

BROOKFIELD INDIA INFRASTRUCTURE MANAGER PRIVATE LIMITED

(formerly known as WIP (India) Private Limited)

CIN: U67190MH2010PTC202800

Registered Office: Unit No. 804, 8th Floor, A Wing, One BKC, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, Maharashtra, India | Tel No.: +91 22 6600 0700 | Fax No.: +91 22 6600 0777 | Email: puja.tandon@brookfield.com

May 12, 2021

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

Sub.: Proceeding of Extra Ordinary General Meeting of Unitholders of Tower Infrastructure Trust held on May 12, 2021

Ref.: Tower Infrastructure Trust (Scrip Code 543225)

Dear Sir/Madam,

We, the Investment Manager of Tower Infrastructure Trust ("Trust"), hereby submit the details regarding proceedings and voting results of the business transacted at the Extra Ordinary General Meeting of the Unitholders of the Trust held today i.e. May 12, 2021, 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:

- a) Proceedings and Voting Results as *Annexure I*
- b) Scrutinizer's Report dated May 12, 2021 as *Annexure II*

The meeting commenced at 11:00 a.m. and concluded at 11:55 a.m.
Please take the same on record

Thanking you,

Yours faithfully,
For **Tower Infrastructure Trust**

Brookfield India Infrastructure Manager Private Limited
(formerly known as WIP (India) Private Limited),
(acting in its capacity as the Investment Manager of Tower Infrastructure Trust)

 

Inder Mehta
Compliance Officer of Tower Infrastructure Trust

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

Encl: a/a

BROOKFIELD INDIA INFRASTRUCTURE MANAGER PRIVATE LIMITED

(formerly known as WIP (India) Private Limited)

CIN: U67190MH2010PTC202800

Registered Office: Unit No. 804, 8th Floor, A Wing, One BKC, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, Maharashtra, India | Tel No.: +91 22 6600 0700 | Fax No.: +91 22 6600 0777 | Email: puja.tandon@brookfield.com

Annexure I**Details of the proceedings of the Extra Ordinary General Meeting of the Unitholders of Tower Infrastructure Trust**

Date of the Extra Ordinary General Meeting of the Unitholders	May 12, 2021
Total number of Unitholders on record date	6
No. of Unitholders present in the meeting through video conferencing:	6
Sponsor/Investment Manager/Project Manager and their associates/ related parties:	1
Public:	5

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.	Approval to change the name of the Tower InvIT from "Tower Infrastructure Trust" to "Data Infrastructure Trust"	Resolution to be passed by 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 casted against the resolution) in terms of Regulation 22 of the SEBI InvIT Regulations	The resolution was unanimously passed by the Unitholders eligible to vote.
2.	Approval of the proposed amendments to the Indenture of Trust of Tower Infrastructure Trust dated January 31, 2019	Resolution to be passed by 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 casted against the resolution) in terms of Regulation 22 of the SEBI InvIT Regulations	The resolution was unanimously passed by the Unitholders eligible to vote.
3.	Approval for proposed conversion of Summit Digital Infrastructure Private Limited (formerly known as Reliance Jio Infratel Private Limited) owned by Tower InvIT from private company to a public limited company	Resolution to be passed by 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 casted against the resolution) in terms of Regulation 22 of the SEBI InvIT Regulations	The resolution was unanimously passed by the Unitholders eligible to vote.

BROOKFIELD INDIA INFRASTRUCTURE MANAGER PRIVATE LIMITED

(formerly known as WIP (India) Private Limited)

CIN: U67190MH2010PTC202800

Registered Office: Unit No. 804, 8th Floor, A Wing, One BKC, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, Maharashtra, India | Tel No.: +91 22 6600 0700 | Fax No.: +91 22 6600 0777 | Email: puja.tandon@brookfield.com

Voting Results of the resolution mentioned in the notice of the EGM**Item No. 1: Approval to change the name of the Tower InvIT from “Tower Infrastructure Trust” to “Data Infrastructure Trust”**

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 casted 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 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	2,26,41,00,000	2,26,41,00,000	100	2,26,41,00,000	0	100	0
Public Institutions	Remote e-voting	25,74,00,000	25,74,00,000	100	25,74,00,000	0	100	0
Public Non Institutions	-	-	-	-	-	-	-	-
Total		2,52,15,00,000	2,52,15,00,000	100	2,52,15,00,000	0	100	0

Item No. 2: Approval of the proposed amendments to the Indenture of Trust of Tower Infrastructure Trust dated January 31, 2019

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 casted against the resolution) in terms of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended.

BROOKFIELD INDIA INFRASTRUCTURE MANAGER PRIVATE LIMITED

(formerly known as WIP (India) Private Limited)

CIN: U67190MH2010PTC202800

Registered Office: Unit No. 804, 8th Floor, A Wing, One BKC, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, Maharashtra, India | Tel No.: +91 22 6600 0700 | Fax No.: +91 22 6600 0777 | Email: puja.tandon@brookfield.com

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	2,26,41,00,000	2,26,41,00,000	100	2,26,41,00,000	0	100	0
Public - Institutions	Remote e-voting	25,74,00,000	25,74,00,000	100	25,74,00,000	0	100	0
Public - Non Institutions	-	-	-	-	-	-	-	-
Total		2,52,15,00,000	2,52,15,00,000	100	2,52,15,00,000	0	100	0

Item No. 3: Approval for proposed conversion of Summit Digitel Infrastructure Private Limited (formerly known as Reliance Jio Infratel Private Limited) owned by Tower InvIT from private company to a public limited company

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 casted 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 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/	Remote e-voting	2,26,41,00,000	2,26,41,00,000	100	2,26,41,00,000	0	100	0

BROOKFIELD INDIA INFRASTRUCTURE MANAGER PRIVATE LIMITED

(formerly known as WIP (India) Private Limited)

CIN: U67190MH2010PTC202800

Registered Office: Unit No. 804, 8th Floor, A Wing, One BKC, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051,
Maharashtra, India Tel No.: +91 22 6600 0700 Fax No.: +91 22 6600 0777 Email: puja.tandon@brookfield.com

Project Manager and their associates related Parties								
Public Institutions	- Remote e-voting	25,74,00,000	25,74,00,000	100	25,74,00,000	0	100	0
Public Non Institutions	-	-	-	-	-	-	-	-
Total		2,52,15,00,000	2,52,15,00,000	100	2,52,15,00,000	0	100	0



MAYEKAR & ASSOCIATES

Company Secretaries

Annexure II

Partners
Anil V. Mayekar
Ketki M. Save
Jatin P. Patil

Mumbai : Nidhi Apartment No. 1, Flat No. 51/54, 5th Floor, Liberty Garden Rd No. 3, Malad (West), Mumbai - 400 064.
Tel.: +91-022-28890688 **Office Mob.:** +91-8452046339 **Email:** office@csmayekar.com

Report of Scrutinizers

To,
The Board of Directors
Brookfield India Infrastructure Manager Private Limited
(formerly known as WIP (India) Private Limited)
(acting in its capacity as the Investment Manager of Tower Infrastructure Trust)

Extraordinary General Meeting of the Unitholders of Tower Infrastructure Trust held on Wednesday, May 12, 2021 at 11:00 a.m. through Video Conferencing/Other Audio Visual Means.

Sub : Passing of Resolutions at the Extraordinary General Meeting ("EGM") of the Unitholders of Tower Infrastructure Trust (the "Tower InvIT/Trust") held on Wednesday, May 12, 2021 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), which commenced at 11:00 a.m. and concluded at 11.55 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 **Brookfield India Infrastructure Manager Private Limited** [formerly known as WIP (India) Private Limited] ("**BIIMPL**") (acting in its capacity as the Investment Manager to Tower 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 17:00 hours IST on Tuesday, May 11, 2021 and the e-voting conducted at the EGM.

I submit my report as under:

- (1) BIIMPL 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 hours IST on Sunday May 9, 2021 till 17:00 hours IST on Tuesday, May 11, 2021.
- (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 through other electronic means 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 Friday, April 23, 2021 i.e. cut-off date, were entitled to cast their vote.
- (5) At the end of the remote e-voting period on 17:00 hours IST on Tuesday, May 11, 2021, the voting portal of NSDL was blocked forthwith.
- (6) All the entitled Unitholders had availed the facility of remote e-voting provided by NSDL and no e-voting was required at the EGM.
- (7) After conclusion of the EGM, the votes received till 17:00 hours IST on Tuesday, May 11, 2021 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 TO CHANGE THE NAME OF THE TOWER INVIT FROM "TOWER INFRASTRUCTURE TRUST" TO "DATA INFRASTRUCTURE TRUST".

Resolution 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 casted against the resolution) in terms 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
Sponsors/ Investment Manager/ Project Manager and their associates related Parties	Remote e-voting	2,26,41,00,000	2,26,41,00,000	100	2,26,41,00,000	0	100	0
Public - Institutions	Remote e-voting	25,74,00,000	25,74,00,000	100	25,74,00,000	0	100	0
Public — Non Institutions	-	-	-	-	-	-	-	-
Total		2,52,15,00,000	2,52,15,00,000	100	2,52,15,00,000	0	100	0

Item No 2: APPROVAL OF THE PROPOSED AMENDMENTS TO THE INDENTURE OF TRUST OF TOWER INFRASTRUCTURE TRUST DATED JANUARY 31, 2019.

Resolution 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 casted against the resolution) in terms 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	2,26,41,00,000	2,26,41,00,000	100	2,26,41,00,000	0	100	0
Public - Institutions	Remote e-voting	25,74,00,000	25,74,00,000	100	25,74,00,000	0	100	0
Public - Non Institutions	-	-	-	-	-	-	-	-
Total		2,52,15,00,000	2,52,15,00,000	100	2,52,15,00,000	0	100	0

Item No 3: APPROVAL FOR PROPOSED CONVERSION OF SUMMIT DIGITAL INFRASTRUCTURE PRIVATE LIMITED (FORMERLY KNOWN AS RELIANCE JIO INFRATEL PRIVATE LIMITED) OWNED BY TOWER INVIT FROM PRIVATE COMPANY TO A PUBLIC LIMITED COMPANY.

Resolution 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 casted against the resolution) in terms 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	Remote e-voting	2,26,41,00,000	2,26,41,00,000	100	2,26,41,00,000	0	100	0

Manager and their associates related Parties								
Public Institutions - Remote e-voting		25,74,00,000	25,74,00,000	100	25,74,00,000	0	100	0
Public Non Institutions -		-	-	-	-	-	-	-
Total		2,52,15,00,000	2,52,15,00,000	100	2,52,15,00,000	0	100	0

All the Resolutions mentioned in the Notice of EGM as per the details above stands unanimously approved 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 through remote e-voting in respect of the above mentioned resolutions may accordingly be declared by the Investment Manager of the Tower InvIT.

Thanking You,
Yours faithfully,

For Mayekar & Associates
Practising Company Secretaries
Firm U.I.N - P2005MH007400
U.D.I.N - F007282C000284504

Jatin P. Patil



Signature of Scrutinizer

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

Date: May 12, 2021

Place: Mumbai