

January 18, 2024

To,

Corporate Relations Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 Scrip Code: 541300	Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra Mumbai — 400 051 Trading Symbol: INDINFR
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Dear Sir/Madam,

Sub: Quarterly Compliance Report on Corporate Governance of IndInfraVIT Trust

Pursuant to the provisions of SEBI (Infrastructure Investment Trusts) Regulations, the quarterly report on Corporate Governance of IndInfraVIT Trust for the quarter ended December 31, 2023 is attached.

Please take the same on record.

Thanking you.

Yours Sincerely,

For IndInfraVIT Trust

By Order of the Board

Interise Investment Managers Limited

(Formerly known as LTIDPL IndVIT Services Limited)

(as the Investment Manager of IndInfraVIT Trust)

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Company Secretary and Compliance Officer

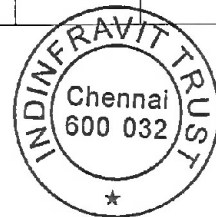


Quarterly Compliance Report on Governance

1. Name of InvIT – IndInfravit Trust
2. Name of the Investment manager – Interise Investment Managers Limited (Formerly known as LTIDPL IndvIT Services Limited)
3. Quarter ending – December 31, 2023

I. Composition of Board of Directors of the Investment Manager

Title (Mr / Ms .)	Name of the Director	PAN ^s & DIN	Category (Chairperson / Non-Independent / Independent / Nominee) ^{&}	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 member ships in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities [@] , including this Investment Manager	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



										Regulati on 26G of InvIT Regulati ons)	(Refer Regulati on 26G of InvIT Regulati ons)
Ms.	Neera Saggi	00501029	Chairperson- Independent Director	24-03- 2021	24-03- 2021 [#]		33	4	4	6	0
Mr.	Pushkar Vijay Kulkarni	00090996	Nominee Director	28-06- 2018		07-11- 2023		1	0	3 [^]	0
Mr.	Sudhakar Mallya	10372145	Nominee Director	07-11- 2023				1	0	2	0
Ms.	Anjali Gupta	00781921	Nominee Director	30-07- 2021				1	0	2	0
Ms.	Delphine Voeltzel	09552048	Nominee Director	11-04- 2022				1	0	2	0
Mr.	Pramod Sushila Kapoor	02914307	Nominee Director	07-01- 2020				1	0	8	0
Dr.	Ashwin Mahalingam	05126953	Independent Director	30-03- 2015	30-03- 2020		105	1	1	4	0
Ms.	Monisha Macedo	00144660	Independent Director	28-06- 2018	28-06- 2023		66	1	1	2	1
Ms.	Samyuktha Surendran	07138327	Independent Director	24-08- 2017	24-08- 2022		76	1	1	6	0
Mr.	Sanjay Ganesh Ubale	02040738	Independent Director	29-03- 2023	29-03- 2023 [#]		9	1	1	2	1
Mr.	Ravindran Shunmugakani	09778966	Independent Director	27-06- 2023	27-06- 2023 [#]		6	3	3	6	3

First term is continuing

[^] upto November 7, 2023

Whether Regular chairperson appointed – Yes

Whether Chairperson is related to managing director or CEO – No



[§]PAN of any director would not be displayed on the website of Stock Exchange.

[&]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.

[@] Listed entity includes Directorships/Committee membership/Chairperson of all Managers / Investment Managers of REIT / InvIT and equity listed entities, including this Investment Manager.

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	Ms. Monisha Macedo	Chairperson-Independent Director	28-06-2018	
		Mr. Pushkar Vijay Kulkarni	Member- Nominee Director	28-06-2018	07-11-2023
		Mr. Sudhakar Mallya	Member- Nominee Director	07-11-2023	
		Ms. Anjali Gupta	Member- Nominee Director	30-07-2021	
		Ms. Delphine Voeltzel	Member- Nominee Director	12-04-2022	
		Dr. Ashwin Mahalingam	Member- Independent Director	11-01-2022	
		Ms. Samyuktha Surendran	Member- Independent Director	17-10-2018	
		Ms. Neera Saggi	Member- Independent Director	14-07-2021	
		Mr. Sanjay Ganesh Ubale	Member- Independent Director	29-03-2023	



		Mr. Ravindran Shunmugakani	Member- Independent Director	27-06-2023	
2. Nomination and Remuneration Committee	Yes	Ms. Samyuktha Surendran	Chairperson- Independent Director	17-10-2018	
		Dr. Ashwin Mahalingam	Member- Independent Director	14-07-2021	
		Ms. Monisha Macedo	Member- Independent Director	28-06-2018	
		Ms. Neera Saggi	Member- Independent Director	29-03-2023	
		Mr. Sanjay Ganesh Ubale	Member- Independent Director	29-03-2023	
		Mr. Ravindran Shunmugakani	Member- Independent Director	27-06-2023	
3. Risk Management Committee	Yes	Ms. Monisha Macedo	Chairperson- Independent Director	01-12-2022	
		Mr. Pushkar Vijay Kulkarni	Member- Nominee Director	11-01-2022	07-11-2023
		Mr. Sudhakar Mallya	Member- Nominee Director	07-11-2023	
		Ms. Anjali Gupta	Member- Nominee Director	11-01-2022	
		Ms. Delphine Voeltzel	Member- Nominee Director	12-04-2022	
		Dr. Ashwin Mahalingam	Member- Independent Director	11-01-2022	
		Ms. Samyuktha Surendran	Member- Independent Director	11-01-2022	
		Ms. Neera Saggi	Member- Independent Director	11-01-2022	
4. Stakeholders Relationship	Yes	Mr. Sanjay Ganesh Ubale	Chairperson- Independent Director	28-06-2023	



Committee *	Mr. Pushkar Vijay Kulkarni	Member- Nominee Director	28-06-2018	07-11-2023
	Mr. Sudhakar Mallya	Member- Nominee Director	07-11-2023	
	Ms. Anjali Gupta	Member- Nominee Director	30-07-2021	
	Ms. Delphine Voeltzel	Member- Nominee Director	21-04-2022	
	Ms. Monisha Macedo	Member- Independent Director	28-06-2018	
	Ms. Neera Saggi	Member- Independent Director	12-01-2022	

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

***Note:** The Board of LTIDPL Indvit Services Limited, Investment Manager of IndInfravit trust has constituted a Stakeholders Relationship Committee in the nomenclature of Stakeholders Relationship and Investor Relations and Grievance Committee.

III. Meetings of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
03-08-2023		Yes	9	5	-
24-08-2023		Yes	8	6	20 days
14-09-2023		Yes	10	6	20 days
	24-10-2023	Yes	9	6	39 days
	07-11-2023	Yes	9	5	13 days
	11-12-2023	Yes	9	6	33 days
	22-12-2023	Yes	10	6	10 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>
Audit Committee					
				03-08-2023	-
				14-09-2023	41 days
24-10-2023	Yes	8	6		39 days
07-11-2023	Yes	8	5		13 days
30-11-2023	Yes	9	6		22 days
11-12-2023	Yes	9	6		10 days
22-12-2023	Yes	9	6		10 days
Nomination & Remuneration Committee					
				24.08.2023	-
11-12-2023	Yes	6	6		108 days
Stakeholders Relationship Committee					
				24.08.2023	-
24.10.2023	Yes	5	3		60 days
Risk Management Committee					
3.10.2023	Yes	5	4	-	-

* 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.



V. Affirmations

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

For IndInfravit Trust

By Order of the Board

Interise Investment Managers Limited

(Formerly known as LTIDPL IndvIT Services Limited)

(as the Investment Manager of IndInfravit Trust)

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Rekha NB

Company Secretary and Compliance Officer

