



**Shrem Infra Investment Manager Private Limited**  
(formerly known Shrem Financial Private Limited)  
(Investment Manager to Shrem InvIT)

**October 15, 2024**

To  
The Listing Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051.

**Ref: Scrip Name: SHREMINVIT**

**Sub: Intimation in terms of Regulation 26(K) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014.**

Dear Sir/Madam,

Pursuant to the provision of Regulation 26(K) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, read with SEBI Master Circular no. SEBI/HO/DDHS-PoD2/P/CIR/2024/44 dated May 15, 2024, we are hereby submitting the Compliance Report on Corporate Governance for the quarter ended September 30, 2024.

You are requested to take the same on your record.

Thanking you

Yours faithfully,

**Shrem Infra Investment Manager Private Limited**  
(formerly known Shrem Financial Private Limited)  
(Investment Manager to Shrem InvIT)



**Ilaa J Udeshi**  
**Company Secretary and Compliance Officer**  
**Membership No.: F8104**

CC:  
Axis Trustee Services Limited  
The Ruby, 2<sup>nd</sup> Floor, SW, 29  
Senapati Bapat Marg, Dadar West,  
Mumbai- 400 028, Maharashtra, India

**Corporate Governance Report for the Quarter ended September 30, 2024 (Part A)**

1. **Name of InvIT** - Shrem InvIT
2. **Name of the Investment Manager** - Shrem Infra Investment Manager Private Limited (formerly known as Shrem Financial Private Limited)
3. **Quarter ending** - September 30, 2024

| <b>I. Composition of Board of Directors of the Investment Manager</b> |                             |   |   |                                    |                               |                                      |               |  |   |   |  |
|---|-----------------------------|---|---|------------------------------------|-------------------------------|--------------------------------------|---------------|--|---|---|--|
| <b>Title (Mr. / Ms.)</b>  | <b>Name of the Director</b> | <b>PAN<sup>S</sup> &amp; DIN</b>                                | <b>Category (Chairperson / Non-Independent / Independent / Nominee)<sup>&amp;</sup></b> | <b>Initial Date of Appointment</b> | <b>Date of Re-Appointment</b> | <b>Date of Cessation<sup>*</sup></b> | <b>Tenure</b> | <b>No. of directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager</b> | <b>No of Independent directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager</b> | <b>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)</b> | <b>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)</b> |
| Mr.   | Nitan Chhatwal              | 00115575  | Chairperson-Non-Executive Director  | 01-02-2019                         | -                             | -                                    | -             | 2  | 0   | 3   | 0  |
| Mrs.  | Smita Nitan Chhatwal        | 00116943  | Non-Executive Director  | 01-02-2019                         | -                             | -                                    | -             | 2  | 0   | 0   | 0  |
| Mr.   | Nikhil Pareek               | 07083015  | Executive Director  | 30-01-2020                         | -                             | -                                    | -             | 1  | 0   | 2   | 0  |
| Mr.   | Anurag Kumar Sachan         | 08197908  | Non-Executive Independent Director  | 29-12-2020                         | 30-09-2021                    | -                                    | 45            | 1  | 1   | 1   | 1  |
| Mr.   | Pradeep Singh               | 00304825  | Non-Executive Independent Director  | 29-12-2020                         | 30-09-2021                    | -                                    | 45            | 1  | 1   | 1   | 0  |
| Mr.   | Suneet Shriniwas Maheshwari | 00420952  | Non-Executive Independent Director  | 29-12-2020                         | 30-09-2021                    | -                                    | 45            | 3  | 3   | 8   | 5  |
| Ms.   | Neeta Mukerji               | 00056010  | Non-Executive Independent Director  | 08-05-2024                         | -                             | -                                    | 5             | 3  | 3   | 4   | 0  |
|   |                             | Whether Regular chairperson appointed – Yes                     |   |                                    |                               |                                      |               |  |   |   |  |
|   |                             | Whether Chairperson is related to managing director or CEO - NA |   |                                    |                               |                                      |               |  |   |   |  |

§PAN of any director would not be displayed on the website of Stock Exchange.  
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than onecategory 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 listed entity in continuity without any cooling off period.

| <b>II. Composition of Committees</b>     |  |                                  |  |                            |                          |
|--|--|----------------------------------|--|----------------------------|--------------------------|
| <b>Name of Committee</b>                 | <b>Whether Regular Chairperson Appointed</b> | <b>Name of Committee Members</b> | <b>Category (Chairperson /Non Independent / Independent Nominee) &amp;</b> | <b>Date of Appointment</b> | <b>Date of Cessation</b> |
| 1. Audit Committee                       | Yes  | Mr. Suneet Maheshwari            | Chairperson-Non-Executive-Independent Director                             | 22.02.2021                 | -                        |
|  |  | Mr. Pradeep Singh                | Member-Non-Executive-Independent Director                                  | 20.01.2023                 |                          |
|  |  | Mr. Nikhil Pareek                | Member-Executive-Director  | 22.02.2021                 |                          |
|  |  | Ms. Neeta Mukerji                | Member-Non-Executive-Independent Director                                  | 08.05.2024                 |                          |
| 2. Nomination and Remuneration Committee | Yes  | Mr. Pradeep Singh                | Chairperson-Non-Executive-Independent Director                             | 22.02.2021                 | -                        |
|  |  | Mr. Anurag Kumar Sachan          | Member-Non-Executive-Independent Director                                  | 22.02.2021                 |                          |
|  |  | Mr. Suneet Maheshwari            | Member-Non-Executive-Independent Director                                  | 22.02.2021                 |                          |
| 3. Risk Management Committee             | Yes  | Ms. Neeta Mukerji                | Chairperson-Non-Executive-Independent Director                             | 08.05.2024                 | -                        |
|  |  | Mr. Suneet Maheshwari            | Member-Non-Executive-Independent Director                                  | 08.05.2023                 |                          |
|  |  | Mr. Nitán Chhatwal               | Member-Non-Executive-Director  | 08.05.2023                 |                          |
| 4. Stakeholders Relationship Committee   | Yes  | Mr. Anurag Kumar Sachan          | Chairperson-Non-Executive-Independent Director                             | 22.02.2021                 | -                        |
|  |  | Mr. Nitán Chhatwal               | Member-Non-Executive-Director  | 20.01.2023                 |                          |
|  |  | Mr. Nikhil Pareek                | Member-Executive-Director  | 22.02.2021                 |                          |

|   |     |                         |  |            |  |
|---|-----|-------------------------|--|------------|--|
| 5. Investment Committee   | Yes | Mr. Pradeep Singh       | Chairperson-Non-Executive-Independent Director | 08.05.2024 |  |
|   |     | Mr. Suneet Maheshwari   | Member-Non-Executive-Independent Director      | 08.05.2024 |  |
|   |     | Mr. Anurag Kumar Sachan | Member-Non-Executive-Independent Director      | 08.05.2024 |  |
|   |     | Ms. Neeta Mukerji       | Member-Non-Executive-Independent Director      | 08.05.2024 |  |
|   |     | Mr. Nitan Chhatwal      | Member-Non-Executive-Director                  | 08.05.2024 |  |
| &Category of directors means executive/non-executive/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 (in number of days) |
| 08-05-2024  |   |                                    |                              |  | 49 days   |
| 28-06-2024  |   |                                    |                              |  | 51 days   |
|   | 22.07.2024  | Yes                                | 6                            | 4  | 24 days   |
|   | 13.08.2024  | Yes                                | 6                            | 4  | 22 days   |
|   |   |                                    |                              |  |   |

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

| IV. Meetings of Committees                                  |  |                              |  |   |  |
|---|--|------------------------------|--|---|--|
| Date(s) of meeting of the Committee in the relevant Quarter | Whether requirement of Quorum met (details)* | Number of Directors present* | Number of Independent Directors present* | Date(s) of meeting of the Committee in the previous Quarter | Maximum gap between any two Consecutive meetings (in number of days)** |
| <b>Audit Committee</b>                                      |  |                              |  |   |  |
|   |  |                              |  | 08-05-2024  | 49 days  |
|   |  |                              |  | 28-06-2024  | 51 days  |
| 22-07-2024  | Yes  | 4                            | 3  |   | 24 days  |
|   |  |                              |  |   |  |
| <b>Nomination &amp; Remuneration Committee</b>              |  |                              |  |   |  |
| -   | -  | -                            | -  | -   | -  |
|   |  |                              |  |   |  |

|  |     |   |   |   |   |
|--|-----|---|---|---|---|
| <b>Stakeholders Relationship Committee</b> |     |   |   |   |   |
| 22-07-2024                                 | Yes | 3 | 1 | - | - |
| <b>Risk Management Committee</b>           |     |   |   |   |   |
| -  | -   | - | - | - | - |
| <b>Investment Committee</b>                |     |   |   |   |   |
| -  | -   | - | - | - | - |

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

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

## VI. 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
  - e. Investment 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. Any comments/observations/advice of the board of directors may be mentioned here. Yes

  


**Ilaa J Udeshi**  
**Company Secretary and Compliance Officer**  
**Membership No.: F8104**

**Date: October 15, 2024**