



---

## Notice of First Annual Meeting

Document No. SEIT-LCS-AM-NTC-001-27062024

---



**NOTICE** is hereby given that the First Annual Meeting (“**AM**”) of the Unitholders (“**Unitholders**”) of Sustainable Energy Infra Trust (the “**Trust**”) will be held on Friday, July 26, 2024 at 11:00 a.m. (IST) through Video Conferencing (‘**VC**’)/ Other Audio-Visual Means (‘**OAVM**’) without the physical presence of the Unitholders and the deemed venue for the meeting shall be at the principal place of business of the Trust, in accordance with the provisions of the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014, as amended, (“**SEBI InvIT Regulations**”) read with SEBI circular bearing reference no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 (the “**SEBI Circular**”) and other relevant circulars issued by the Securities Exchange Board of India (“**SEBI**”) in this regard, from time to time, to transact the businesses mentioned below:

### **ORDINARY BUSINESS:**

#### **ITEM NO. 1:**

**TO CONSIDER AND ADOPT AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF SUSTAINABLE ENERGY INFRA TRUST (“TRUST”) AS AT AND FOR THE PERIOD ENDED MARCH 31, 2024, TOGETHER WITH THE REPORT OF THE AUDITORS THEREON AND THE REPORT ON THE PERFORMANCE OF THE TRUST**

To consider and if thought fit, to pass with or without modification(s), the following resolution by way of a 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) in terms of Regulation 22 of the SEBI InvIT Regulations:

“**RESOLVED THAT** pursuant to the applicable provisions, if any, of the SEBI (Infrastructure Investment Trust) Regulations, 2014, as amended, and the circulars, clarifications, notifications, and guidelines issued thereunder, and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Trust as at and for the period ended March 31, 2024 together with the Report of the Auditors and the report on the performance of the Trust be and are hereby received, approved and adopted.

**RESOLVED FURTHER THAT** any of the Directors or Chief Executive Officer or Chief Financial Officer or Compliance Officer of Sustainable Energy Infra Investment Managers Private Limited (the “**Investment Manager**”) be and are hereby jointly authorised on behalf of the Trust to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things, and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of the Trust, as it may deem fit.”

#### **ITEM NO. 2:**

**TO CONSIDER AND APPROVE THE APPOINTMENT OF STATUTORY AUDITORS FOR 5 (FIVE) CONSECUTIVE YEARS COMMENCING FROM THE FINANCIAL YEAR 2023-24 TO THE FINANCIAL YEAR 2027-28 AND FIX THEIR REMUNERATION**

To consider the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration Number: 117366W/ W-100018) as the Auditors of the Sustainable Energy Infra Trust (the “**Auditor**”) for a period of 5 (five) years from Financial Year 2023-2024 till the annual meeting of the Unitholders to be held for the Financial Year 2027-2028, and, if thought fit, to pass with or without modifications(s), the following resolution by way of a simple majority (i.e. where the votes

cast in favour of the resolution are required to be more than the votes cast against the resolution) in terms of Regulation 22(4) and other applicable provisions of the SEBI InvIT Regulations, as amended:

**“RESOLVED THAT** pursuant to the provisions of Regulations 10(5), 10(6), 10(6A), 10(6B), 13, 22 and other applicable provisions of the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014, as amended, read with circulars and guidelines issued thereunder (“SEBI InvIT Regulations”) (including any statutory modification or re-enactment thereof, for the time being in force) and in accordance with the Policy on Appointment of Auditor and Valuer of Sustainable Energy Infra Trust (the “Trust”), the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration Number: 117366W/ W-100018) (appointed in consultation with Axis Trustee Services Limited) as the statutory auditors for the Trust for a period of 5 (five) years from Financial Year 2023-2024 till the annual meeting of the Unitholders to be held for the Financial Year 2027-2028, on such terms and conditions, including fees, as mutually decided by the Board of Directors of the Investment Manager and the Auditor, be and is hereby considered and ratified.

**RESOLVED FURTHER THAT** any one of the Director or Chief Executive Officer or Chief Financial Officer or Compliance Officer or Company Secretary of Sustainable Energy Infra Investment Managers Private Limited be and are hereby severally authorised on behalf of the Trust to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things, and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of the Trust as it may deem fit.”

### **ITEM NO. 3:**

#### **TO CONSIDER AND ADOPT THE VALUATION REPORT OF THE ASSETS OF SUSTAINABLE ENERGY INFRA TRUST (“TRUST”) FOR THE PERIOD ENDED MARCH 31, 2024**

To consider and if thought fit, to pass with or without modification(s), to pass with or without modification(s), the following resolution by way of a simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in terms of Regulation 22 of the SEBI InvIT Regulations:

**“RESOLVED THAT** pursuant to Regulations 13, 21, 22 and Schedule V of the SEBI (Infrastructure Investment Trust) Regulations, 2014, as amended from time to time, read with circulars and guidelines issued thereunder and other applicable provisions, if any, (including any statutory modification or re-enactment thereof for the time being in force), the Valuation Report of the Trust for the period ended March 31, 2024 issued by Mr. S. Sundararaman, Registered Valuer IBBI (Registration no.: IBBI/RV/06/2018/10238) as an Independent Valuer for the Trust, providing for the assets of the Trust, be and is hereby received, approved and adopted.

**RESOLVED FURTHER THAT** any one of the Director or Chief Executive Officer or Chief Financial Officer or Compliance Officer or Company Secretary of Sustainable Energy Infra Investment Managers Private Limited be and are hereby severally authorised on behalf of the Trust to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letters and other writings in this regard, including delegation of all, or any of these powers and to do all acts, deeds, things, and matters as may be required or are necessary to give effect to this resolution or as otherwise considered by the Board of Directors, to be in the best interest of the Trust as it may deem fit.”

**ITEM NO. 4:**

**TO RATIFY THE APPOINTMENT AND REMUNERATION OF THE VALUER OF SUSTAINABLE ENERGY INFRA TRUST ("TRUST") FOR THE PERIOD ENDED MARCH 31, 2024**

To ratify the appointment and remuneration of Mr. S. Sundararaman, Registered Valuer IBBI (Registration no.: IBBI/RV/06/2018/10238) as the Independent Valuer of the Trust for the period ended as on March 31, 2024 and, if thought fit, to pass with or without modification(s), the following resolution by way of a simple majority (i.e. where the votes cast in favour of the 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 SEBI InvIT Regulations:

**"RESOLVED THAT** pursuant to the provisions regulations 10(5), 22 and other applicable provisions of the SEBI InvIT Regulations (including any statutory modification or re-enactment thereof, for the time being in force) and in accordance with the Policy on appointment of auditor and valuer of the Trust, the appointment of Mr. S. Sundararaman, Registered Valuer (IBBI Registration Number IBBI/RV/06/2018/10238) as the Valuer of the Trust, who had confirmed their eligibility to be appointed as the Valuer in terms of provisions of the SEBI InvIT Regulations as the Valuer of the Trust, for the period ended as of March 31, 2024, at remuneration and out of pocket expenses incurred on such terms and conditions as may be mutually agreed by the board of directors or management of the Investment Manager and the Valuer, be and is hereby ratified.

**RESOLVED FURTHER THAT** any one of the Directors, Chief Executive Officer, Chief Financial Officer, Compliance Officer, Company Secretary of Sustainable Energy Infra Investment Managers Private Limited be and are hereby severally authorized to inform all regulatory, statutory and governmental authorities, as may be required under applicable laws, and in such form and manner

as may be required or necessary and also to execute such agreements, letter and other writings and to do all acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Investment Manager to be in the best interest of the Trust."

**ITEM NO. 5:**

**TO CONSIDER AND APPROVE THE APPOINTMENT AND REMUNERATION OF THE VALUER OF SUSTAINABLE ENERGY INFRA TRUST ("TRUST") FROM THE FINANCIAL YEAR 2024-25 TO FINANCIAL YEAR 2026-27**

To consider the appointment and remuneration of Mr. S. Sundararaman, Registered Valuer IBBI (Registration no.: IBBI/RV/06/2018/10238) as the Independent Valuer of the Trust from the financial year 2024-25 to financial year 2026-27 and, if thought fit, to pass with or without modification(s), the following resolution by way of a simple majority (i.e. where the votes cast in favour of the 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 SEBI InvIT Regulations.

**"RESOLVED THAT** pursuant to the provisions regulations 10(5), 22 and other applicable provisions of the SEBI InvIT Regulations (including any statutory modification or re-enactment thereof, for the time being in force) and in accordance with the policy on appointment of auditor and valuer of the Trust, the consent of the Unitholders be and is hereby accorded for the appointment of Mr. S. Sundararaman, Registered Valuer (IBBI Registration Number IBBI/RV/06/2018/10238) as the Valuer of the Trust, for a period commencing from financial year 2024-25 to financial year 2026-27, to carry out the valuation of the Trust, its Special Purpose Vehicles (SPVs) and other valuations in accordance with the SEBI InvIT regulations, who had confirmed their eligibility to be appointed as the Valuer in terms of provisions of the SEBI InvIT Regulations, and at the remuneration (excluding applicable taxes) and

out of pocket expenses incurred on such terms and conditions as is or may be mutually agreed by and between the board of directors or the management of Sustainable Energy Infra Investment Managers Private Limited (the "Investment Manager") and the Valuer.

**RESOLVED FURTHER THAT** any one of the Directors, Chief Executive Officer, Chief Financial Officer, Compliance Officer, Company Secretary of the Investment Manager be and are hereby severally authorized to inform all regulatory, statutory and governmental authorities, as may be required under applicable laws, and in such form and manner as may be required or necessary and also to execute such agreements, letter and other writings and to do all acts, deeds, things, and

matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Investment Manager to be in the best interest of the Trust."

**For SUSTAINABLE ENERGY INFRA TRUST**

By order of Board of Directors  
**Sustainable Energy Infra Investment  
Managers Private Limited  
(as the Investment Manager to the Trust)**

sd/-  
**Devjeet Ghosh  
Compliance Officer**

**Place:** Noida

**Date:** May 24, 2024

## NOTES:

1. Pursuant to Regulation 22(3)(a) of the SEBI InvIT Regulations read with SEBI Circular dated May 15, 2024 and other relevant circulars issued by SEBI in this regard, from time to time, the First Annual Meeting ('AM') of the Trust is being held through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') which does not require the physical presence of the Unitholders at a common venue, subject to the fulfilment of conditions as specified in the relevant circulars issued thereunder. In compliance with the aforesaid, unitholders can attend and participate in the ensuing AM through VC/OAVM. The deemed venue for the AM shall be the principal place of business of the Trust.
2. The explanatory statement stating all material facts and the reasons for the proposed resolution is annexed herewith.
3. The Unitholders can join the AM in the VC/OAVM mode 15 minutes before the scheduled time for commencement of AM and after the commencement of AM by following the procedure mentioned in the Notice. The facility for participation at the AM through VC/OAVM will be made available for all Unitholders. The detailed instructions for joining the Meeting through VC/OAVM forms part of the "Annexure- I" to this Notice.
4. The attendance of the Unitholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum
5. The Trust is providing an e-voting facility to the Unitholders for the transaction enlisted in the Notice. Therefore, the detailed instructions for e-voting are attached as "Annexure- I" to this Notice.
6. Since this AM is being held pursuant to the SEBI Circular through VC / OAVM, physical attendance of Unitholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Unitholders will not be available for the AM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
7. The Trust has appointed National Securities Depository Limited ("NSDL") for providing the e-voting facility for this Meeting.
8. In line with the aforementioned SEBI Circulars, the Notice calling the AM is being sent only through electronic mode to those Unitholders whose e-mail addresses are registered /available with the Depositories/Trust and the Notice can also be accessed from the website of the Trust: [www.seit.co.in](http://www.seit.co.in) as well on the website of National Stock Exchange Limited ("NSE") at [www.nseindia.com](http://www.nseindia.com), on which the units of the Trust are listed and the same shall also be disseminated on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
9. Mr. Kaushal Dalal (Certificate of Practice No. 7512) Partner of M/s KDA & Associates, Practising Company Secretaries ("Scrutinizer") is appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The results declared along with the consolidated Scrutinizer's Report and the recording of the meeting shall be communicated to the Stock Exchange and shall simultaneous be placed on the website of the Investment Manager at [www.seit.co.in](http://www.seit.co.in).
10. Only those Unitholders whose names are recorded in the Register of Beneficial Owners maintained by the Depositories as on the close of business hours on cut-off date i.e. Friday, June 28, 2024 will be entitled to cast their votes. The voting rights of Unitholders shall be in proportion to their Units of the Unit capital of the Trust as on this date.
11. Only those Unitholders, who will be present in the AM through VC/ OAVM facility and

have not cast their vote on resolutions through a remote e-voting and are otherwise not barred from doing so, may cast their vote during the AM through the e-voting system in the AM.

12. Unitholders can submit questions in advance with regard to the financial statements or any other matter to be placed at the AM, from their registered email address, mentioning their name, DP ID and Client ID / folio number and mobile number, to reach SEIT's email address at [compliance@seit.co.in](mailto:compliance@seit.co.in) latest by July 24, 2024. Such questions by the Unitholders shall be taken up during the meeting and replied by the Investment Manager suitably.
13. **PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS:** Unitholders who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN, and mobile number at [compliance@seit.co.in](mailto:compliance@seit.co.in) between Sunday, July 21, 2024 (9.00 a.m. IST) and Wednesday, July 24, 2024 (5.00 p.m. IST). Only those Unitholders who have pre-registered themselves as speaker on the dedicated email id [compliance@seit.co.in](mailto:compliance@seit.co.in) will be allowed to express their views/ask questions during the AM.

When a pre-registered speaker is invited to speak at the meeting, but they do not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed.

14. The Investment Manager reserves the right to restrict the number of questions and the number of speakers, as appropriate, for the smooth conduct of the AM.
15. The Unitholders who have cast their vote by remote e-voting prior to the AM may also participate in the AGM through VC/ OAVM

Facility but shall not be entitled to cast their vote again.

16. Institutional unitholders (i.e. other than individuals, HUF, NRI etc.) are required to send a 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 attend the AM on its behalf and to vote either through remote e-voting or during the AM, at [compliance@seit.co.in](mailto:compliance@seit.co.in). It is also requested to upload the same in the e-voting module through their login.
17. The remote e-voting period shall begin on Monday, July 1, 2024 at 09:00 A.M. and end on Thursday, July 25, 2024 at 05:00 P.M. The remote e-voting module shall then be disabled by NSDL for voting thereafter.
18. All the documents referred to in the accompanying notice, shall be available for inspection through electronic mode, basis the request being sent to the Company Secretary/Compliance officer of Trust by e-mail to [compliance@seit.co.in](mailto:compliance@seit.co.in).
19. The Securities and Exchange Board of India (the "SEBI") has mandated the submission of a Permanent Account Number ("PAN") by every participant in the securities market. Unitholders are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
20. Unitholders who have not registered their email address so far are requested to register their email address for receiving all communication including annual reports, notices, circulars etc. from the Investment Manager, on behalf of the Trust, electronically as mentioned in Annexure – I.
21. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of AM i.e. Friday, July 26, 2024.

## Annexure – I

### How do I vote electronically using NSDL e-voting system?

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:





#### Step 1: Access to NSDL e-voting system

#### A) Login method for e-voting and joining virtual meeting for Individual Unitholders holding securities in demat mode

Pursuant to SEBI master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated May 15, 2024 (“Circular”), issued by the Securities and Exchange Board of India, InvITs are allowed to hold the AM through Video Conferencing Mode (“VC”) / Other Audio-Visual Mode (“OAVM”) in compliance with the Circular, without the physical presence of Unitholders at a common venue, Individual Unitholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Unitholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Login method for Individual Unitholders holding securities in demat mode is given below:

| Type of Unitholders  | Login Method  |
|--|---|
| Individual Unitholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on SEIT’s name or <b>e-voting service provider i.e. NSDL</b> and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on SEIT’s name or <b>e-voting service provider i.e. NSDL</b> and you will be redirected to e-voting website of NSDL for casting your vote during the</li></ol> |

|  |   |
|--|---|
|  | <p>remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Unitholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store      Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>  |
| <p>Individual Unitholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System My-Easi Tab and then user your existing My-Easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by SEIT. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System My-Easi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access the e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</li> </ol> |

|   |   |
|---|---|
| Individual Unitholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on SEIT's name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. |
|---|---|

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Unitholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

| Login type  | Helpdesk details   |
|---|--|
| Individual Unitholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000 and 022 - 2499 7000                        |
| Individual Unitholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |

**B) Login Method for e-voting and joining virtual meeting for Unitholders other than Individual Unitholders holding securities in demat mode and Unitholders holding securities in physical mode.**

**How to Log-in to NSDL e-voting website?**

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

| Manner of holding Units i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:  |
|---|---|
| a) For Members who hold Units in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold Units in demat account with CDSL.     | 16 Digit Beneficiary ID<br>For example, if your Beneficiary ID is 12***** then your user ID is 12*****  |
| c) For Members holding Units in Physical Form.                | EVEN Number followed by Folio Number registered with SEIT. For example, if folio number is 001*** and EVEN is 129019 then user ID is 129019001***     |

5. Password details for Unitholders other than Individual Unitholders are given below:
  - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the SEIT's, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for Units held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those Unitholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding Units in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding Units in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding Units and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of SEIT for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of Units for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for Unitholders**

1. Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) 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 [kaushaldalalcs@gmail.com](mailto:kaushaldalalcs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional Unitholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Unitholders and e-voting user manual for Unitholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Nihar Kudaskar at [evoting@nsdl.com](mailto:evoting@nsdl.com)

#### **Process for those Unitholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:**

1. In case Units are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-

attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [compliance@seit.co.in](mailto:compliance@seit.co.in)

2. In case Units are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to

[compliance@seit.co.in](mailto:compliance@seit.co.in). If you are an Individual Unitholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-voting and joining virtual meeting for Individual Unitholders holding securities in demat mode.**

3. Alternatively, Unitholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) to procure user id and password for e-voting by providing above mentioned documents.

**THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AM ARE AS UNDER:-**

1. The procedure for e-voting on the day of the AM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ Unitholders, who will be present in the AM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AM.
3. Members who have voted through Remote e-voting will be eligible to attend the **AM**. However, they will not be eligible to vote at the AM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AM shall be the same person mentioned for remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AM THROUGH VC/OAVM ARE AS UNDER:**

1. Members will be provided with a facility to attend the AM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for **Access to NSDL e-voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against SEIT's name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Unitholder/Member login where the EVEN of SEIT "129019" will be displayed. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last-minute rush.
2. Members are encouraged to join the meeting through Laptops for a better experience.
3. Further Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/video loss due to fluctuations in their respective networks. It is therefore recommended to use stable wi-fi or LAN connection to mitigate any kind of aforesaid glitches.

## ANNEXURE TO NOTICE

### Explanatory Statement

#### ITEM NO 2:

Unitholders are requested to note that pursuant to Regulation 10 of the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 ("SEBI InvIT Regulations"), Sustainable Energy Infra Investment Managers Private Limited, acting in its capacity as the Investment Manager ("Investment Manager") of Sustainable Energy Infra Trust (the "Trust") in consultation with Axis Trustee Services Limited (in its capacity as the trustee to the Trust), had appointed M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration Number: 117366W/ W-100018), as the Auditors of the Trust for a period of 5 (Five) years commencing from Financial Year 2023-2024 till the annual meeting of the Unitholders to be held for the Financial Year 2027-2028, in accordance with the "Policy on appointment of Auditor and Valuer".

Under Regulation 22 of the SEBI InvIT Regulations, the Investment Manager is required to obtain approval from the Unitholders for the appointment of the Statutory Auditor at the annual meeting of the Unitholders. Since the units of the Trust were listed on the National Stock Exchange of India Limited on January 15, 2024, this meeting is considered as the First AM of the Trust.

In view of the above, under Item No. 2 of the accompanying Notice, approval of the unitholders is sought for the ratification of the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as the Auditor of the Trust for Financial Year 2023-2024, and for approval for appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as the Auditor of the Trust for a period of five years, commencing from the Financial Year 2023-2024 till the annual meeting of the Unitholders to be held for the Financial Year 2027-2028, at a remuneration to be determined by the Board of Directors of the Investment Manager and the Auditor.

The Investment Manager recommends the resolution as set out in the Notice for your approval by way of a simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

#### ITEM NO. 4 AND 5:

Pursuant to the SEBI InvIT Regulations, the Valuer is required to be appointed to carry out valuation of Sustainable Energy Infra Trust. Further, Valuer means any person who is a "registered valuer" under section 247 of the Companies Act, 2013 or as specified by SEBI from time to time.

In accordance with the applicable provisions of the SEBI InvIT Regulations and the Policy, the Investment Manager, in consultation with Axis Trustee Services Limited (in its capacity as the trustee to the Trust), had appointed Mr. S. Sundararaman, Registered Valuer (IBBI Registration Number IBBI/RV/06/2018/10238), as Valuer of the Trust for the period of four years commencing from Financial Year 2023-2024 to the Financial Year 2026-2027.

Accordingly, under Item No. 4 of the accompanying Notice, the Unitholders are requested to ratify the appointment of Mr. S. Sundararaman as the Valuer of the Trust for the period ended as of March 31, 2024, and under Item No. 5 of the accompanying Notice, the Unitholders are requested to approve the appointment of Mr. S. Sundararaman as the Valuer of the Trust from the financial year 2024-2025 to the financial year 2026-27, at remuneration and out of pocket expenses incurred on such terms and conditions as may be mutually agreed and determined by the Board of Directors or management of the Investment Manager and the Valuer.

The Investment Manager recommends the resolutions as set out in the Notice for your approval by way of a simple majority (i.e.

where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution). Additionally, please see below a brief profile of Mr. S. Sundararaman.

**Brief Profile of Mr. S. Sundararaman:**

Mr. S. Sundararaman is a fellow member from the Institute of Chartered Accountants of India, Graduate member of the Institute of Cost and Works Accountants of India, Information Systems Auditor (DISA of ICAI) and has completed the Post Qualification Certification

courses of ICAI on IFRS, Valuation. He is a partner at Haribhakti & Co. LLP. He is a Qualified Insolvency Professional and a Registered Valuer for Securities or Financial Assets, having been enrolled with the Insolvency and Bankruptcy Board of India (IBBI) after passing the respective Examinations. He possesses more than 30 years of experience in servicing large and medium-sized clients in the areas of Corporate Advisory including Strategic Restructuring, Governance, Acquisitions and related Valuations and Tax Implications apart from Audit and Assurance Services.

**For SUSTAINABLE ENERGY INFRA TRUST**

By order of the Board of Directors

**Sustainable Energy Infra Investment  
Managers Private Limited  
(as the Investment Manager to the Trust)**

**Sd/-  
Devjeet Ghosh  
Compliance Officer**

**Place:** Noida  
**Date:** May 24, 2024



 seit