

October 21, 2024

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400001  
Security Code: **544005**  
Symbol: **ISCITRUST**

Dear Sirs,

**Sub: Compliance Report on Corporate Governance for Intelligent Supply Chain Infrastructure Trust (the “Trust”) for the quarter ended September 30, 2024**

Pursuant to Regulation 26K of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 read with SEBI Master Circular dated May 15, 2024, we are enclosing the quarterly compliance report on Corporate Governance of the Trust for the quarter ended September 30, 2024.

We request you to take the above on your record.

Thank you.

Yours faithfully,

**For and on behalf of Infinite India Investment Management Limited**  
*(acting in its capacity as Investment Manager of the Trust)*

**Jay Jadav**

Compliance Officer

Encl: as above

## REPORT ON CORPORATE GOVERNANCE AS ON SEPTEMBER 30, 2024

Name of the InvIT: **Intelligent Supply Chain Infrastructure Trust**

Name of the Investment manager: **Infinite India Investment Management Limited**

Quarter ended: September 30, 2024

<b>I. Composition of Board of Directors</b>											
<b>Title (Mr. / Ms.)</b>	<b>Name of the Director</b>	<b>PAN<sup>\$</sup> &amp; DIN</b>	<b>Category<sup>&amp;</sup></b>	<b>Initial Date of Appointment</b>	<b>Date of Re-appointment</b>	<b>Date of Cessation</b>	<b>Tenure of Directors (in months)*</b>	<b>No. of directorships in all Managers / Investment Managers of REIT/InvIT and listed entities, including this Investment Manager<sup>@</sup></b>	<b>No of Independent directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager<sup>@</sup></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<sup>^</sup> (Refer Regulation 26G of InvIT Regulations)</b>
Ms.	Dipti Neelakantan	00505452	Non-Independent Director	19-10-2007	28-07-2023	-	N.A.	2	-	3	1
Mr.	Shailesh S. Vaidya	00002273	Independent Director	20-02-2019	20-02-2024	-	67.11	1	1	1	1
Mr.	Rajendra Hingwala	00160602	Independent Director	20-02-2019	20-02-2024	-	67.11	4	4	5	4
Mr.	Vaidyanadhan Sridhar	03303448	Non-Independent Director	01-04-2023	31-07-2024	-	N.A.	1	-	1	-
Ms.	Riddhi Bhimani	10072936	Independent Director	01-04-2023	-	-	18	2	2	4	1
Mr.	Adi Rusi Patel	02307863	Non-Independent Director	26-04-2023	-	-	N.A.	4	-	2	-
		Whether Regular chairperson appointed – No									
		Whether Chairperson is related to managing director or CEO - No									
		<sup>\$</sup> PAN of any director would not be displayed on the website of Stock Exchange. <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. <sup>*</sup> 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: <sup>^</sup> Inclusive of memberships of the Committees.

<sup>@</sup> For the purpose of calculating no. of directorships / independent directorships, both equity listed entity as well as high value debt listed entities have been considered.

<b>II. Composition of Committees</b>					
<b>Name of the Committee</b>	<b>Whether Regular Chairperson appointed</b>	<b>Name of Committee Members</b>	<b>Category (Chairperson/ Non-Independent/ Independent/ Nominee)*</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	1. Mr. Rajendra Hingwala 2. Ms. Dipti Neelakantan 3. Ms. Riddhi Bhimani	<b>Chairman</b> - Independent Non-Independent Independent	01-04-2023 01-04-2023 01-04-2023	- - -
2. Nomination & Remuneration Committee	Yes	1. Mr. Shailesh Vaidya 2. Mr. Rajendra Hingwala 3. Ms. Riddhi Bhimani	<b>Chairman</b> - Independent Independent Independent	01-04-2023 01-04-2023 30-06-2023	- - -
3. Risk Management Committee	Yes	1. Mr. Sridhar Vaidyanadhan 2. Ms. Riddhi Bhimani 3. Mr. Adi Rusi Patel	<b>Chairman</b> - Non-Independent Independent Non-Independent	01-04-2023 01-04-2023 24-07-2024	- - -
4. Stakeholder Relationship Committee	Yes	1. Mr. Shailesh Vaidya 2. Mr. Sridhar Vaidyanadhan 3. Ms. Dipti Neelakantan	<b>Chairman</b> - Independent Non-Independent Non-Independent	01-04-2023 01-04-2023 01-04-2023	- - -
5. InvIT Committee	Yes	1. Ms. Dipti Neelakantan 2. Mr. Shailesh Vaidya 3. Mr. Rajendra Hingwala	<b>Chairperson</b> - Non-Independent Independent Independent	21-07-2020 21-07-2020 21-07-2020	- - -
* 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>
May 13, 2024	July 24, 2024	Yes	6	3	71 days between May 13, 2024 and July 24, 2024
July 24, 2024	July 29, 2024	Yes	6	3	4 days between July 24, 2024 and July 29, 2024

\* 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)*</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>					
July 29, 2024	Yes	3	2	May 13, 2024	76 days between May 13, 2024 and July 29, 2024
<b>Nomination and Remuneration Committee</b>					
Not applicable	Not applicable	Not applicable	Not applicable	May 7, 2024	Not applicable
<b>InvIT Committee</b>					
Not Applicable	Not Applicable	Not Applicable	Not Applicable	April 22, 2024	28 days between April 22, 2024 and May 21, 2024
Not Applicable	Not Applicable	Not Applicable	Not Applicable	May 21, 2024	30 days between May 21, 2024 and June 21, 2024
July 24, 2024	Yes	3	2	June 21, 2024	33 days between June 21, 2024 and July 24, 2024
August 22, 2024	Yes	3	2	Not Applicable	29 days between July 24, 2024 and August 22, 2024

September 20, 2024	Yes	3	2	Not Applicable	29 days between August 22, 2024 and September 20, 2024
<b>Risk Management Committee</b>					
September 13, 2024	Yes	3	1	March 27, 2024	169 days between March 27, 024 and September 13, 2024

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

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

<b>V. Affirmations</b>
<ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014 - <b>Yes</b></li> <li>The composition of the following committees is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014 - <b>Yes</b> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> <li>Risk Management Committee</li> </ol> </li> <li>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Infrastructure Investment Trusts) Regulations, 2014 - <b>Yes</b></li> <li>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 - <b>Yes</b></li> <li>This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. The Board of Directors at its meeting held on July 29, 2024, had noted the contents of the corporate governance report for the quarter ended June 30, 2024. The corporate governance report for the quarter ended September 30, 2024 will be placed before the Board of Directors at its ensuing meeting scheduled to be held on October 25, 2024.</li> </ol> <p>Any comments/observations/advice of the Board of Directors may be mentioned here: None</p>
For <b>Intelligent Supply Chain Infrastructure Trust</b>
<p><b>Jay Jadav</b> Compliance Officer</p> <p><b>Date:</b> October 21, 2024</p>