



### Report of Scrutinizer

To,  
The Board of Directors  
Virescent Infrastructure Investment Manager Private Limited  
(acting in its capacity as the Investment Manager of Virescent Renewable Energy Trust)

2<sup>nd</sup> Annual Meeting of the Unitholders of Virescent Renewable Energy Trust held on Thursday, July 27, 2023, at 05.30 p.m. through Video Conferencing.

Sub : Passing of Resolutions at the 2<sup>nd</sup> Annual Meeting ("AM") of the Unitholders of Virescent Renewable Energy Trust (the "Trust") held on Thursday, July 27, 2023, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), which commenced at 05.30 p.m. and concluded at 05:45 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 Virescent Infrastructure Investment Manager Private Limited (acting in its capacity as the Investment Manager of Virescent Renewable Energy Trust) to scrutinize the entire voting process i.e., remote e-voting and e-voting at the AM 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 AM. My report is based on verification of the votes received through remote e-voting till 05:00 p.m. IST on Wednesday, July 26, 2023 and the e-voting conducted at the AM.

I submit my report as under:

- (1) Virescent Infrastructure Investment Manager Private Limited (acting in its capacity as the Investment Manager of Virescent Renewable Energy Trust) 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 AM from 09:00 a.m. IST on Saturday, July 22, 2023 till 05:00 p.m. IST on Wednesday, July 26, 2023.
- (2) NSDL had set up electronic voting facility on their website [www.evoting.nsdl.com](http://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 AM who had not casted their vote earlier.
- (4) Unitholders holding units as on Thursday, July 20, 2023 were entitled to cast their vote.
- (5) At the end of the remote e-voting period at 05:00 p.m. IST on Wednesday, July 26, 2023, the voting portal of NSDL was blocked forthwith.
- (6) 4 (four) Unitholders had availed the facility of remote e-voting provided by NSDL and 1 (One) Unitholder had availed the facility through e-voting at the AM.

- (7) After conclusion of the AM, the votes received till 05:00 p.m. IST on Wednesday, July 26, 2023 through remote e-voting facility were duly unblocked by me.
- (8) The votes received through remote e-voting facility and through e-voting at the AM and were reconciled with the details of Unitholders as per the Beneficiary Position as on the cut-off date i.e., Thursday, July 20, 2023, obtained from the Registrar and Transfer Agents of the Trust.
- (9) No invalid votes were received through remote e-voting and e-voting at the AM.
- (10) I now submit my consolidated report of remote e-voting and e-voting at the AM as under on the resolutions mentioned in the notice of AM of the Trust:

**Ordinary Businesses:**

**ITEM NO 1: TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF TRUST FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE REPORT OF THE AUDITORS THEREON AND REPORT ON PERFORMANCE OF TRUST.**

Resolution by way of simple majority (*i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting*) 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
Sponsors/ Investment Manager/ Project Manager(s) and their associates related Parties	Remote e-voting	15,50,00,000	15,50,00,000	100	15,50,00,000	0	100	0
Public institutions	Remote e-voting	58,00,000	58,00,000	100	58,00,000	0	100	0
Public non-institutions	Remote e-voting & e-Voting at AM	4,02,00,000	2,76,00,000	68.66	2,76,00,000	0	100	0
<b>Total</b>		<b>20,10,00,000</b>	<b>18,84,00,000</b>	<b>93.73</b>	<b>18,84,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>

**ITEM NO 2: TO APPROVE AND ADOPT THE VALUATION REPORT ISSUED BY MR. S. SUNDARARAMAN, INDEPENDENT VALUER FOR THE YEAR ENDED MARCH 31, 2023.**

Resolution by way of simple majority (*i.e., where the votes cast in favour of a resolution are required to be more than the votes cast against the resolution by unit holders, so entitled and voting*) 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
Sponsors/ Investment Manager/ Project Manager(s) and their associates related Parties	Remote e-voting	15,50,00,000	15,50,00,000	100	15,50,00,000	0	100	0
Public institutions	Remote e-voting	58,00,000	58,00,000	100	58,00,000	0	100	0
Public non-institutions	Remote e-voting & e-Voting at AM	4,02,00,000	2,76,00,000	68.66	2,76,00,000	0	100	0
<b>Total</b>		<b>20,10,00,000</b>	<b>18,84,00,000</b>	<b>93.73</b>	<b>18,84,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>

Both the Resolutions mentioned in the Notice of AM 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 voting conducted at AM through electronic means and hence deemed to be passed as on the date of the AM.

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  
U.D.I.N - F007282E000687643



Signature of Scrutinizer



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

Date: July 27, 2023  
Place: Mumbai