

January 21, 2025

<b>Corporate Relations Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 <b>Scrip Code: 541300</b>	<b>The Listing Department,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 <b>Trading Symbol: INTERISE</b>
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Dear Sir/Madam,

**Sub: Quarterly Compliance Report on Corporate Governance of Interise Trust**

Pursuant to Regulation 26K of the SEBI (Infrastructure Investment Trusts) Regulations, 2014) read with SEBI Master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44, we hereby submit the Compliance Report on Corporate Governance (Part A) for Interise Trust for the quarter ended December 31, 2024.

You are requested to take the same on your record.

Thank you.

Yours Truly,

For **Interise Trust**

Through its Investment Manager,

**Interise Investment Managers Limited**

(Formerly known as LTIDPL IndvIT Services Limited)

**Amit Shah**  
**Chief Compliance Officer &**  
**Vice President - Company Secretary**

CC:

<b>Trustee to Interise Trust:</b> IDBI Trusteeship Services Limited Address: 10th Floor, 1009, Ansal Bhawan, KG Marg, New Delhi – 110001	<b>Debenture Trustee:</b> Axis Trustee Services Limited Address: The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar west, Mumbai - 400 028
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**Quarterly Compliance Report on Governance  
Part A of Annexure - 15**

[Chapter 20 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024  
(‘Master Circular’)]

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|-----------------------------------|--|
| 1. Name of InvIT                  | <b>Interise Trust</b>  |
| 2. Registration No                | <b>IN/InvIT/17-18/0007</b>   |
| 3. Name of the Investment Manager | <b>Interise Investment Managers Limited</b><br>(Formerly known as LTIDPL InvIT Services Limited) |
| 4. Quarter ending                 | December 31, 2024  |

**I. Composition of Board of Directors of the Investment Manager**

Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson / Non-Independent / Independent / Nominee) <sup>a</sup>	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure* (months)	No. of directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager	No of Independent directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager	Number of memberships in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager (Refer Regulation 26G of InvIT Regulations)	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager (Refer Regulation 26G of InvIT Regulations)
Ms.	Neera Saggi	00501029	Chairperson-Independent Director	24-03-2021	-	-	45	5	5	7	1
Mr.	Sudhakar Mallya	10372145	Nominee Director (Unitholder)	07-11-2023	-	-	-	1	0	2	0
Ms.	Anjali Gupta	00781921	Nominee Director (Unitholder)	30-07-2021	-	12-12-2024	-				
Mr.	Harmish Rokadia	10359689	Nominee Director (Unitholder)	29-07-2024	-	-	-	1	-	2	0
Dr.	Ashwin Mahalingam	05126953	Independent Director	30-03-2015	30-03-2020	-	117	1	1	1	0
Ms.	Monisha Macedo	00144660	Independent Director	28-06-2018	28-06-2023	-	78	1	1	2	0
Ms.	Samyuktha	07138327	Independent	24-08-2017	24-08-2022	-	88	1	1	1	0

Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson / Non-Independent / Independent / Nominee) <sup>&amp;</sup>	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure* (months)	No. of directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager	No of Independent directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager	Number of memberships in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager (Refer Regulation 26G of InvIT Regulations)	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager (Refer Regulation 26G of InvIT Regulations)
	Surendran		Director								
Mr.	Sanjay Ubale	02040738	Independent Director	29-03-2023	-	-	21	1	1	2	1
Mr.	Ravindran Shunmugakani	09778966	Independent Director	27-06-2023	-	-	18	2	2	5	3

<sup>&</sup>PAN of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup>Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

\*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the investment manager in continuity without any cooling off period.

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to managing director or CEO	No

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Non-Independent/Independent /Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Ravindran Shunmugakani	Chairman- Independent Director	27-06-2023	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Anjali Gupta	Nominee Director (Unitholder)	30-07-2021	12-12-2024
		Dr Ashwin Mahalingam	Independent Director	11-01-2022	
		Ms. Samyuktha Surendran	Independent Director	17-10-2018	
		Ms. Neera Saggi	Independent Director	14-07-2021	
		Mr. Sanjay Ubale	Independent Director	29-03-2023	
		Ms. Monisha Macedo	Independent Director	28-06-2018	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	
2. Nomination & Remuneration Committee	Yes	Ms. Samyuktha Surendran	Chairperson- Independent Director	17-10-2018	
		Dr Ashwin Mahalingam	Independent Director	14-07-2021	
		Ms. Monisha Macedo	Independent Director	28-06-2018	
		Ms. Neera Saggi	Independent Director	29-03-2023	
		Mr. Sanjay Ubale	Independent Director	29-03-2023	
		Mr. Ravindran Shunmugakani	Independent Director	27-06-2023	
3. Risk Management Committee	Yes	Ms. Monisha Macedo	Chairperson- Independent Director	01-12-2022	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Anjali Gupta	Nominee Director (Unitholder)	11-01-2022	12-12-2024
		Dr. Ashwin Mahalingam	Independent Director	11-01-2022	
		Ms. Samyuktha Surendran	Independent Director	11-01-2022	
		Ms. Neera Saggi	Independent Director	11-01-2022	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	
4. Stakeholders Relationship Committee (in our case, known as Stakeholders Relationship and Investor Relations and Grievance Committee)	Yes	Mr. Sanjay Ubale	Chairperson- Independent Director	28-06-2023	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Anjali Gupta	Nominee Director (Unitholder)	30-07-2021	12-12-2024
		Ms. Monisha Macedo	Independent Director	28-06-2018	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	
5. Investment and Finance Committee	Yes	Mr. Sanjay Ubale	Chairperson- Independent Director	28-06-2023	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Anjali Gupta	Nominee Director (Unitholder)	30-07-2021	12-12-2024
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	
		Mr. Pawan Kant	Member – Chief Executive Officer	20-05-2021	

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Non-Independent/Independent /Nominee) &	Date of Appointment	Date of Cessation
6. Projects Review Committee	Yes	Dr. Ashwin Mahalingam	Chairperson- Independent Director	11-01-2022	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Anjali Gupta	Nominee Director (Unitholder)	11-01-2022	12-12-2024
		Ms. Monisha Macedo	Member- Independent Director	11-01-2022	
		Ms. Samyuktha Surendran	Member- Independent Director	11-01-2022	
		Ms. Neera Saggi	Member- Independent Director	11-01-2022	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	
7. Corporate Social Responsibility Committee	Yes	Ms. Monisha Macedo	Chairperson- Independent Director	19-07-2022	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Anjali Gupta	Nominee Director (Unitholder)	19-07-2022	12-12-2024
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	

& Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

### III. Meetings of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
02-07-2024	-	Yes	9	6	-
04-09-2024	-	Yes	9	6	63 days
18-09-2024		Yes	8	5	13 days
	08-10-2024	Yes	9	6	19 days
	07-11-2024	Yes	9	6	29 days
	12-11-2024	Yes	8	6	4 days
	11-12-2024	Yes	9	6	28 days

\* to be filled in only for the current quarter meetings

#### IV. Meetings of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days) **</i>
<b>Audit Committee</b>					
-	-	-	-	02-07-2024	-
-	-	-	-	04-09-2024	63 days
08-10-2024	Yes	9	6	-	33 days
12-11-2024	Yes	8	6	-	34 days
<b>Nomination &amp; Remuneration Committee</b>					
-	-	-	-	18-09-2024	-
No meeting held in the current quarter ended December 31, 2024					
<b>Stakeholders Relationship Committee</b>					
-	-	-	-	02-07-2024	-
No meeting held in the current quarter ended December 31, 2024					
<b>Risk Management Committee</b>					
-	-	-	-	-	-
08-10-2024	Yes	7	4	-	-
<b>Investment and Finance Committee<sup>^</sup></b>					
-	-	-	-	02-07-2024	-
-	-	-	-	04-09-2024	-
08-10-2024	Yes	4	1	-	-
12-11-2024	Yes	3	1	-	-
<b>Projects Review Committee</b>					
-	-	-	-	-	-
27-11-2024	Yes	7	4	-	-
<b>Corporate Social Responsibility Committee</b>					
No meeting held in the current quarter ended December 31, 2024					

\* to be filled in only for the current quarter meetings.

\*\*This information has to be mandatorily given for audit committee and risk management committee. For rest of the committees, giving this information is optional.

<sup>^</sup> The Chief Executive Officer is a member of Investment and Finance Committee and the Chief Financial Officer of the Company as permanent invitee to the meeting of the operating Committees.

## V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014.
2. The composition of the following committees is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014
  - a. Audit Committee
  - b. Nomination and Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk management committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Infrastructure Investment Trusts) Regulations, 2014.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Infrastructure Investment Trusts) Regulations, 2014.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors of the investment manager.

### **For Interise Trust**

Through its Investment Manager,

**Interise Investment Managers Limited**

(formerly known as LTIDPL IndvIT Services Limited)

**Amit Shah**

**Chief Compliance Officer &**

**Vice President – Company Secretary**