

Date: January 20, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code – 540565

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Symbol – INDIGRID

Sub:Submission of Corporate Governance Compliance Report for the quarter ended on December 31, 2022

Dear Sir/Madam,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable laws, circulars, and regulations, we hereby submit the Corporate Governance Compliance Report for the quarter ended on December 31, 2022.

You are requested to take the same on your record.

Yours sincerely,

For and on behalf of IndiGrid Investment Managers Limited
Representing India Grid Trust as its Investment Manager

Urmil Shah

Company Secretary & Compliance Officer
ACS-23423

CC to-**Axis Trustee Services Limited**

The Ruby, 2nd Floor, SW,29, Senapati Bapat Marg,
Dadar West, Mumbai- 400 028
Maharashtra, India

General information about company	
Scrip code	540565
NSE Symbol	INDIGRID
MSEI Symbol	
ISIN	INE219X23014
Name of the entity	India Grid Trust
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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																									
1. Composition of Board of Directors																									
Disclosure of notes on composition of board of directors explanatory																									
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															
Sl. No.	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	Temure 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	Tarun Kataria	AABPK4080B	00710096	Non-Executive - Independent Director	Chairperson		17-09-1958	No					NA		29-10-2016	29-10-2021		74	2	2	2	1		
2	Mr	Rahul Durgaprasad Ashana	ADGPA6889A	00234247	Non-Executive - Independent Director	Not Applicable		18-02-1953	No					NA		29-10-2016		25-12-2022	60	1	1	3	0	Textual Information(1)	
3	Mr	Ashok Sethi	AEUPS9393G	01741911	Non-Executive - Independent Director	Not Applicable		02-04-1954	No					NA		20-10-2020			26	1	1	3	0		
4	Ms	Jayashree Vaidyanathan	ADGPV2661R	07140297	Non-Executive - Independent Director	Not Applicable		01-02-1970	No					NA		30-11-2021			13	2	2	3	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
5	Mr	Harshik Shah	AUPPS3419Q	06648474	Non-Executive - Non Independent Director	Not Applicable		10-04-1984	No					NA		30-11-2021				1	0	2	0		
6	Ms	Ami Momaya	AFHPM0181Q	06836758	Non-Executive - Non Independent Director	Not Applicable		08-12-1981	No					NA		27-01-2022				1	0	2	0		
7	Mr	Harsh Dinesh Shah	ARAPS4885L	02496122	Executive Director	Not Applicable		28-10-1983	No					NA		30-08-2022				1	0	0	1		

Text Block	
Textual Information(1)	Mr. Rahul Asthana completed second term of office on December 25, 2022, thereby completing two terms as an Independent Director. Consequently, Mr. Asthana ceased to be a Director of Indigrd Investment Managers Limited (Investment Manager of India Grid Trust) with effect from Decemebr 25, 2022. Therefore, the directorship and committee membership in this entity is not considered for the purpose of this report.

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	00710096	Tarun Kataria	Non-Executive - Independent Director	Chairperson	07-11-2016		
2	00234247	Rahul Durgaprasad Asthana	Non-Executive - Independent Director	Member	26-12-2017	25-12-2022	
3	01741911	Ashok Sethi	Non-Executive - Independent Director	Member	20-10-2020		
4	06648474	Hardik Shah	Non-Executive - Non Independent Director	Member	27-01-2022		
5	06836758	Ami Momaya	Non-Executive - Non Independent Director	Member	27-01-2022		
6	07140297	Jayashree Vaidhyanathan	Non-Executive - Independent Director	Member	30-11-2021		

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	00234247	Rahul Durgaprasad Asthana	Non-Executive - Independent Director	Chairperson	26-12-2017	25-12-2022	
2	00710096	Tarun Kataria	Non-Executive - Independent Director	Member	07-11-2016		
3	01741911	Ashok Sethi	Non-Executive - Independent Director	Member	20-10-2020		
4	06648474	Hardik Shah	Non-Executive - Non Independent Director	Member	27-01-2022		
5	06836758	Ami Momaya	Non-Executive - Non Independent Director	Member	27-01-2022		

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	00234247	Rahul Durgaprasad Asthana	Non-Executive - Independent Director	Chairperson	26-12-2017	25-12-2022	
2	00710096	Tarun Kataria	Non-Executive - Independent Director	Member	30-11-2021		
3	01741911	Ashok Sethi	Non-Executive - Independent Director	Member	30-11-2021		
4	07140297	Jayashree Vaidhyanathan	Non-Executive - Independent Director	Member	30-11-2021		
5	06648474	Hardik Shah	Non-Executive - Non Independent Director	Member	27-01-2022		
6	06836758	Ami Momaya	Non-Executive - Non Independent Director	Member	27-01-2022		

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	00234247	Rahul Durgaprasad Asthana	Non-Executive - Independent Director	Chairperson	07-06-2019	25-12-2022	
2	00710096	Tarun Kataria	Non-Executive - Independent Director	Member	07-06-2019		
3	01741911	Ashok Sethi	Non-Executive - Independent Director	Member	03-11-2021		
4	06648474	Hardik Shah	Non-Executive - Non Independent Director	Member	27-01-2022		
5	06836758	Ami Momaya	Non-Executive - Non Independent Director	Member	27-01-2022		

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

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00710096	Tarun Kataria	Investment Committee	Non-Executive - Independent Director	Chairperson	
2	00234247	Rahul Durgaprasad Ashana	Investment Committee	Non-Executive - Independent Director	Member	Textual Information(1)
3	01741911	Ashok Sethi	Investment Committee	Non-Executive - Independent Director	Member	
4	06648474	Hardik Shah	Investment Committee	Non-Executive - Non Independent Director	Member	
5	06836758	Ami Momaya	Investment Committee	Non-Executive - Non Independent Director	Member	
6	00234247	Rahul Durgaprasad Ashana	Allotment Committee	Non-Executive - Independent Director	Chairperson	Textual Information(2)
7	01741911	Ashok Sethi	Allotment Committee	Non-Executive - Independent Director	Member	
8	06648474	Hardik Shah	Allotment Committee	Non-Executive - Non Independent Director	Member	
9	06836758	Ami Momaya	Allotment Committee	Non-Executive - Non Independent Director	Member	
10	02496122	Harsh Dinesh Shah	Allotment Committee	Executive Director	Member	

Other Committee Text Block	
Textual Information(1)	Mr. Rahul Asthana completed second term of office on December 25, 2022, thereby completing two terms as an Independent Director. Consequently, Mr. Asthana ceased to be a Director of Indigrd Investment Managers Limited (Investment Manager of India Grid Trust) with effect from Decemebr 25, 2022. Therefore, he ceased to be a member of Investment Committee and Chairperson of Allotment Committee.
Textual Information(2)	Mr. Rahul Asthana completed second term of office on December 25, 2022, thereby completing two terms as an Independent Director. Consequently, Mr. Asthana ceased to be a Director of Indigrd Investment Managers Limited (Investment Manager of India Grid Trust) with effect from Decemebr 25, 2022. Therefore, he ceased to be a member of Investment Committee and Chairperson of Allotment Committee.

Annexure I								
Annexure I								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory				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*
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)					
1	26-07-2022				Yes	7	5	4
2	04-08-2022		8		Yes	7	6	4
3	17-08-2022		12		Yes	7	6	4
4	22-08-2022		4		Yes	7	6	4
5		10-11-2022	79		Yes	7	5	3

Annexure I										
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	26-07-2022				Yes	6	4	4	0
2	Audit Committee	10-11-2022	106			Yes	6	4	3	0
3	Audit Committee	30-11-2022	19			Yes	6	6	4	0
4	Nomination and remuneration committee	26-07-2022				Yes	5	3	3	0
5	Nomination and remuneration committee	22-08-2022	26			Yes	5	5	3	0
6	Stakeholders Relationship Committee	26-07-2022				Yes	6	4	4	0

Annexure I										
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	Stakeholders Relationship Committee	10-11-2022	106			Yes	6	4	3	0
8	Other Committee	03-10-2022		Investment Committee		Yes	5	4	3	0
9	Other Committee	10-11-2022	37	Investment Committee		Yes	5	4	3	0
10	Risk Management Committee	26-07-2022				Yes	5	3	3	0

Annexure I			
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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Urmil Shah
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Urmil Shah
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-01-2023