

NATIONAL HIGHWAYS INFRA INVESTMENT MANAGERS PRIVATE LIMITED

Registered Office: G-5 & 6, Sector-10, Dwarka, New Delhi– 110075,

Tel: 011-25076536, FAX: 011-25076536. Email: nhiimpl@nhai.org

CIN: U65929DL2020GOI366835

April 20, 2023

Corporate Relations Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 543385	The Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Scrip ID/Symbol: NHIT
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Subject: Statement of Corporate Governance Report of National Highways Infra Trust under Regulation 26K of Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014.

Dear Sir/ Madam,

Pursuant to Regulation 26K of Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014, the Corporate Governance report of National Highways Infra Trust for the quarter ended March 31, 2023 is attached herewith.

Kindly take the same on your record.

Thanking you,

Sincerely,

For National Highways Infra Trust

By Order of the Board

National Highways Infra Investment Managers Private Limited

Gunjan Singh
Company Secretary and Compliance Officer

Place: Delhi

Encl: As above

General information about company	
Scrip code	543385
NSE Symbol	NHIT
MSEI Symbol	NOTLISTED
ISIN	INE0H7R23014
Name of the entity	National Highways Infra Trust
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SURESH KRISHAN GOYAL		02721580	Executive Director	Not Applicable	CEO- MD	05-07-1968	No				Active	NA		20-10-2020				1	0	0	0		
2	Mr	BALASUBRAMANYAM SRIRAM		02993708	Non-Executive - Independent Director	Chairperson		20-09-1958	No				Active	NA		20-10-2020	20-10-2020	31-03-2023	29.12	3	3	4	1		
3	Mr	MAHAVIR PARSAD SHARMA		03158413	Non-Executive - Independent Director	Not Applicable		08-11-1957	No				Active	NA		20-10-2020	20-10-2020		29.12	1	1	0	0		
4	Mr	SHAIENDRA NARAIN ROY		02144836	Non-Executive - Independent Director	Not Applicable		18-09-1952	No				Active	NA		20-10-2020	20-10-2020		29.12	1	1	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution	Date of passing special	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director	No of Directorship in listed	No of Independent Directorship	Number of memberships in Audit/	No of post of Chairperson in Audit/	Notes for not providing	Notes for not providing
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	Ms)												passed? [Refer Reg. 17(1A) of Listing Regulations]	resolution				(in months)	entities including this listed entity (Refer Regulation 17A of Listing Regulations)	in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	PAN	DIN	
5	Mr	PRADEEP SINGH KHAROLA		05347746	Non- Executive - Independent Director	Not Applicable		15-09-1961	No				Active	NA		14-12-2021	14-12-2021		15.18	1	1	0	0		
6	Mr	SUMIT BOSE		03340616	Non- Executive - Independent Director	Not Applicable		29-03-1954	No				Active	NA		11-01-2023	11-01-2023		2.2	5	5	5	2		
7	Mr	NETI RAVI VIJAY VENKAT MURALI KRISHNA RAJENDRA KUMAR		09494456	Non- Executive - Nominee Director	Not Applicable		01-04-1970	No				Active	NA		23-03-2022				1	0	0	0		
8	Mr	AMIT KUMAR GHOSH		01092172	Non- Executive - Nominee Director	Not Applicable		29-12-1966	No				Active	NA		06-08-2021				1	0	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	BRUCE ROSS CRANE		08403603	Non- Executive - Non Independent Director	Not Applicable		17-01-1973	No				Active	NA		06-01-2023				1	0	0	0	Textual Information(2)	
10	Ms	KAVITA SAHA		03313543	Non- Executive - Non Independent Director	Not Applicable		14-07-1971	No				Active	NA		06-01-2023				1	0	0	0		

Text Block

Textual Information(1)	Mr. Balasubramanyam Sriram from the Board of Directors of the Company w.e.f the Closing of Business Hours of March 31, 2023.
Textual Information(2)	Not a resident and citizen of India

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02993708	BALASUBRAMANYAM SRIRAM	Non-Executive - Independent Director	Chairperson	03-02-2021	31-03-2023	Textual Information(1)
2	02144836	SHAILENDRA NARAIN ROY	Non-Executive - Independent Director	Member	09-03-2023		

3	03158413	MAHAVIR PARSAD SHARMA	Non-Executive - Independent Director	Member	03-02-2021		
4	05347746	PRADEEP SINGH KHAROLA	Non-Executive - Independent Director	Member	14-02-2022		
5	09494456	NETI RAVI VIJAY VENKAT MURALI KRISHNA RAJENDRA KUMAR	Non-Executive - Nominee Director	Member	23-03-2022		
6	03313543	KAVITA SAHA	Non-Executive - Non Independent Director	Member	09-03-2023		

Sr Text Block

Textual Information(1)	Mr. Balasubramanyam Sriram from the Board of Directors of the Company w.e.f the Closing of Business Hours of March 31, 2023
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Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02144836	SHAILENDRA NARAIN ROY	Non-Executive - Independent Director	Chairperson	10-11-2020		
2	02993708	BALASUBRAMANYAM SRIRAM	Non-Executive - Independent Director	Member	10-11-2020	31-03-2023	Textual Information(1)
3	01092172	AMIT KUMAR GHOSH	Non-Executive - Nominee Director	Member	14-02-2022		
4	03158413	MAHAVIR PARSAD SHARMA	Non-Executive - Independent Director	Member	09-03-2023		
5	03340616	SUMIT BOSE	Non-Executive - Independent Director	Member	09-03-2023		
6	08403603	BRUCE ROSS CRANE	Non-Executive - Non Independent Director	Member	09-03-2023		

Sr Text Block

Textual Information(1)	Mr. Balasubramanyam Sriram from the Board of Directors of the Company w.e.f the Closing of Business Hours of March 31, 2023.
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Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02144836	SHAILENDRA NARAIN ROY	Non-Executive - Independent Director	Chairperson	03-02-2021		
2	02721580	SURESH KRISHAN GOYAL	Executive Director	Member	03-02-2021		
3	01092172	AMIT KUMAR GHOSH	Non-Executive - Nominee Director	Member	14-02-2022		
4	08403603	BRUCE ROSS CRANE	Non-Executive - Non Independent Director	Member	09-03-2023		
5	03313543	KAVITA SAHA	Non-Executive - Non Independent Director	Member	09-03-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05347746	PRADEEP SINGH KHAROLA	Non-Executive - Independent Director	Chairperson	09-03-2023		
2	08403603	BRUCE ROSS CRANE	Non-Executive - Non Independent Director	Member	09-03-2023		
3	03340616	SUMIT BOSE	Non-Executive - Independent Director	Member	09-03-2023		
4	03313543	KAVITA SAHA	Non-Executive - Non Independent Director	Member	09-03-2023		
5	02993708	BALASUBRAMANYAM SRIRAM	Non-Executive - Independent Director	Member	09-03-2023	31-03-2023	Textual Information(1)
6	00000000	GEORGE MATHEW	Non-Board Member (Chief Financial Officer)	Member	09-03-2023		Textual Information(2)

Sr Text Block

Textual Information(1)	Mr. Balasubramanyam Sriram from the Board of Directors of the Company w.e.f the Closing of Business Hours of March 31, 2023.
Textual Information(2)	The member is CFO and therefore not required to have DIN

Corporate Social Responsibility Committee		
Whether the Corporate Social Responsibility Committee has a Regular Chairperson		

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	11-10-2022				Yes	9	8	4
2	15-11-2022		34		Yes	9	8	4
3	15-12-2022		29		Yes	7	7	4
4		23-01-2023	38		Yes	10	10	5
5		14-02-2023	21		Yes	10	9	5
6		20-02-2023	5		Yes	10	10	5
7		14-03-2023	21		Yes	10	9	5

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-10-2022				Yes	6	5	3	0
2	Audit Committee	15-11-2022	34			Yes	6	6	3	0
3	Audit Committee	15-12-2022	29			Yes	4	4	3	0
4	Audit Committee	14-02-2023	60			Yes	4	3	3	0
5	Audit Committee	20-02-2023	5			Yes	4	4	3	0
6	Audit Committee	14-03-2023	21			Yes	6	6	4	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	06-10-2022				Yes	5	4	2	0
8	Nomination and remuneration committee	29-11-2022	53			Yes	5	4	2	0
9	Nomination and remuneration committee	14-03-2023	104			Yes	6	5	4	0
10	Stakeholders Relationship Committee	06-10-2022				Yes	5	4	1	0
11	Stakeholders Relationship Committee	15-11-2022	39			Yes	5	4	1	0
12	Stakeholders Relationship Committee	14-03-2023	118			Yes	5	3	1	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Gunjan Singh
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<p>Securities and Exchange Board of India (SEBI) vide the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 (the Amendments) placed the requirement of complying with Corporate Governance provisions i.e. Regulation 15 to 27 on comply or explain basis to the High Value Debt Listed Entities. However, SEBI vide its amendment dated January 17, 2023 removed the applicability of the aforementioned Corporate Governance provisions to Infrastructure Investment Trusts (InvITs) w.e.f April 01, 2023. Further, InvITs are now required to comply with the Governance Norms as specified by SEBI vide the SEBI (Infrastructure Investment Trusts) (Amendment) Regulations dated February 14, 2023 (InvIT Amendment Regulations) which has been made applicable w.e.f April 01, 2023.</p> <p>Mr. Balasubramanyam Sriram from the Board of Directors of the Company w.e.f the Closing of Business Hours of March 31, 2023, therefore, the company is in compliance with the CG provisions as on March 31, 2023.</p>

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.nhaiinvit.in/
2	Terms and conditions of appointment of independent directors	Yes		https://www.nhaiinvit.in/investors%20relation/Terms%20and%20Conditions%20for%20Appointment%20of%20Independent%20Directors.pdf
3	Composition of various committees of board of directors	Yes		https://www.nhaiinvit.in/investors%20relation/Composition%20of%20Board%20and%20Committees%20of%20NHIIIMPL.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.nhaiinvit.in/investors%20relation/Code%20of%20Conduct%20For%20Board%20Members%20And%20Senior%20Managemen.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.nhaiinvit.in/investors%20relation/NHIT_Vigil-Mechanism-and-Whistleblower-Policy-Final.pdf
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		https://www.nhaiinvit.in/investors%20relation/NHIT%20-%20Policy%20on%20Related%20Party%20Transactions.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.nhaiinvit.in/investors%20relation/3%20%20NHIT-Familiarization_programme_for_Independent_Directors.pdf

Annexure II	

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.nhaiinvit.in/investors%20relation/Investor%20Services.html
11	email address for grievance redressal and other relevant details	Yes		https://www.nhaiinvit.in/investors%20relation/Investor%20Services.html
12	Financial results	Yes		https://www.nhaiinvit.in/investors%20relation/Financial%20Information.html
13	Shareholding pattern	NA		
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	NA		
18	Credit rating or revision in credit rating obtained	Yes		https://www.nhaiinvit.in/investors%20relation/Credit%20Rating.html
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	NA		
21	Materiality Policy as per Regulation 30	NA		
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.nhaiinvit.in/
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

Text Block

Textual Information(1)	Securities and Exchange Board of India (SEBI) vide the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 (the Amendments) placed the requirement of complying with Corporate Governance provisions i.e. Regulation 15 to 27 on comply or explain basis to the High Value Debt Listed Entities. However, SEBI vide its amendment dated January 17, 2023 removed the applicability of the aforementioned Corporate Governance provisions to Infrastructure Investment Trusts (InvITs) w.e.f April 01, 2023. Further, InvITs are now required to comply with the Governance Norms as specified by SEBI vide the SEBI (Infrastructure Investment Trusts) (Amendment) Regulations dated February 14, 2023 (InvIT Amendment Regulations) which has been made applicable w.e.f April 01, 2023. The potential implications of the recently notified InvIT Amendment Regulations upon the pre-existing Corporate Governance Framework of the National Highways Infra Trust (which is an Infrastructure Investment Trust i.e. InvIT) were being evaluated by the Investment Manager and thus, the Investment Manager had thrived to achieve compliance with the relevant applicable provisions.
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Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	NA	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	NA	
5	Review of Compliance Reports	17(3)	NA	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	NA	
9	Minimum Information	17(7)	NA	
10	Compliance Certificate	17(8)	NA	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	NA	
14	Maximum number of Directorships	17A	NA	
15	Composition of Audit Committee	18(1)	Yes	

16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	NA	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	NA	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	NA	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided			Textual Information(1)

Text Block	
Textual Information(1)	<p>Securities and Exchange Board of India (SEBI) vide the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 (the Amendments) placed the requirement of complying with Corporate Governance provisions i.e. Regulation 15 to 27 on comply or explain basis to the High Value Debt Listed Entities. However, SEBI vide its amendment dated January 17, 2023 removed the applicability of the aforementioned Corporate Governance provisions to Infrastructure Investment Trusts (InvITs) w.e.f April 01, 2023. Further, InvITs are now required to comply with the Governance Norms as specified by SEBI vide the SEBI (Infrastructure Investment Trusts) (Amendment) Regulations dated February 14, 2023 (InvIT Amendment Regulations) which has been made applicable w.e.f April 01, 2023.</p> <p>Mr. Balasubramanyam Sriram from the Board of Directors of the Company w.e.f the Closing of Business Hours of March 31, 2023, therefore, the company is in compliance with the CG provisions as on March 31, 2023.</p>

Annexure II	
1	Name of signatory Gunjan Singh
2	Designation Company Secretary and Compliance Officer

Annexure II	

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	Gunjan Singh
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)	<p>Securities and Exchange Board of India (SEBI) vide the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 (the Amendments) placed the requirement of complying with Corporate Governance provisions i.e. Regulation 15 to 27 on comply or explain basis to the High Value Debt Listed Entities. Further, the High Value Debt Listed Entities are required to comply with Annex-1 of the Corporate Governance Format.</p> <p>However, SEBI vide its amendment dated January 17, 2023 removed the applicability of the aforementioned Corporate Governance provisions to Infrastructure Investment Trusts (InvITs) w.e.f April 01, 2023. Further, InvITs are now required to comply with the Governance Norms as specified by SEBI vide the SEBI (Infrastructure Investment Trusts) (Amendment) Regulations dated February 14, 2023 (InvIT Amendment Regulations) which has been made applicable w.e.f April 01, 2023.</p>
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Signatory Details

Name of signatory	Gunjan Singh
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	20-04-2023