

# ENCAP INVESTMENT MANAGER PRIVATE LIMITED

(Formerly known as Brookfield India Infrastructure Manager Private Limited)

CIN: U67190MH2010PTC202800

Registered Office: Seawoods Grand Central, Tower-1, 3<sup>rd</sup> Level, C Wing - 301 to 304,  
Sector 40, Seawoods Railway Station, Navi Mumbai, Thane, Maharashtra - 400706, India

Tel No.: 91 22 3501 8000 | Email: [compliance@pipelineinvit.com](mailto:compliance@pipelineinvit.com)

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June 27, 2024

To

**BSE Limited,**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001,  
Maharashtra, India.

**Sub.: Compliance Report on Governance (Part C)**

**Ref.: (1) Regulation 26K of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 ("SEBI InvIT Regulations")**  
**(2) SEBI Master Circular bearing reference no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024**  
**(3) India Infrastructure Trust (Scrip Code: 542543)**

Sir/Madam,

Pursuant to regulation 26K of the SEBI InvIT Regulations, read with the SEBI Master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 ("Master Circular"), we hereby submit the Compliance Report on Governance (Part C) of India Infrastructure Trust for the financial year ended on March 31, 2024.

Further, the same is also available on the website of the Trust i.e. [www.pipelineinvit.com](http://www.pipelineinvit.com)

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **India Infrastructure Trust**

**EnCap Investment Manager Private Limited**

(Formerly known as Brookfield India Infrastructure Manager Private Limited)

(acting in its capacity as the Investment Manager of India Infrastructure Trust)

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**Vikas Prakash**

**Company Secretary & Compliance Officer**

Encl.: a/a

**CC:**

**Axis Trustee Services Limited**

The Ruby, 2<sup>nd</sup> Floor, SW, 29, Senapati Bapat  
Marg, Dadar West, Mumbai – 400028 Maharashtra

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## Compliance Report on Governance – Affirmations as per Part C

[Pursuant to Regulation 26K of SEBI (Infrastructure Investment Trusts) Regulations, 2014 (“SEBI InvIT Regulations”)]

1.	<b>Name of InvIT</b>	India Infrastructure Trust ("InvIT")
2.	<b>Name of the Investment Manager</b>	EnCap Investment Manager Private Limited ("Company") (Formerly Known as Brookfield India Infrastructure Manager Private Limited)
3.	<b>Quarter ending</b>	March 31, 2024

Sr. No.	Affirmations	Regulation Number	Compliance status (Yes/No/NA)
1	Copy of annual report of the InvIT including balance sheet, profit and loss account, governance report, secretarial compliance report displayed on Website	26J, 26K and the Master Circular	Yes. The Annual Report of the InvIT for FY 2022-23 and earlier years are displayed on the InvIT’s website.  Further, the Annual Report of the InvIT for FY 2023-24 will be displayed on the website upon dispatch of the same to the Unitholders within the prescribed timeline.
2	Presence of Chairperson of Audit Committee at the Annual Meeting of Unitholders	26G	Yes, for the Annual General Meeting held on July 21, 2023.
3	Presence of Chairperson of the nomination and remuneration committee at the Annual Meeting of Unitholders	26G	Yes, for the Annual General Meeting held on July 21, 2023.
4	Presence of Chairperson of the Stakeholder Relationship committee at the Annual Meeting of Unitholders	26G	Yes, for the Annual General Meeting held on July 21, 2023.
5	Whether “Governance Report” and “Secretarial Compliance Report” disclosed in Annual Report of the InvIT	26J and 26K	Since, the provisions of regulation 26J and 26K of SEBI InvIT Regulations became applicable with effect from June 1, 2023* for the InvIT, the disclosure related to “Governance Report” and “Secretarial Compliance Report” will be made in the Annual Report for FY 2023-24.

\*SEBI vide notification no. LAD-NRO/GN/2014-15/10/1577 dated February 14, 2023, had made corporate governance norms, including provisions of regulation 26J and 26K of SEBI InvIT Regulations, effective from April 1, 2023. Further, on the Company’s request, SEBI had allowed additional time of 2 months to comply with the corporate governance norms. Accordingly, the corporate governance norms were applicable from June 1, 2023.

For India Infrastructure Trust

**EnCap Investment Manager Private Limited**

(Formerly known as Brookfield India Infrastructure Manager Private Limited)

(Acting in its capacity as the Investment Manager of India Infrastructure Trust)

**Vikas Prakash**

**Company Secretary & Compliance Officer**