

July 20, 2023

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Ref: Symbol: OSEINTRUST

Subject: Quarterly Compliance Report on Corporate Governance, for the quarter ended June 30, 2023

Dear Sir/Ma'am,

S. No.	Regulation No./Clause No.	Disclosure Requirement	Disclosure
1.	Regulation 26K of SEBI (Infrastructure Investment Trusts) Regulations, 2014	Quarterly Compliance Report on Corporate Governance, for the quarter ended June 30, 2023	Oriental InfraTrust has informed the exchange regarding submission of the Quarterly Compliance Report on Corporate Governance for the Q1 FY 2023-2024.

You are requested to take the same on record.

Thanking you,

Yours Faithfully,
For **OIT Infrastructure Management Limited**
(as Investment Manager to Oriental InfraTrust)

GAURA V PURI
Digitally signed
by GAURAV PURI
Date: 2023.07.20
16:45:42 +05'30'

Gaurav Puri
Compliance Officer

Report on Corporate Governance to be submitted by Investment Manager on quarterly basis

1	Name of InvIT	Oriental InfraTrust
2	Name of the Investment Manager	OIT Infrastructure Management Limited
3	Quarter Ending	30-Jun-23

I. Composition of Board of Directors of the Investment Manager											
Title (Mr./Ms.)	Name of the Directors	PAN [§] & DIN	Category (Chairperson /Non- Independent /Independent/ Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	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)
Mr.	Ranveer Sharma	ANXPS4344M & 02483364	Non-Independent	14/08/2020	-	NA	-	1	NIL	2	NIL
Mr.	Sanjit Bakshi	AAFPPB2971E & 00020852	Non-Independent	25/02/2019	-	NA	-	1	NIL	2	NIL
Mr.	Deepak Dasgupta	ABDPG4178P & 00457925	Chairperson - Independent	25/02/2019	-	NA	4 years 4 months	1	1	2	1
Mr.	Surinder Singh Kohli	AAWPK6879P & 00169907	Independent	25/02/2019	-	NA	4 years 4 months	3	3	3	NIL
Mr.	Ajit Mohan Sharan	ABZPS6351C & 02458844	Independent	14/11/2019	-	NA	3 years 7 months	3	3	2	NIL
Ms.	Pravin Tripathi	ABDPT3386J & 06913463	Independent	26/05/2023	-	NA	1 month	4	4	3	NIL
		Whether Regular chairperson appointed: No									
		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.									

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	No	Mr. Ranveer Sharma	Non-Independent	14/08/2020	-
		Mr. Sanjit Bakshi	Non-Independent	24/06/2019	-
		Mr. Deepak Dasgupta	Chairperson - Independent	9/11/2019	-
		Mr. Surinder Singh Kohli	Independent	24/06/2019	-
		Mr. Ajit Mohan Sharan	Independent	1/6/2020	-
2. Nomination & Remuneration Committee	No	Mr. Deepak Dasgupta	Independent	17/04/2023	-
		Mr. Surinder Singh Kohli	Independent	17/04/2023	-
		Mr. Ajit Mohan Sharan	Chairperson - Independent	17/04/2023	-
3. Risk Management Committee*	No	Mr. Ranveer Sharma	Non-Independent	17/04/2023	-
		Mr. Surinder Singh Kohli	Independent	17/04/2023	-
		Mr. Narinder Singh	Non-Independent - Member	17/04/2023	-
4. Stakeholders Relationship Committee*	No	Mr. Ranveer Sharma	Non-Independent	17/04/2023	-
		Mr. Sanjit Bakshi	Non-Independent	17/04/2023	-
		Mr. Deepak Dasgupta	Independent	17/04/2023	-

&Category of directors means Non-Independent/Independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.
* The meeting of Risk management Committee and Stakeholders Relationship Committee is yet to be conducted as per SEBI (InvIT) Regulations, 2014 and other applicable laws, thus, no chairperson is appointed as yet, the same shall be appointed in the meeting only.

III. Meeting 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)
7-Mar-23	26-05-2023	Yes	5*	3	79 days
14-02-2023					

* to be filled in only for the current quarter meetings
* The sixth Director was appointed in the meeting held on 26.05.2023 as per SEBI (InvIT) Regulations, 2014.

IV. Meetings of Committees					
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met*	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)**
Audit Committee					
26-05-2023	Yes	5	3	7-Mar-23	79 days
				14-02-2023	
Nomination and Remuneration Committee					
16-05-2023	Yes	3	3	NA	NA
Investment and Finance Committee					
NIL	Yes	5	3	7-Mar-23	NA
NIL	Yes	5	3	14-02-2023	NA

* to be filled in only for the current quarter meetings.
**This information has to be mandatorily be given for audit committee and risk management committee, for rest of the committees giving this information is optional.

<p>V. Affirmations</p> <p>1. The composition of Board of Directors is in terms of SEBI (Infrastructure Investments Trusts) Regulation, 2014 : Yes*</p> <p>2. The composition of the following committees is in terms of SEBI (Infratsructure Investments Trusts) Regulations, 2014 :</p> <p>a. Audit Committee - Yes</p> <p>b. Nomination & Remuneration Committee - Yes**</p> <p>c. Stakeholders Relationship Committee - Yes**</p> <p>d. Risk Management Committee - Yes**</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Infrastructure Investments Trust) Regulations, 2014 - Yes</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Infrastructure Investments Trust) Regulations, 2014 - Yes</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors of the Investment Manager. Any comments/observations/advice of the board of directors may be mentioned here. - Since, this reporting is made applicable on 01.04.2023 as per SEBI (InvIT) Regulations, 2014, thus, this is the first report and accordingly, shall be placed in the next Board meeting.</p> <p><i>* Women Independent Director was appointed in the meeting held on May 26, 2023, after recommendation of Nomination & Remuneration Committee, thus, the Board is duly constituted as at the end of the quarter i.e. June 30, 2023.</i></p> <p><i>** Nomination & Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee were constituted on April 17, 2023 thus, the same is in align with the provisions of SEBI (InvIT) Regulations, 2014 and in place as at the quarter ended June 30, 2023.</i></p>
<p>For Oriental InfraTrust</p> <p>GAURA V PURI Digitally signed by GAURAV PURI Date: 2023.07.20 17:11:46 +05'30'</p>
<p>Name & Designation: Gaurav Puri</p> <p>Compliance Officer</p> <p>Date : 20.07.2023</p>
<p>Note:Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the investment manager and instead a statement "same as previous quarter" may be given.</p>