

April 20, 2026

<b>Corporate Relations Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 541300   974904   729550   977222   977223	<b>The Listing Department,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Trading Symbol: INTERISE
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Dear Sir/Madam,

**Sub: Quarterly Compliance Report on Corporate Governance of Interise Trust**

We hereby inform that pursuant to Regulation 26K of the SEBI (Infrastructure Investment Trusts) Regulations, 2014) read with SEBI Master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2025/ dated July 11, 2025, as amended from time to time, we hereby submit the Compliance Report on Corporate Governance (Part A, Part B & Part C) for Interise Trust for the quarter ended March 31, 2026.

You are requested to take the same on your record.

Thank you.

Yours Truly,

**For Interise Trust**

Through its Investment Manager,

**Interise Investment Managers Private Limited**

**Amit Shah**

**Chief Compliance Officer &**

**Vice President - Company Secretary**

CC:

Trustee to Interise <b>IDBI Trusteeship Services Limited</b> 4th Floor, Office No. 405, Kanchenjunga Building, Barakhamba Road, New Delhi – 110001	Debenture Trustee <b>Axis Trustee Services Limited</b> The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar w, Mumbai - 400 028	<b>ICICI Bank Limited,</b> Issuer and Paying Agent, ICICI Bank Ltd, L&T Ltd., Mount Poonamallee Rd, Manapakkam, Chennai – 600089
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## Quarterly Compliance Report on Governance

### Annexure – 15

#### Part A

[Chapter 20 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025  
(‘Master Circular’)]

- |                                   |   |
|-----------------------------------|---|
| 1. Name of InvIT                  | <b>Interise Trust</b> (‘Trust’ or ‘InvIT’, unless the context requires otherwise) |
| 2. Registration No                | <b>IN/InvIT/17-18/0007</b>  |
| 3. Name of the Investment Manager | <b>Interise Investment Managers Private Limited</b>                               |
| 4. Quarter ending                 | March 31, 2026  |

### I. Composition of Board of Directors of the Investment Manager

Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson / Non-Independent / Independent / Nominee) <sup>a</sup>	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure* (months)	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)
Ms.	Neera Saggi	00501029	Chairperson- Independent Director	24-03-2021	24-03-2026 <sup>@</sup>	-	60	5	5	7	1
Mr.	Sudhakar Mallya	10372145	Nominee Director (Unitholder)	07-11-2023	-	-	-	1	0	2	0
Mr.	Harmish Rokadia	10359689	Nominee Director (Unitholder)	29-07-2024	-	10-02-2026	-	-	-	-	-
Mr.	Julian Gratiaen	10741241	Nominee Director (Unitholder)	10-02-2026	-	-	-	1	0	2	0
Ms.	Monisha Macedo	00144660	Independent Director	28-06-2018	28-06-2023	-	93	1	1	2	0
Ms.	Samyuktha Surendran	07138327	Independent Director	24-08-2017	24-08-2022	-	103	1	1	1	0
Mr.	Sanjay Ubale	02040738	Independent Director	29-03-2023	-	-	36	1	1	2	1
Mr.	Ravindran Shunmugakani	09778966	Independent Director	27-06-2023	-	-	33	2	2	4	2

<sup>5</sup>PAN of any director would not be displayed on the website of Stock Exchange.

<sup>6</sup>Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

<sup>7</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 investment manager in continuity without any cooling off period.

<sup>8</sup>Based on the recommendation of Nomination and Remuneration Committee and the Board, the shareholders of the Investment Manager have approved the appointment of Ms. Saggi, for a second term of 5 consecutive years as an Independent Director of the Company, from March 24, 2026.

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to managing director or CEO	No

## 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	Yes	Mr. Ravindran Shunmugakani	Chairman- Independent Director	27-06-2023	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Samyuktha Surendran	Independent Director	17-10-2018	
		Ms. Neera Saggi	Independent Director	14-07-2021	
		Mr. Sanjay Ubale	Independent Director	29-03-2023	
		Ms. Monisha Macedo	Independent Director	28-06-2018	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	10-02-2026
		Mr. Julian Gratiaen	Nominee Director (Unitholder)	10-02-2026	
2. Nomination & Remuneration Committee	Yes	Ms. Samyuktha Surendran	Chairperson- Independent Director	17-10-2018	
		Ms. Monisha Macedo	Independent Director	28-06-2018	
		Ms. Neera Saggi	Independent Director	29-03-2023	
		Mr. Sanjay Ubale	Independent Director	29-03-2023	
		Mr. Ravindran Shunmugakani	Independent Director	27-06-2023	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	06-05-2025	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	06-05-2025	10-02-2026
		Mr. Julian Gratiaen	Nominee Director (Unitholder)	10-02-2026	
3. Risk Management Committee	Yes	Ms. Monisha Macedo	Chairperson- Independent Director	01-12-2022	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Samyuktha Surendran	Independent Director	11-01-2022	
		Ms. Neera Saggi	Independent Director	11-01-2022	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	10-02-2026
		Mr. Ravindran Shunmugakani	Independent Director	01-04-2025	
		Mr. Julian Gratiaen	Nominee Director (Unitholder)	10-02-2026	

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Non-Independent/Independent /Nominee) &	Date of Appointment	Date of Cessation
4. Stakeholders Relationship Committee (in our case, known as Stakeholders Relationship and Investor Relations and Grievance Committee)	Yes	Mr. Sanjay Ubale	Chairperson- Independent Director	28-06-2023	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Monisha Macedo	Independent Director	28-06-2018	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	10-02-2026
		Mr. Julian Gratiaen	Nominee Director (Unitholder)	10-02-2026	
5. Investment and Finance Committee	Yes	Mr. Sanjay Ubale	Chairperson- Independent Director	28-06-2023	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	10-02-2026
		Mr. Julian Gratiaen	Nominee Director (Unitholder)	10-02-2026	
		Mr. Pawan Kant	Member – Chief Executive Officer	20-05-2021	
6. Projects Review Committee	Yes	Mr. Sanjay Ubale	Chairperson- Independent Director	01-04-2025	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Ms. Monisha Macedo	Member- Independent Director	11-01-2022	
		Ms. Samyuktha Surendran	Member- Independent Director	11-01-2022	
		Ms. Neera Saggi	Member- Independent Director	11-01-2022	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	10-02-2026
		Mr. Julian Gratiaen	Nominee Director (Unitholder)	10-02-2026	
7. Corporate Social Responsibility Committee	Yes	Ms. Monisha Macedo	Chairperson- Independent Director	19-07-2022	
		Mr. Sudhakar Mallya	Nominee Director (Unitholder)	07-11-2023	
		Mr. Harmish Rokadia	Nominee Director (Unitholder)	22-08-2024	10-02-2026
		Mr. Julian Gratiaen	Nominee Director (Unitholder)	10-02-2026	

& Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

### III. Meetings 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 meetings (in number of days)
12-11-2025	-	Yes	7	5	-
	12-02-2026	Yes	7	5	91 days
	16-03-2026	Yes	7	5	31 days

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

#### IV. Meetings of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days) **</i>
<b>Audit Committee</b>					
-	-	-	-	12-11-2025	-
12-02-2026	Yes	7	5	-	91 days
16-03-2026	Yes	7	5	-	31 days
<b>Nomination &amp; Remuneration Committee</b>					
-	-	-	-	04-12-2025	-
-	-	-	-	15-12-2025	-
16-03-2026	Yes	7	5	-	-
<b>Stakeholders Relationship Committee</b>					
No meeting held in the current quarter ended March 31, 2026					
<b>Risk Management Committee</b>					
-	-	-	-	-	-
23-02-2026	Yes	5	4	-	-
<b>Investment and Finance Committee</b>					
-	-	-	-	06-10-2025	-
				17-10-2025	-
				12-11-2025	-
				17-11-2025	-
12-02-2026	Yes	3	1	-	-
16-03-2026	Yes	3	1	-	-
<b>Projects Review Committee</b>					
-	-	-	-	-	-
23-02-2026	Yes	6	4	-	-
<b>Corporate Social Responsibility Committee</b>					
No meeting held in the current quarter ended March 31, 2026					

\* 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.

Note: 1. The Chief Executive Officer is a member of Investment and Finance Committee and the Chief Financial Officer of the Company as permanent invitee to the meeting of the operating Committees.

## **V. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014.
2. The composition of the following committees is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014
  - a. Audit Committee
  - b. Nomination and Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk management committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Infrastructure Investment Trusts) Regulations, 2014.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors of the investment manager.

### **For Interise Trust**

Through its Investment Manager,  
**Interise Investment Managers Private Limited**

**Amit Shah**  
**Chief Compliance Officer &**  
**Vice President – Company Secretary**

**PART B**

**Format to be submitted by Investment Manager for the financial year**

<b>I. Disclosure on website of InvIT</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) <small>refer note</small> below</b>	<b>If Yes provide link to website. If No / NA provide reasons</b>
a) Details of business	Yes	<a href="https://interiseworld.com/">https://interiseworld.com/</a>
b) Financial information including complete copy of the Annual Report including Balance Sheet, Profit and Loss Account, etc.	Yes	<a href="https://interiseworld.com/investor-centre">https://interiseworld.com/investor-centre</a>
c) Contact information of the designated officials of the company who are responsible for assisting and handling investor grievances	Yes	<a href="https://interiseworld.com/contact-us">https://interiseworld.com/contact-us</a>
d) Email ID for grievance redressal and other relevant details	Yes	<a href="https://interiseworld.com/contact-us">https://interiseworld.com/contact-us</a>
e) Information, report, notices, call letters, circulars, proceedings, etc. concerning units	Yes	<a href="https://interiseworld.com/investor-centre">https://interiseworld.com/investor-centre</a>
f) All information and reports including compliance reports filed by InvIT with respect to units	Yes	<a href="https://interiseworld.com/investor-centre">https://interiseworld.com/investor-centre</a>
g) All intimations and announcements made by InvIT to the stock exchanges	Yes	<a href="https://interiseworld.com/investor-centre">https://interiseworld.com/investor-centre</a>
h) All complaints including SCORES complaints received by the InvIT	Yes	<a href="https://interiseworld.com/investor-centre">https://interiseworld.com/investor-centre</a>
i) Any other information which may be relevant for the investors	Yes	<a href="https://interiseworld.com/investor-centre">https://interiseworld.com/investor-centre</a>
<i>It is certified that these contents on the website of the InvIT are correct.</i>		

## II Annual Affirmations

<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b> <small>refer note below</small>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	2(1)(saa)	Yes
<i>Board composition</i>	4(2)(e)(v), 26G, 26H(1)	Yes
<i>Meeting of board of directors</i>	26G	Yes
<i>Quorum of board meeting</i>	26H(2)	Yes
<i>Review of Compliance Reports</i>	26H(3)	Yes
<i>Plans for orderly succession for Appointments</i>	26G	Yes
<i>Code of Conduct</i>	26G	Yes
<i>Minimum Information</i>	26H(4)	Yes
<i>Compliance Certificate</i>	26H(5)	Yes (See reference 1 of this part)
<i>Risk Assessment &amp; Management</i>	26G	Yes
<i>Performance Evaluation of Independent Directors</i>	26G	Yes
<i>Recommendation of Board</i>	26H(6)	Yes
<i>Composition of Audit Committee</i>	26G	Yes
<i>Meeting of Audit Committee</i>	26G	Yes
<i>Composition of Nomination &amp; Remuneration Committee</i>	26G	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	26G	Yes
<i>Meeting of Nomination &amp; Remuneration Committee</i>	26G	Yes
<i>Composition of Stakeholder Relationship Committee</i>	26G	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	26G	Yes
<i>Composition and role of Risk Management Committee</i>	26G	Yes
<i>Meeting of Risk Management Committee</i>	26G	Yes
<i>Vigil Mechanism</i>	26I	Yes
<i>Approval for related party Transactions</i>	19(3), 22(4)(a)	N.A (See reference 2 of this part)
<i>Disclosure of related party transactions</i>	19(2)	Yes

<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) <sup>refer note</sup> below</b>
<i>Annual Secretarial Compliance Report</i>	26J	Yes (See reference 3 of this part)
<i>Alternate Director to Independent Director</i>	26G	NA
<i>Maximum Tenure of Independent Director</i>	26G	Yes
<i>Meeting of independent directors</i>	26G	Yes
<i>Familiarization of independent directors</i>	26G	Yes
<i>Declaration from Independent Director</i>	26G	Yes
<i>Directors and Officers insurance</i>	26G	Yes
<i>Memberships in Committees</i>	26G	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26G	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26G	Yes
<i>Any other information the same may be indicated here</i>	<i>The Trust had earlier issued listed NCDs, which are outstanding as at March 31, 2026. Accordingly, the Trust has uploaded the requisite information as envisaged under Chapter 6 of SEBI Master Circular for InvIT, which is available on the website of BSE &amp; the Trust (<a href="http://www.interiseworld.com/investor-centre">www.interiseworld.com/investor-centre</a>, more particularly under the heading 'Communication to Stock Exchange - Debt Issuance').</i>	
<p><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 InvIT Regulations, "Yes" may be indicated. Similarly, in case the InvIT has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the investment manager would like to provide any other information the same may be indicated here.</p>		

Reference:

1. The Compliance Certificate for the financial year 2024-25, was placed before the Board at their meeting held on May 21, 2025. Further, for the financial year 2025-26, the same will be taken up at the Board meeting wherein annual financial statements will be considered in compliance with Schedule VI Part B of the Regulations.
2. Since the Trust has not made any public offer, Regulation 19(3) is not applicable, however, all the related party transactions are approved by the Audit Committee and Board and are disclosed in financial statements as required pursuant to Regulations.
3. The annual secretarial compliance report for the financial year 2024-25, was placed before the Board at their meeting held on May 21, 2025. Further, for the financial year 2025-26, the same will be taken up at the Board meeting wherein annual financial statements will be considered in compliance with Regulation 26J of the Regulations.

**For Interise Trust  
Through its Investment Manager,  
Interise Investment Managers Private Limited**

**Amit Shah  
Chief Compliance Officer &  
Vice President – Company Secretary**

