

April 21, 2026

To,  
**The National Stock Exchange of India Limited**  
Listing Department, Wholesale Debt Market  
Exchange Plaza, Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (E),  
Mumbai- 400 051

Dear Sir/ Madam,

**Sub: Submission of Compliance Report on Corporate Governance for the quarter ended March 31, 2026**

Pursuant to Regulation 62Q(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Compliance Report on Corporate Governance, in the prescribed format i.e. Annex I, III and IV, for the quarter, financial and half year ended March 31, 2026.

We request you to take the same on record.

Thanking you,

Yours faithfully,  
**For Aseem Infrastructure Finance Limited**

**Naveen Manghani**  
**Company Secretary &**  
**SVP - Compliance**

Encl: as above

**REPORT ON CORPORATE GOVERNANCE AS ON MARCH 31, 2026**

1. Name of Listed Entity: Aseem Infrastructure Finance Limited
2. Quarter ending: March 2026

<b>I. Composition of Board of Directors</b>												
Title (Mr./Ms.)	Name of the Director	PAN <sup>S</sup> & DIN	Category <sup>&amp;</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in months)*	Date of Birth	No. of directorship in listed entities including this listed entity <sup>(1) (2)</sup>	No. of Independent Directorship in listed entities including this listed entity <sup>(1) (2)</sup>	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
									<i>[in reference to Regulation 17A(1)/62E]</i>	<i>[in reference to proviso to regulation 17A(1) &amp; 17A(2)/62E]</i>	<i>(Refer Regulation 26(1)/62O of Listing Regulations)</i>	<i>(Refer Regulation 26(1)/62O of Listing Regulations)</i>
Mr.	Venkatadri Chandrasekaran	03126243	Non-Executive - Independent Director	22.07.2020	22.07.2023	-	68.09	11.10.1957	6	6	7	2
Mr.	Prashant Kumar Ghose <sup>(3)</sup>	00034945	Non-Executive - Independent Director	12.01.2023	12.01.2026	-	38.19	03.09.1950	1	1	3	3
Dr.	Ashima Goyal	00233635	Non-Executive - Independent Director	15.09.2025	15.09.2025	-	6.16	13.08.1955	2	2	3	0
Mr.	Saurabh Jain	02052518	Non-Executive - Nominee Director	23.05.2019	23.05.2019	-	-	24.07.1976	1	0	3	0
Mr.	Nilesh Shrivastava	09632942	Non-Executive - Nominee Director	02.02.2024	02.02.2024	-	-	01.10.1973	1	0	3	0
		Whether Regular chairperson appointed - No										
		Whether Chairperson is related to managing director or CEO - N.A.										
		<sup>§</sup> PAN of any director would not be displayed on the website of Stock Exchange (Since the CG report is submitted by the Company directly on the NEAPS website (in pdf format), the PAN of directors is not mentioned) & 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. * 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.										

## Notes:

- (1) This includes directorship in high value debt listed entities as per Regulation 62E of SEBI LODR.
- (2) Pursuant to the amendments to the SEBI LODR in January 2026, the threshold for classification as a HVDLE has been increased to Rs. 5,000 Crore of outstanding value of listed non-convertible debt securities. Consequently, the Company has ceased to be an HVDLE; and accordingly, the directorship of the directors in the Company has not been included.
- (3) Re-appointed as an Independent Director of the Company for the second term of 3 (three) consecutive years commencing from January 12, 2026.

<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<sup>&amp;</sup></b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	1. Mr. Prashant Kumar Ghose 2. Mr. V. Chandrasekaran 3. Dr. Ashima Goyal 4. Mr. Saurabh Jain	Non-Executive - Independent Director ( <b>Chairperson</b> ) Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Nominee Director	05.05.2023 16.09.2020 17.09.2025 16.09.2020	- - - -
2. Nomination & Remuneration Committee (NRC)	Yes	1. Mr. V. Chandrasekaran 2. Dr. Ashima Goyal 3. Mr. Nilesh Shrivastava	Non-Executive - Independent Director ( <b>Chairperson</b> ) Non-Executive - Independent Director Non-Executive - Nominee Director	16.09.2020 17.09.2025 01.04.2025	- - -
3. Risk Management Committee (RMC)	Yes	1. Mr. V. Chandrasekaran 2. Mr. Prashant Kumar Ghose 3. Mr. Saurabh Jain 4. Mr. Virender Pankaj 5. Mr. Bhawin Shah	Non-Executive - Independent Director ( <b>Chairperson</b> ) Non-Executive - Independent Director Non-Executive - Nominee Director Chief Executive Officer Chief Risk Officer	26.08.2021 05.05.2023 04.08.2023 05.05.2023 05.05.2023	- - - - -
4. Stakeholders Relationship Committee (SRC)	Yes	1. Mr. Prashant Kumar Ghose 2. Mr. V. Chandrasekaran 3. Mr. Saurabh Jain 4. Mr. Nilesh Shrivastava	Non-Executive - Independent Director ( <b>Chairperson</b> ) Non-Executive - Independent Director Non-Executive - Nominee Director Non-Executive - Nominee Director	06.08.2024 04.02.2022 30.11.2023 01.04.2024	- - - -
<sup>&amp;</sup> 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.					

<b>III. Meeting of Board of Directors</b>					
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met*</b>	<b>Number of Directors present*</b>	<b>Number of independent directors present*</b>	<b>Maximum gap between any two consecutive meetings (in number of days)</b>
10.11.2025	-	-	-	-	-
-	02.01.2026	Yes	5	3	52 days
-	09.02.2026	Yes	5	3	37 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)* - Yes/No	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>					
09.02.2026	Yes	4	3	10.11.2025	90 days
<b>Nomination &amp; Remuneration Committee</b>					
09.02.2026	Yes	3	2	10.11.2025	90 days
<b>Risk Management Committee</b>					
05.02.2026	Yes	2	2	07.11.2025	89 days
<b>Stakeholders Relationship Committee</b>					
05.02.2026	Yes	3	2	-	-

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

Note: This information has to be mandatorily given for Audit Committee, for rest of the committees giving this information is optional.

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
<b>Note:</b>	
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2. If status is "No" details of non-compliance may be given here.	
VI. Details of Cyber Security Incidence	
Whether as per Regulation 27(2)(ba)/62Q(2)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	Yes/No
Date of the event	Not Applicable
Brief details of the event	Not Applicable
VII. Affirmations	
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - <u>Yes</u>	
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
a. Audit Committee - <u>Yes</u>	
b. Nomination & Remuneration Committee - <u>Yes</u>	
c. Stakeholders Relationship Committee - <u>Yes</u>	
d. Risk Management Committee - <u>Yes</u>	
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - <u>Yes</u>	

4. 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
5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. The Corporate Governance Report for the quarter ended December 31, 2025 was placed before the Board of Directors at its meeting held on February 09, 2026.

Any comments/observations/advice of the Board of Directors may be mentioned here: None  
For Aseem Infrastructure Finance Limited

**Name of signatory: Naveen Manghani**  
**Designation: Company Secretary & SVP - Compliance**

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

Since the Company is not an equity listed entity, Regulation 46(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company.

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b> refer note below	<b>If Yes provide link to website. If No /NA provide reasons</b>
<b>As per regulation 46(2) of the LODR:</b>		
1. Details of business	NA	Regulation 46(2) is not applicable
2. Terms and conditions of appointment of independent directors	NA	Regulation 46(2) is not applicable
3. Composition of various committees of board of directors	NA	Regulation 46(2) is not applicable
4. Code of conduct of board of directors and senior management personnel	NA	Regulation 46(2) is not applicable
5. Details of establishment of vigil mechanism/ Whistle Blower policy	NA	Regulation 46(2) is not applicable
6. Criteria of making payments to non-executive directors	NA	Regulation 46(2) is not applicable
7. Policy on dealing with related party transactions	NA	Regulation 46(2) is not applicable
8. Policy for determining 'material' subsidiaries	NA	Regulation 46(2) is not applicable
9. Details of familiarization programmes imparted to independent directors	NA	Regulation 46(2) is not applicable
10. Email address for grievance redressal and other relevant details	NA	Regulation 46(2) is not applicable
11. Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	NA	Regulation 46(2) is not applicable
12. Financial results	NA	Regulation 46(2) is not applicable
13. Shareholding pattern	NA	Regulation 46(2) is not applicable
14. Details of agreements entered into with the media companies and/or their associates	NA	Regulation 46(2) is not applicable
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	Regulation 46(2) is not applicable
16. Audio or video recordings and transcripts of post earnings/quarterly calls	NA	Regulation 46(2) is not applicable
17. New name and the old name of the listed entity	NA	Regulation 46(2) is not applicable

 +91 22 69631000

 info@aseeminfra.in

 aseeminfra.in

**CIN:** U65990DL2019PLC437821

**Aseem Infrastructure Finance Limited**
**Registered Office:** Hindustan Times House, 3<sup>rd</sup> Floor,  
 18-20, Kasturba Gandhi Marg, New Delhi - 110001

**Corporate Office:** 907, 9<sup>th</sup> Floor, Godrej BKC, Avenue 3, G Block,  
 Bandra Kurla Complex, Bandra East, Mumbai - 400051

18. Advertisements as per regulation 47 (1)	NA	Regulation 47(1) is not applicable
19. Credit rating or revision in credit rating obtained	NA	Regulation 46(2) is not applicable
20. Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	Regulation 46(2) is not applicable
21. Secretarial Compliance Report	NA	Regulation 46(2) is not applicable
22. Materiality Policy as per Regulation 30(4)	NA	Regulation 30(4) is not applicable
23. Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	NA	Regulation 30(5) is not applicable
24. Disclosures under regulation 30(8)	NA	Regulation 30(8) is not applicable
25. Statements of deviation(s) or variations(s) as specified in regulation 32	NA	Regulation 46(2) is not applicable
26. Dividend Distribution policy as per Regulation 43A(1)	NA	Regulation 43A(1) is not applicable
27. Annual return as provided under section 92 of the Companies Act, 2013	NA	Regulation 46(2) is not applicable
28. Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	NA	Regulation 46(2) is not applicable
29. Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	NA	Regulation 46(3) is not applicable
30. Disclosure of notes on website in terms of Listing Regulations explanatory	NA	Regulation 46(2) is not applicable
It is certified that these contents on the website of the listed entity are correct.		

<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b> refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes
Meeting of board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for Appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes

Recommendation of board	17(11)	Yes
Maximum number of directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for Related party Transaction	23(1),(1A),(5),(6) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party Transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not applicable, considering the Company does not have any subsidiary Company.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior	26(3)	Yes

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**CIN:** U65990DL2019PLC437821

### **Aseem Infrastructure Finance Limited**

**Registered Office:** Hindustan Times House, 3<sup>rd</sup> Floor,  
18-20, Kasturba Gandhi Marg, New Delhi - 110001

**Corporate Office:** 907, 9<sup>th</sup> Floor, Godrej BKC, Avenue 3, G Block,  
Bandra Kurla Complex, Bandra East, Mumbai - 400051

management personnel		
Disclosure of Shareholding by Non-Executive directors	26(4)	NA
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA

**Note:**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**III Affirmations:**

The Company has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiaries of the Company have been complied. **Not Applicable since the Company does not have any subsidiary company.**

**For Aseem Infrastructure Finance Limited**

**Naveen Manghani**  
**Company Secretary &**  
**SVP - Compliance**

Half year ended: March 31, 2026

**I. Disclosure of Loans / guarantees / comfort letters / securities etc.** refer note below:

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount issuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
Promoter or any other entity controlled by them	NA	NIL	NIL
Promoter Group or any other entity controlled by them	NA	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NA	NIL	NIL
KMPs or any other entity controlled by them	NA	NIL	NIL

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NIL	NIL
Promoter Group or any other entity controlled by them	NA	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NA	NIL	NIL
KMPs or any other entity controlled by them	NA	NIL	NIL

## II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company: **Not applicable**

### For Aseem Infrastructure Finance Limited

**NILESH  
TULSIDAS  
SAMPAT**

Digitally signed by  
NILESH TULSIDAS  
SAMPAT  
Date: 2026.04.20  
10:58:43 +05'30'

**Name: Nilesh Sampat**

**Designation: Chief Financial Officer**

#### Note:

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/ for the Government or government company;
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity;
  - by a banking company or an insurance company; and
  - by the listed entity to its employees or directors as a part of the service condition.
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.