

January 17, 2024

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

Subject: Submission of Compliance Report on Corporate Governance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), enclosed herewith is the quarterly Compliance Report on Corporate Governance in the format prescribed by SEBI for the quarter ended December 31, 2023.

Request you to take this information on your records.

For Aseem Infrastructure Finance Limited

KARISHMA | Digitally signed
PRANAV | by KARISHMA
JHAVERI | PRANAV
JHAVERI

Karishma Jhaveri

Company Secretary & Compliance Officer

ASEEM INFRASTRUCTURE FINANCE LIMITED

Regd. Office: Aseem Infrastructure Finance Limited | UTI Tower, GN Block, 4th Floor, BKC, Mumbai-400051, Maharashtra

CIN: U65990MH2019PLC325794 | **Phone:** +91- 022 69631000 | **Website:** www.aseeminfra.in

ANNEX I

Compliance Report on Corporate Governance for the quarter ended December 31, 2023

1. Name of Listed Entity: Aseem Infrastructure Finance Limited
2. Quarter ending December 2023

I. Composition of Board of Directors												
Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Termination (in months) *	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Surya Prakash Rao Pendyala	DIN: 02888802	Non-Executive-Nominee Director-Chairperson	23.05.2019	23.05.2019	30.11.2023	-	23.11.1958	0	0	0	0
Mr.	Rajiv Dhar	DIN: 00073997	Non-Executive-Nominee Director	23.05.2019	23.05.2019	-	-	18.08.1961	0	0	3	0
Mr.	Saurabh Jain	DIN: 02052518	Non-Executive-Nominee Director	23.05.2019	23.05.2019	-	-	24.07.1976	0	0	1	0
Mr.	Venkatadri Chandrasekaran	DIN: 03126243	Non-Executive - Independent Director	22.07.2020	22.07.2023	-	42	11.10.1957	3	3	6	4
Ms.	Rosemary Sebastian	DIN: 07938489	Non-Executive - Independent Director	16.09.2020	16.09.2022	-	40	05.05.1959	0	0	3	1
Mr.	Prashant Kumar Ghose	DIN: 00034945	Non-Executive - Independent Director	12.01.2023	24.03.2023	-	12	03.09.1950	0	0	2	1

	Whether Regular chairperson appointed – No*
*Since Mr. Surya Prakash Rao Pendyala (DIN: 02888802) resigned from the position of Chairman and Non-Executive, Nominee Director (Nominee of NIIF Fund II) on the Board of the Company with effect from the close of business hours of November 30, 2023, consequent to his retirement from NIIF Limited.	
	Whether Chairperson is related to managing director or CEO – N.A.
	<i>§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 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.</i>

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category §	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. V Chandrasekaran	Non-Executive - Independent Director- Chairperson	12.01.2021	-
		Ms. Rosemary Sebastian	Non-Executive - Independent Director	16.09.2020	-
		Mr. Saurabh Jain	Non-Executive - Nominee Director	16.09.2020	-
		Mr. Prashant Kumar Ghose	Non-Executive - Independent Director	05.05.2023	-
2. Nomination & Remuneration Committee*	Yes	Mr. V Chandrasekaran	Non-Executive - Independent Director- Chairperson	16.09.2020	-
		Ms. Rosemary Sebastian	Non-Executive - Independent Director	16.09.2020	-
		Mr. Prakash Rao	Non-Executive - Nominee Director	16.09.2020	30.11.2023
		Mr. Rajiv Dhar	Non-Executive - Nominee Director	30.11.2023	-

*Consequent to Mr. Surya Prakash Rao Pendyala's resignation from the position of Chairman and Non-Executive, Nominee Director on the Board of the Company with effect from the close of business hours of November 30, 2023, he also stepped down from the membership of Nomination & Remuneration Committee.

3. Risk Management Committee	Yes	Mr. V Chandrasekaran	Non-Executive - Independent Director-Chairperson	26.08.2021	-
		Mr. Prashant Kumar Ghose	Non-Executive - Independent Director	05.05.2023	-
		Mr. Saurabh Jain	Non-Executive - Nominee Director	04.08.2023	-
		Mr. Virender Pankaj	Chief Executive Officer	05.05.2023	-
		Mr. Bhawin Shah	Chief Risk Officer	05.05.2023	-

4. Stakeholders Relationship Committee*	Yes	Mr. V Chandrasekaran	Non-Executive - Independent Director-Chairperson	04.02.2022	-
		Mr. Rajiv Dhar	Non-Executive - Nominee Director	04.02.2022	-
		Mr. Prakash Rao	Non-Executive - Nominee Director	04.02.2022	30.11.2023
		Mr. Saurabh Jain	Non-Executive - Nominee Director	30.11.2023	-

*Consequent to Mr. Surya Prakash Rao Pendyala's resignation from the position of Chairman and Non-Executive, Nominee Director on the Board of the Company with effect from the close of business hours of November 30, 2023, he also stepped down from the membership of Stakeholders Relationship Committee.

& 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. 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)
		Yes / No			
03.07.2023	-	Yes	6	3	-
04.08.2023	-	Yes	6	3	33
-	08.11.2023	Yes	5	3	97

-	29.11.2023	Yes	5	3	22
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* 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*
	Yes / No				

Audit Committee

-	Yes	4	3	03.08.2023	0
07.11.2023	Yes	4	3	-	97

Risk Management Committee

-	Yes	*3	2	26.07.2023	0
19.10.2023	Yes	*2	2	-	86

*This number specifically counts only the directors present and excludes other non-director members.

Stakeholders Relationship Committee

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Nomination & Remuneration Committee

-	Yes	3	2	03.07.2023	0
-	Yes	3	2	03.08.2023	32

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

Note: 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. 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

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.

VI. Affirmations

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
 - b. Nomination & Remuneration Committee - Yes
 - c. Stakeholders Relationship Committee - Yes
 - d. Risk management committee (as applicable) - Yes
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. Yes
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. Any comments/observations/advice of the board of directors may be mentioned here. The Corporate Governance Report for the previous quarter was placed before the Board of Directors at their Meeting held on November 08, 2023. Further the Corporate governance report for the quarter ended December 31, 2023, will be placed before the Board of Directors in the upcoming quarterly Meeting.
6. **Cyber Security**

Details of cyber security incidents or breaches or loss of data or documents

NIL

KARISHMA
PRANAV
JHAVERI

Digitally signed
by KARISHMA
PRANAV JHAVERI

Name of Signatory: Karishma Jhaveri

Designation of person: Company Secretary & Compliance Officer

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 Listed entity and instead a statement "same as previous quarter" may be given.



National Stock Exchange Of India Limited

Date of

17-Jan-2024

NSE Acknowledgement

Symbol:-	
Name of the Company: -	Aseem Infrastructure Finance Limited
Submission Type:-	Announcements
Short Description:-	Disclosure under Regulation 27(2)
Date of Submission:-	17-Jan-2024 11:44:41 AM
NEAPS App. No:-	2024/Jan/882/882

Disclaimer : We hereby acknowledge receipt of your submission through NEAPS. Please note that the content and information provided is pending to be verified by NSEIL.