

# SHREM INFRA INVEST PRIVATE LIMITED

(Formerly Known as Shrem Infra Structure Private Limited)

CIN: U65100MH2014PTC254839

1101, Viraj Towers, Jn of Andheri Kurla Road, W E Highway, Andheri East, Mumbai – 400093, India

Tel: +91 22 4228 5500/ 5555 Email: shremgroup@shrem.in Web: www.shrem.in

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20<sup>th</sup> April, 2024

To,  
**National Stock Exchange of India Limited**  
Listing Compliance Department  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051.

**Subject: Submission of Corporate Governance Report of Regulation 27, Regulation 15 of the SEBI (LODR) Regulations, 2015.**

**Ref: Scrip Code: SIPL24, SIPL25, SIPL28 and SIPL28A**

Dear Sir/Madam,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Report on Corporate Governance for the quarter ended March 31<sup>st</sup>, 2024.

Please take the above information on record.

Thanking you,

**FOR SHREM INFRA INVEST PRIVATE LIMITED**

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**Vinay Chhabinath Gupta**  
**Company Secretary & Compliance Officer**  
**Membership No-A54842**

## Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	SHREM INFRA INVEST PRIVATE LIMITED (Formerly known Shrem Infra Structure Private Limited)
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Quarter Ended	31-03-2024
Date of Submission of report on NEAPS	20-04-2024
Whether the Company was HVDL as on <b>as on end of the quarter.</b>	Yes
Whether HVDL provisions have become applicable during the course of the quaters if the answer to above is NO.	No

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 Reap-appointment	Date of Cessation	Tenure*	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)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	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.	NITAN CHHATWAL	00115575	Chairperson/ Executive Director	01-06-2019	NA	NA	-	28-06-1968	2	0	3	0
Mrs.	SMITA NITAN CHHATWAL	00116943	Non-Executive Director	01-06-2019	NA	NA	-	04-09-1967	2	0	0	0
Mr.	MANISH PRAHLAD RAI HINGAR	00931706	Non-Executive Director / Independent Director	15-03-2024		NA	5 Years	17-07-1976	1	1	2	2
Mr.	PRASHANT KUMAR JAIN	10230187	Non-Executive Director / Independent Director	15-03-2024		NA	5 Years	01-05-1982	1	1	2	0
Mr.	SHYAM SUNDER MALANI	03182609	Non-Executive Director	21-03-2014	NA	15-03-2024	-	29-08-1977	0	0	0	0
Ms.	KRISHANI NITAN CHHATWAL	02919669	Executive Director	23-02-2017	NA	15-03-2024	-	19-02-1991	0	0	0	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 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.												

<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/Executive/Non-Executive/independent/Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non- Executive & independent	15-03-2024	NA
		Mr. Nitan Chhatwal	Executive	16-12-2023	NA
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
		Mrs. Smita Nitan Chhatwal	Non- Executive	16-12-2023	15-03-2024
2. Nomination & Remuneration Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non - Executive & independent	15-03-2024	NA
		Mrs. Smita Nitan Chhatwal	Non- Executive	16-12-2023	NA
		Mr. Nitan Chhatwal	Executive	16-12-2023	15-03-2024
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
3. Risk Management Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non- Executive & independent	15-03-2024	NA
		Mr. Nitan Chhatwal	Executive	16-12-2023	NA
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
		Mrs. Smita Nitan Chhatwal	Non- Executive	16-12-2023	15-03-2024
4. Stakeholders Relationship Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non- Executive & independent	15-03-2024	NA
		Mr. Nitan Chhatwal	Executive	16-12-2023	NA
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
		Mrs. Smita Nitan Chhatwal	Non- Executive	16-12-2023	15-03-2024
5. Corporate Social Responsibility Committee	Yes	Mr. Prashant Kumar Jain	Chairperson / non-executive & independent	15-03-2024	NA
		Mrs. Smita Nitan Chhatwal	Non- Executive	15-03-2024	NA
		Mr. Nitan Chhatwal	Executive	15-03-2024	NA
		Ms. Krishani Nitan Chhatwal	Executive/Chairperson	06-04-2018	15-03-2024
		Mr. Shyam Sunder Malani	Non- Executive	06-04-2018	15-03-2024

<sup>&</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

**III. Meeting 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* (Yes / No)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
16-12-2023	27-03-2024	Yes	4	-	12
08-11-2023	15-03-2024	Yes	4	-	8
01-11-2023	07-03-2024	Yes	3	-	15
16-10-2023	21-02-2024	Yes	4	-	2
07-10-2023	19-02-2024	Yes	4	-	6
	13-02-2024	Yes	4	-	12
	01-02-2024	Yes	4	-	9
	23-01-2024	Yes	4	-	11
	12-01-2024	Yes	4	-	27
	-				

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

<b>IV. Meetings of Committees</b>					
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)* (Yes / No)</b>	<b>Number of Directors present*</b>	<b>Number of independent directors present*</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days *</b>
<b>Audit Committee</b>					
01-02-2024	Yes	3	***	***	***
<b>Nomination &amp; Remuneration Committee</b>					
15-03-2024	-	-	-	***	-
<b>Risk Management Committee</b>					
01-02-2024	-	-	-	***	-
<b>Stakeholders Relationship Committee</b>					
01-02-2024	-	-	-	***	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					
*** Note - Please be informed that the provisions of regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 got triggered to the Company on 15th June,2023. As per the proviso of regulation 15, we had to comply with the Corporate Governance compliances by 31st March, 2024. Accordingly, before 31st March, 2024, we have constituted all the requisite committees of the Board on 16th December, 2023 and we have inducted Independent Directors on the Board of the Company on 15th March, 2024					

<b>V. Related Party Transactions</b>		
<b><i>Subject</i></b>	<b><i>Compliance status (Yes/No) refer note below</i></b>	<b><i>Detailed Reason / explanation for Non-compliance</i></b>
Whether prior approval of audit committee obtained	Yes	NA
Whether shareholder approval obtained for material RPT	Not Applicable	Not Required
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes	NA

<b>VI. Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No)</b>	<b>Detailed Reason / explanation for Non-compliance</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
Meeting of Board of directors in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	Please refer note 1
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)	NA	Please refer note 1
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	Please refer note 1
Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
Role of Nomination and Remuneration Committee	19(4)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 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	Please refer note 1
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	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	No material subsidiaries exist as on March 31, 2024
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
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)	NA	Please refer note 1



Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
Directors and Officers insurance	25(12)	NA	Please refer note 2
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
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)	Yes	
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
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	

<b>Details of Cyber Security Incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	NA

*Note 1 - Please be informed that the provisions of regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 got triggered to the Company on 15th June,2023. As per the proviso of regulation 15, we had to comply with the Corporate Governance compliances by 31st March, 2024. Accordingly, before 31st March, 2024, we have constituted all the requisite committees of the Board on 16th December, 2023 and we have inducted Independent Directors on the Board of the Company on 15th March, 2024*

*Note 2 - Please be informed that the provisions of regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 got triggered to the Company on 15th June,2023. As per the proviso of regulation 15, we had to comply with the Corporate Governance compliances by 31st March, 2024. However, Please note that the Company is in process of getting Director and Officers insurance.*

**FOR SHREM INFRA INVEST PRIVATE LIMITED**

**Vinay Chhabinath Gupta**  
**Company Secretary & Compliance Officer**  
**Membership No-A54842**

**Disclosure on website in terms of Listing Regulations**

<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is “No” details of non compliance may be given here</b>	<b>Web address</b>
Details of business	Yes		<a href="https://www.shrem.in/investors-about.php">https://www.shrem.in/investors-about.php</a>
composition of the Board	Yes		<a href="https://www.shrem.in/investors-composition-of-board.php">https://www.shrem.in/investors-composition-of-board.php</a>
Financial results	Yes		<a href="https://www.shrem.in/investors-financial-result.php">https://www.shrem.in/investors-financial-result.php</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.shrem.in/investors-contact-investor-relation.php">https://www.shrem.in/investors-contact-investor-relation.php</a>
Email address for grievance redressal and other relevant details	Yes		<a href="https://www.shrem.in/investors-contact-investor-relation.php">https://www.shrem.in/investors-contact-investor-relation.php</a>
Name of the debenture trustees with full contact details	Yes		<a href="https://www.shrem.in/investors-debenture-trustee-details.php">https://www.shrem.in/investors-debenture-trustee-details.php</a>
the information, report, notices, call letters, circulars, proceedings, etc concerning non-convertible redeemable preference shares or non convertible debt securities;	Yes		<a href="https://www.shrem.in/investors-corporate-announcement.php">https://www.shrem.in/investors-corporate-announcement.php</a>
all information and reports including compliance reports filed by the listed entity;	Yes		<a href="https://www.shrem.in/investors-corporate-announcement.php">https://www.shrem.in/investors-corporate-announcement.php</a>
information with respect to 1) default by issuer to pay interest or edemption amount. 2) failure to create a charge on the assets	Yes		<a href="https://www.shrem.in/investors-corporate-announcement.php">https://www.shrem.in/investors-corporate-announcement.php</a>
Credit rating or revision in credit rating obtained	Yes		<a href="https://www.shrem.in/investors-credit-rating.php">https://www.shrem.in/investors-credit-rating.php</a>
Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		<a href="https://www.shrem.in/investors-financial-result.php">https://www.shrem.in/investors-financial-result.php</a>
Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://www.shrem.in/investors-annual-return.php">https://www.shrem.in/investors-annual-return.php</a>
Composition of various committees of board of directors	Yes		<a href="https://www.shrem.in/investors-committees.php">https://www.shrem.in/investors-committees.php</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Criteria of making payments to non-executive directors	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Secretarial Compliance Report	NA	Not Applicable	
Policy on dealing with related party transactions	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Policy for determining 'material' subsidiaries	NA	Not Applicable	
Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure			
Reason for Non Applicability			
<b>I. Disclosure of Loans/guarantees/comfort letters/securities etc.</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:</b>			
Entity	The aggregate amount advanced during six months	Balance outstanding at the end of six months	
The promoter or any other entity controlled by them	5,10,05,48,358	8,27,65,71,951	
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KM Ps or any other entity controlled by them			
<b>(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	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
The promoter or any other entity controlled by them	Short fall undertaking	1,55,00,00,000	2,25,40,00,000
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KM Ps or any other entity controlled by them			
<b>(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:</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
The promoter or any other entity controlled by	Units of Shrem Invit	0	83,77,00,00,000
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KM Ps or any other entity controlled by them			
<b>II. Affirmations:</b>			
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			

Name & Designation

**Vinay Chhabinath Gupta**  
**Company Secretary & Compliance Officer**  
**Membership No-A54842**  
Place: Mumbai  
Date: 20th April, 2024

**SHREM INFRA INVEST PRIVATE LIMITED**

(Formerly Known as Shrem Infra Structure Private Limited)

CIN: U65100MH2014PTC254839

1101, Viraj Towers, Jn of Andheri Kurla Road, W E Highway, Andheri East, Mumbai – 400093, India

Tel: +91 22 4228 5500/ 5555 Email: shremgroup@shrem.in Web: www.shrem.in



20<sup>th</sup> April, 2024

To,  
**National Stock Exchange of India Limited**  
Listing Compliance Department  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051.

**Subject: Submission of Corporate Governance Report of Regulation 27, Regulation 15 of the SEBI (LODR) Regulations, 2015.**

**Ref: Scrip Code: SIPL24, SIPL25, SIPL28 and SIPL28A**

Dear Sir/Madam,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Report on Corporate Governance for the quarter ended March 31<sup>st</sup>, 2024.

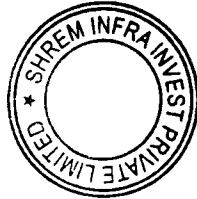
Please take the above information on record.

Thanking you,

**FOR SHREM INFRA INVEST PRIVATE LIMITED**

A handwritten signature in black ink, appearing to read "Vinay".

**Vinay Chhabinath Gupta**  
**Company Secretary & Compliance Officer**  
**Membership No-A54842**



**Corporate Governance Report - High Value Debt Listed Entities**

Name of the Listed Entity	SHREM INFRA INVEST PRIVATE LIMITED (Formerly known Shrem Infra Structure Private Limited)
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Quarter Ended	31-03-2024
Date of Submission of report on NEAPS	20-04-2024
Whether the Company was HVDL as on as on end of the quarter.	Yes
Whether HVDL provisions have become applicable during the course of the quaters if the answer to above is NO.	No

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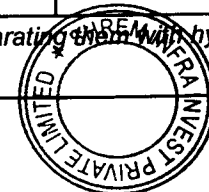
I. Composition of Board of Directors													
Title (Mr./ Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee)&	Initial date of Appointment	Date of Reap-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities 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)]]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 28(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 28(1) of Listing Regulations)	
Mr.	NITAN CHHATWAL	00115575	Chairperson/ Executive Director	01-06-2019	NA	NA	-	28-06-1968		2	0	3	0
Mrs.	SMITA NITAN CHHATWAL	00116943	Non-Executive Director	01-06-2019	NA	NA	-	04-09-1967		2	0	0	0
Mr.	MANISH PRAHLAD RAI HINGAR	00931706	Non-Executive Director / Independent Director	15-03-2024		NA	5 Years	17-07-1976		1	1	2	2
Mr.	PRASHANT KUMAR JAIN	10230187	Non-Executive Director / Independent Director	15-03-2024		NA	5 Years	01-05-1982		1	1	2	0
Mr.	SHYAM SUNDER MALANI	03182609	Non-Executive Director	21-03-2014	NA	15-03-2024	-	29-08-1977		0	0	0	0
Ms.	KRISHANI NITAN CHHATWAL	02919669	Executive Director	23-02-2017	NA	15-03-2024	-	19-02-1991		0	0	0	0
Whether Regular chairperson appointed - Yes													
Whether Chairperson is related to managing director or CEO - NA													
SPAN 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.													

*(Handwritten signature)*



<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/Executive/Non-Executive/independent/Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non- Executive & independent	15-03-2024	NA
		Mr. Nitán Chhatwal	Executive	16-12-2023	NA
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
		Mrs. Smita Nitán Chhatwal	Non- Executive	16-12-2023	15-03-2024
2. Nomination & Remuneration Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non - Executive & independent	15-03-2024	NA
		Mrs. Smita Nitán Chhatwal	Non- Executive	16-12-2023	NA
		Mr. Nitán Chhatwal	Executive	16-12-2023	15-03-2024
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
3. Risk Management Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non- Executive & independent	15-03-2024	NA
		Mr. Nitán Chhatwal	Executive	16-12-2023	NA
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
		Mrs. Smita Nitán Chhatwal	Non- Executive	16-12-2023	15-03-2024
4. Stakeholders Relationship Committee	Yes	Mr. Manish Prahlad Rai Hingar	Chairperson / non-executive & independent	15-03-2024	NA
		Mr. Prashant Kumar Jain	Non- Executive & independent	15-03-2024	NA
		Mr. Nitán Chhatwal	Executive	16-12-2023	NA
		Mr. Shyam Sunder Malani	Chairperson/Non- Executive	16-12-2023	15-03-2024
		Mrs. Smita Nitán Chhatwal	Non- Executive	16-12-2023	15-03-2024
5. Corporate Social Responsibility Committee	Yes	Mr. Prashant Kumar Jain	Chairperson / non-executive & independent	15-03-2024	NA
		Mrs. Smita Nitán Chhatwal	Non- Executive	15-03-2024	NA
		Mr. Nitán Chhatwal	Executive	15-03-2024	NA
		Ms. Krishani Nitán Chhatwal	Executive/Chairperson	06-04-2018	15-03-2024
		Mr. Shyam Sunder Malani	Non- Executive	06-04-2018	15-03-2024

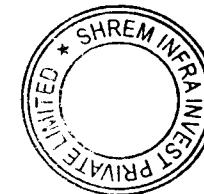
<sup>a</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



<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* (Yes / No)</b>	<b>Number of Directors present*</b>	<b>Number of independent directors present*</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
16-12-2023	27-03-2024	Yes	4	-	12
08-11-2023	15-03-2024	Yes	4	-	8
01-11-2023	07-03-2024	Yes	3	-	15
16-10-2023	21-02-2024	Yes	4	-	2
07-10-2023	19-02-2024	Yes	4	-	6
	13-02-2024	Yes	4	-	12
	01-02-2024	Yes	4	-	9
	23-01-2024	Yes	4	-	11
	12-01-2024	Yes	4	-	27
	-				

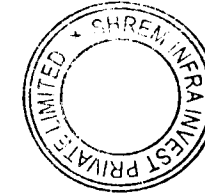
\* to be filled in only for the current quarter meetings

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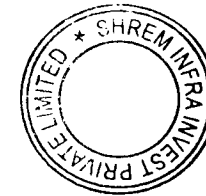


<b>IV. Meetings of Committees</b>					
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)* (Yes / No)</b>	<b>Number of Directors present*</b>	<b>Number of independent directors present*</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
<b>Audit Committee</b>					
01-02-2024	Yes	3	***	***	***
<b>Nomination &amp; Remuneration Committee</b>					
15-03-2024	-	-	-	***	-
<b>Risk Management Committee</b>					
01-02-2024	-	-	-	***	-
<b>Stakeholders Relationship Committee</b>					
01-02-2024	-	-	-	***	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					
*** Note - Please be informed that the provisions of regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements)Regulations, 2015 got triggered to the Company on 15th June,2023. As per the proviso of regulation 15, we had to comply with the Corporate Governance compliances by 31st March, 2024. Accordingly, before 31st March, 2024, we have constituted all the requisite committees of the Board on 16th December, 2023 and we have inducted Independent Directors on the Board of the Company on 15th March, 2024					

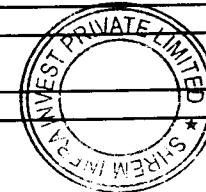


<b>V. Related Party Transactions</b>		
<b>Subject</b>	<b>Compliance status (Yes/No) refer note below</b>	<b>Detailed Reason / explanation for Non-compliance</b>
Whether prior approval of audit committee obtained	Yes	NA
Whether shareholder approval obtained for material RPT	Not Applicable	Not Required
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes	NA

*R*



<b>VI. Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No)</b>	<b>Detailed Reason / explanation for Non-compliance</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
Meeting of Board of directors in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	Please refer note 1
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)	NA	Please refer note 1
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	Please refer note 1
Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
Role of Nomination and Remuneration Committee	19(4)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 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	Please refer note 1
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	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	No material subsidiaries exist as on March 31, 2024
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
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)	NA	Please refer note 1



Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
Directors and Officers insurance	25(12)	NA	Please refer note 2
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
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)	Yes	
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
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	

Details of Cyber Security Incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	NA

*Note 1 - Please be informed that the provisions of regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 got triggered to the Company on 15th June,2023. As per the proviso of regulation 15, we had to comply with the Corporate Governance compliances by 31st March, 2024. Accordingly, before 31st March, 2024, we have constituted all the requisite committees of the Board on 16th December, 2023 and we have inducted Independent Directors on the Board of the Company on 15th March, 2024*

*Note 2 - Please be informed that the provisions of regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 got triggered to the Company on 15th June,2023. As per the proviso of regulation 15, we had to comply with the Corporate Governance compliances by 31st March, 2024. However, Please note that the Company is in process of getting Director and Officers insurance.*

**FOR SHREM INFRA INVEST PRIVATE LIMITED**

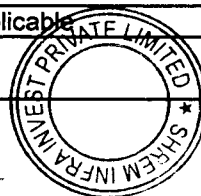


**Vinay Chhabinath Gupta**  
**Company Secretary & Compliance Officer**  
**Membership No-A54842**



**Disclosure on website in terms of Listing Regulations**

Item	Compliance status (Yes/No/NA)	If status is "No" details of non compliance may be given here	Web address
Details of business	Yes		<a href="https://www.shrem.in/investors-about.php">https://www.shrem.in/investors-about.php</a>
composition of the Board	Yes		<a href="https://www.shrem.in/investors-composition-of-board.php">https://www.shrem.in/investors-composition-of-board.php</a>
Financial results	Yes		<a href="https://www.shrem.in/investors-financial-result.php">https://www.shrem.in/investors-financial-result.php</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.shrem.in/investors-contact-investor-relation.php">https://www.shrem.in/investors-contact-investor-relation.php</a>
Email address for grievance redressal and other relevant details	Yes		<a href="https://www.shrem.in/investors-contact-investor-relation.php">https://www.shrem.in/investors-contact-investor-relation.php</a>
Name of the debenture trustees with full contact details	Yes		<a href="https://www.shrem.in/investors-debenture-trustee-details.php">https://www.shrem.in/investors-debenture-trustee-details.php</a>
the information, report, notices, call letters, circulars, proceedings, etc concerning non-convertible redeemable preference shares or non convertible debt securities;	Yes		<a href="https://www.shrem.in/investors-corporate-announcement.php">https://www.shrem.in/investors-corporate-announcement.php</a>
all information and reports including compliance reports filed by the listed entity;	Yes		<a href="https://www.shrem.in/investors-corporate-announcement.php">https://www.shrem.in/investors-corporate-announcement.php</a>
information with respect to 1) default by issuer to pay interest or edemption amount. 2) failure to create a charge on the assets	Yes		<a href="https://www.shrem.in/investors-corporate-announcement.php">https://www.shrem.in/investors-corporate-announcement.php</a>
Credit rating or revision in credit rating obtained	Yes		<a href="https://www.shrem.in/investors-credit-rating.php">https://www.shrem.in/investors-credit-rating.php</a>
Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		<a href="https://www.shrem.in/investors-financial-result.php">https://www.shrem.in/investors-financial-result.php</a>
Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://www.shrem.in/investors-annual-return.php">https://www.shrem.in/investors-annual-return.php</a>
Composition of various committees of board of directors	Yes		<a href="https://www.shrem.in/investors-committees.php">https://www.shrem.in/investors-committees.php</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Criteria of making payments to non-executive directors	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Secretarial Compliance Report	NA	Not Applicable	
Policy on dealing with related party transactions	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>
Policy for determining 'material' subsidiaries	NA	Not Applicable	
Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.shrem.in/investors-policies.php">https://www.shrem.in/investors-policies.php</a>



<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure			
Reason for Non Applicability			
<b>I. Disclosure of Loans/guarantees/comfort letters/securities etc.</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:</b>			
Entity	The aggregate amount advanced during six months	Balance outstanding at the end of six months	
The promoter or any other entity controlled by them	5,10,05,48,358	8,27,65,71,951	
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KM Ps or any other entity controlled by them			
<b>(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	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
The promoter or any other entity controlled by them	Short fall undertaking	1,55,00,00,000	2,25,40,00,000
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KM Ps or any other entity controlled by them			
<b>(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:</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
The promoter or any other entity controlled by	Units of Shrem Invit	0	83,77,00,00,000
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KM Ps or any other entity controlled by them			
<b>II. Affirmations:</b>			
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			

Name & Designation

*Vinay*

**Vinay Chhabinath Gupta**  
**Company Secretary & Compliance Officer**

**Membership No-A54842**

Place: Mumbai

Date: 20th April, 2024

