

March 11, 2026

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E),
Mumbai-400051.

Units: Scrip ID/Symbol: OSEINTRUST ISIN: INE07Z523018	Debt Securities: ISIN: INE07Z507011 (Tranche A), INE07Z507029 (Tranche B), INE07Z507037 (Tranche C)
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Subject: Intimation for Notice of Postal Ballot of Oriental InfraTrust

Pursuant to the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) (the “**SEBI InvIT Regulations**”) read with Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025 issued by the Securities and Exchange Board of India (the “**SEBI Master Circular**”) and pursuant to other applicable laws and regulations, if any, as may be applicable in this regard, OIT Infrastructure Management Limited, acting as the Investment Manager on behalf of Oriental InfraTrust (the “**Trust**”) seeks approval of the Unitholders of the Trust on the matter listed in the enclosed Postal Ballot Notice, through Postal Ballot Form.

A copy of Postal Ballot Notice dated March 11, 2026 is enclosed.

The same is also being available on the website of the Trust i.e. <http://orientalinfratrust.com/>

You are requested to kindly take the same on record.

For Oriental InfraTrust
OIT Infrastructure Management Limited
(Acting as the Investment Manager to Oriental InfraTrust)

Gaurav Puri
Compliance Officer

Cc:
Axis Trustee Services Limited
(“**InvIT Trustee**”)
The Ruby | 2nd Floor | SW | 29 Senapati Bapat Marg |
Dadar West | Mumbai- 400 028
Tel Direct # 022 – 62300440

Catalyst Trusteeship Limited
(“**Debt Securities Trustee**”)
Unit No- 901, 9th Floor, Tower B
Peninsula Business Park, Senapati Bapat Marg,
Lower Parel (W), Mumbai – 400013

POSTAL BALLOT NOTICE

Dear Unitholders,

NOTICE IS HEREBY GIVEN that pursuant to the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended (“SEBI InvIT Regulations”) read with paragraph 14.3.1(e) and other provisions of the Master Circular on Infrastructure Investments Trusts issued by SEBI bearing number SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025, as amended, (“Master Circular”), and the InvIT Documents (as defined in the Trust Deed) (“InvIT Documents”), the resolution appended below is for consideration and approval of the Unitholders of the Trust (“Unitholders”) by postal ballot (“Postal Ballot”).

The explanatory statement pertaining to the matters proposed for the Unitholders approval (“Explanatory Statement”) setting out the material facts concerning the same and the reasons thereof is annexed hereto along with a postal ballot form for the Unitholders’ consideration (“Postal Ballot Form”). The board of directors of Investment Manager of the Trust i.e. OIT Infrastructure Management Limited (“Investment Manager”/“IM”) has authorized appointment of M/s ASKBN And Company, Company Secretaries, New Delhi (“Scrutinizer”) as the scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

Unitholders are requested to carefully read the instructions printed in the Postal Ballot Form and record their decision in the Postal Ballot Form and submit the same duly completed and signed. The same may be deposited personally at the following address:

M/s ASKBN And Company
Bhavya Nailwal,
Practicing Company Secretary,
504, Vikasdeep Building, Laxmi Nagar District Complex,
Opposite Bharti Public School, Nearest Metro Station,
Nirman Vihar, Delhi-110092,

or by email at bhavya@legalcrew.co.in, not later than 17:30 hours IST on or before April 08, 2026.

Postage costs will be reimbursed by the Trust on the basis of actual claims, if any. Please note that if any Postal Ballot Form is received after the aforesaid date and time, it will be considered that no reply has been received from the Unitholder and the said Unitholder has chosen to abstain from the voting.

After completion of the scrutiny of the Postal Ballots in a fair and transparent manner, the Scrutinizer will submit its report to the Board or to any other person authorized by the Board.

The results of the Postal Ballot shall be declared on or before April 10, 2026, and communicated to the stock exchange and shall also be displayed on the Trust’s website: <http://orientalinfratrust.com/>.

Capitalized terms used herein and not defined shall have the meaning given to such term in the Trust Deed and/ or the Explanatory Statement.

ITEM NO. 1: TO AUTHORIZE BOARD TO MAKE REQUISITE AMENDMENTS OR MODIFICATIONS TO THE INVIT DOCUMENTS:

To consider and, if though fit, to pass the following resolution which requires unanimous approval of all the Unitholders:

“**RESOLVED THAT**, for undertaking the conversion of the Trust from being a private listed infrastructure investment trust to public listed infrastructure trust pursuant to public issue of its units (“Units”) comprising a fresh issue of Units and an offer for sale of Units by existing unitholders (collectively, the “Offer”), the Trustee and the board of directors of the Investment Manager be and hereby authorized on behalf of the Trust to (a) amend certain InvIT Documents (*as defined in the fifth amended and restated trust deed dated September 4, 2025*), including the Trust Deed, the Investment Management Agreement and other policies adopted by the Investment Manager and other parties to the Trust, after obtaining the prior written approval of all Unitholders through this Postal Ballot on execution versions of the InvIT Documents which shall be circulated to the Unitholders by the Trustee upon request of such Unitholders or their authorised representative; and (b) to sign, execute, deliver and complete all aforesaid documentation on behalf of the Trust, pursuant to this Postal Ballot, only to the extent to which the aforementioned prior written consent has been granted by all the Unitholders.

RESOLVED FURTHER THAT, the members of the Board and such other persons as may be authorized by the Board, on behalf of the Trust be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things as deemed necessary, proper or desirable in this regard, to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Trust, subject to and only to the extent to which prior written consent is obtained from all the Unitholders through this Postal Ballot.”

**For Oriental InfraTrust
By Order of the Board
OIT Infrastructure Management Limited
(as the Investment Manager to Oriental InfraTrust)**

**Sd/-
Gaurav Puri
Compliance Officer**

Date: March 11, 2026

Place: New Delhi

Principal Place of Business and Contact Details of the Trust:

Oriental InfraTrust, Unit No. 307A, 3rd Floor, Asset Area No.8, Aerocity
Hospitality District, Near IGI Airport, New Delhi-110037

SEBI Registration Number: IN/INVIT/18-19/0011

Email: compliance@orientalinfratrust.com

Website: www.orientalinfratrust.com

Compliance Officer: Mr. Gaurav Puri

Tel: +91-11- 44454600

NOTES:

1. The Explanatory Statement stating all material facts and the reasons for the proposed resolutions are annexed herewith.
2. The Postal Ballot Notice along with the Postal Ballot Form is being sent to Unitholders at the email address registered with their Depository Participants by permitted mode.
3. Only those Unitholders whose names are recorded in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Friday, March 06, 2026 will be entitled to cast their votes by Postal Ballot.
4. Resolutions passed by the Unitholders through Postal Ballot are deemed to have been passed as if they have been passed at a general meeting of the Unitholders.
5. Relevant documents referred to in the accompanying Postal Ballot Notice, are open for physical inspection by the Unitholders, by sending a request to the Trustee at debenturetrustee@axitrustee.in with the following details: name, folio no., client ID, depository participant ID and e-mail id.
6. In case a Unitholder is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to compliance@orientalinfratrust.com. The Investment Manager on behalf of the Trust shall forward the same to the Unitholder.
7. A Unitholder cannot exercise its vote by proxy on Postal Ballot.
8. Unitholders are requested to read the instructions printed in the Postal Ballot Form for exercising their vote, the Unitholders can exercise their vote either by submitting duly completed and signed physical Postal Ballot form with the Scrutinizer, so that it reaches the Scrutinizer (not later than close of working hours 17:30 hours IST) by Wednesday, April 08, 2026, 2026. The postage costs will be reimbursed by the Trust on the basis of actual claim, if any or the Unitholders can exercise their vote by emailing the completed and signed Postal Ballot form to the Scrutinizer at bhavya@legalcrew.co.in (not later than close of working hours 17:30 hours IST) by Wednesday, April 08, 2026. If any Postal Ballot is received after 17:30 hours IST on Wednesday, April 08, 2026 it will be considered that no reply from the Unitholder has been received.
9. The Scrutinizer will submit its report to the Board of Directors/person duly authorized by the Board of Investment Manager after the completion of scrutiny and the result of the voting by Postal Ballot will be announced by any officer of the Investment Manager duly authorized within 48 working hours and will be displayed on the website of the Trust: <http://orientalinfratrust.com/>, besides being communicated to the Stock Exchange, registrar and unit transfer agent on the said date.
10. The last date for the receipt of duly completed Postal Ballot Forms shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

11. All the material documents referred to in the Explanatory Statement will be available for inspection at the registered office of the Trust during office hours on all working days from the date of dispatch until the last date for receipt of votes by Postal Ballot i.e. Wednesday, April 08, 2026.
12. Institutional Unitholders (i.e. other than individuals, HUF, NRI, etc.), if not shared earlier or any amendment in the same, are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bhavya@legalcrew.co.in or send physical copies together with the Postal Ballot form at the following address: M/s ASKBN And Company, Practicing Company Secretary, 504, Vikasdeep Building, Laxmi Nagar District Complex, Opposite Bharti Public School, Nearest Metro Station Nirman Vihar, Delhi-110092.
13. Unitholders if any, who have not registered their email address so far are requested to register their email address for receiving all communication, from the Investment Manager, on behalf of Trust, electronically.

EXPLANATORY STATEMENT

ITEM NO. 1: TO AUTHORIZE BOARD TO MAKE REQUISITE AMENDMENTS OR MODIFICATIONS TO THE INVIT DOCUMENTS (AS DEFINED IN THE TRUST DEED)

In relation to the proposed Offer, it is proposed that the InvIT Documents (*as defined in the fifth amended and restated trust deed dated September 4, 2025*), including Trust Deed, the Investment Management Agreement and other policies adopted by the Investment Manager and other parties to the Trust, governing the operations and management of the Trust are required to be amended to:

- (a) comply with the regulatory framework applicable to public infrastructure investment trusts in accordance with SEBI InvIT Regulations and Master Circular read together with the circulars, guidelines, notifications issued or framed thereunder and other applicable law, as amended; and
- (b) record the commercial understanding between the Unitholders, the Sponsors, the Investment Manager and the Trust ("**Parties**") in relation to rights and obligations of the Parties as set out under such policies.

Accordingly, the Unitholders are required to authorize the members of the Board, on behalf of the Trust, to approve the amendments to certain InvIT Documents, including Trust Deed, the Investment Management Agreement and other policies, for facilitating and undertaking the proposed Offer, in the manner as has been agreed (based on prior written approval of all the Unitholders through this Postal Ballot), subject to and ensuring that such documentation shall be executed in the exact forms of the final execution versions of the amended InvIT Documents, which shall be circulated by the Trustee to any Unitholder upon request) and subsequently for the Trust to operate as a public listed infrastructure investment trust, as required under the SEBI InvIT Regulations and applicable law.

In view of the above, the Board of Directors of the Investment Manager recommends the resolution as set out in Item No. 1 of this notice for approval of all Unitholders unanimously in the best interest of the Trust and the Unitholders.

**For Oriental InfraTrust
By Order of the Board
OIT Infrastructure Management Limited
(as the Investment Manager to Oriental InfraTrust)**

**Sd/-
Gaurav Puri
Compliance Officer**

Date: March 11, 2026
Place: New Delhi

Principal Place of Business and Contact Details of the Trust:

Oriental InfraTrust, Unit No. 307A, 3rd Floor, Asset Area No.8, Aerocity
Hospitality District, Near IGI Airport, New Delhi-110037

SEBI Registration Number: IN/INVIT/18-19/0011

Email: compliance@orientalinfratrust.com

Website: www.orientalinfratrust.com

Compliance Officer: Mr. Gaurav Puri

Tel: +91-11- 44454600

POSTAL BALLOT FORM

Oriental InfraTrust

(An irrevocable trust set up under the Indian Trusts Act, 1882 and registered as an Infrastructure Investment Trust with the Securities and Exchange Board of India)

Name of the Trust	Oriental InfraTrust
Principal Place of business of Trust and Registered Office of Investment Manager	Unit No. 307A, 3rd Floor, World Mark 2, Asset Area No.8, Aerocity, Hospitality District, IGI Airport, New Delhi- 110037, Tel: 011-44454600
SEBI Registration No	IN/ InvIT/ 18-19/ 0011

S No	Particulars	Details
1.	Name of the Unitholder(s)	
2.	Registered Address and Email ID	
3.	No. of Units held	
4.	Folio No./ Client ID	
5.	DP ID	

I/We hereby give my/our instructions to the Investment Manager through Postal Ballot for the business stated in the Notice of the Oriental InfraTrust dated March 11, 2026 by conveying our/my decision as per the voting form attached herewith.

(Signature of the Unitholder)

Name:

Place: [●]

Date: [●]

VOTING FORM

Oriental InfraTrust

I/We hereby give my/our instructions to the Investment Manager through Postal Ballot for the business stated in the Notice of the Oriental InfraTrust dated March 11, 2026 by conveying my/our decision in the appropriate box below:

S. No	Item Name	No. of Units for which vote exercised	I assent to the resolution	I dissent to the resolution	Remarks
1	TO AUTHORIZE BOARD TO MAKE REQUISITE AMENDMENTS OR MODIFICATIONS TO THE INVIT DOCUMENTS				

(Signature of the Unitholder)

Name:

Place: [●]

Date: [●]