821</b>	<b>1,949,266,821</b>	<b>99.99</b>	<b>1,949,266,821</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Item No 2: Authority to borrow and create charge on assets and matters related thereto.**

Resolution to be passed by Special majority (i.e., where the votes cast in favour of the resolution are required to be seventy five percent of the unit holders in value, so entitled and voting) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”).

Category	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)	95,49,46,697	95,49,46,697	100	95,49,46,697	0	100	0
Public – Institutions (Remote e-Voting)	99,42,20,124	99,42,20,124	100	99,42,20,124	0	100	0
Public – Non-Institutions (e-Voting)	3,00,000	1,00,000	33.33	1,00,000	0	100	0
<b>Total</b>	<b>1,949,466,821</b>	<b>1,949,266,821</b>	<b>99.99</b>	<b>1,949,266,821</b>	<b>0</b>	<b>100</b>	<b>0</b>

Both the Resolutions mentioned in the Notice of the EGM as per the details above stands unanimously approved by the Unitholders who have exercised their vote as per voting conducted through remote e-voting and hence deemed to be passed as on the date of the EGM.

The aforesaid result of voting by Unitholders in respect of the above-mentioned resolutions may accordingly be declared by the Investment Manager of the Trust.

Thanking You,  
Yours faithfully,

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

**U.D.I.N - F007282F004165645**

JATIN  
PRABHAKAR  
PATIL

Digitally signed by JATIN  
PRABHAKAR PATIL  
Date: 2025.03.29  
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**Signature of Scrutinizer**

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

**Date: March 29, 2025**  
**Place: Mumbai**