

KNR TIRUMALA INFRA PVT. LTD.

January 16, 2023

Vice President

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex, Bandra (E)

Mumbai – 400051

Security Code No.: KNRT35 (ISIN: INE01NS07019)

KNRT35A (ISIN: INE01NS07027)

Sub: Report on Corporate Governance for the Quarter ended 31st December 2023

Ref: Disclosure in terms of Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In compliance of Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Report on Corporate Governance for the quarter ended 31st December 2023.

We hope you will find the same in order.

For KNR Tirumala Infra Private Limited

Sanjay Kumar

Company Secretary

Regd. Off: KNR House, 4th Floor, Plot No. 114, Phase -I, Kavuri Hills, Hyderabad – 500033

Corporate Off: Unit No.1901, 19th Floor, Tower B, World Trade Tower, Plot No.C-1, Sector 16, Noida-201301 (UP)

Phone: 040- 4026 8761 / 62, Fax: +91 40 4026 8760 E-mail: Compliance@kntipl.co.in

CIN: U45500TG2018PTC123857

KNR TIRUMALA INFRA PVT. LTD.

Name of the Company

KNR Tirumala Infra Private Limited

Quarter Ended

December 31, 2022

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 Appointme nt	Date of Re- appointm ent	Date of Cessation	Tenure in Months	Date of Birth	No. Of directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Kamidi Narsimha Reddy	DIN: 00382412 PAN: AEDPK2315K	Non-Executive	13/04/2018	-	20/10/2022	55	27/11/1948	2	0	0	0
Mr.	Kapil Nayyar	DIN: 00004058 PAN: ACYPN7183P	Independent Director	30/12/2021	-	-	12	25/08/1978	1	0	1	1
Mr.	Jayesh Ramniklal Desai	DIN: 00038123 PAN: AAMPD4038P	Independent Director	30/12/2021	-	-	12	17/12/1966	1	0	1	0
Mr.	Jalandhar Reddy Kamidi	DIN: 00434911 PAN: AEMPK0219B	Non-Executive	13/04/2018	-	20/10/2022	55	08/06/1971	2	0	2	0
Mr.	Gaurav Malhotra	DIN: 09422131 PAN: AJYPM2063J	Chairman of Board / Non-Executive Director	30/12/2021	-	-	12	28/12/1985	1	0	0	0
Mr.	Bovin Kumar	DIN: 08571658 PAN: ABYPK5994Q	Non-Executive	12/11/2022	-	-	1	24/05/1971	4	0	0	0

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**The Company has issued rated, listed, secured, redeemable, non-convertible debentures on April 12, 2022 and the same were listed on National Stock Exchange of India Limited on April 18, 2022. The Company is in the process of identification of directors for compliance with the composition of Board of Directors in terms of Regulation 17 of SEBI (LODR) Regulations, 2015.*

II. Composition of Committee:

Name of the Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	Mr. Kapil Nayyar	Chairman - Non-Executive Independent Director	30.12.2021	-
		Mr. Jayesh Raminklal Deasi	Non-Executive Independent Director	30.12.2021	-
		Mr. Gaurav Malhotra	Non-executive Director	30.12.2021	-
Nomination & Remuneration Committee	Yes	Mr. Kapil Nayyar	Chairman - Non-Executive Independent Director	30.12.2021	-
		Mr. Jayesh Raminklal Deasi	Non-Executive Independent Director	30.12.2021	-
		Mr. Gaurav Malhotra	Non-executive Director	30.12.2021	-
Risk Management Committee (if Applicable)*	Yes	Mr. Kapil Nayyar	Chairman - Non-Executive Independent Director	29.06.2022	-
		Mr. Jayesh Raminklal Deasi	Non-Executive Independent Director	29.06.2022	-
		Mr. Gaurav Malhotra	Non-executive Director	29.06.2022	-
Stakeholders Relationship Committee	-	-	-	-	-

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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)
10/08/2022	12/11/2022	Yes	3	2	94
-	-	-	-	-	-

**The Company has issued rated, listed, secured, redeemable, non-convertible debentures on April 12, 2022 and the same were listed on National Stock Exchange of India Limited on April 18, 2022. The Company is in the process of identification of directors for compliance with the composition of Board of Directors in terms of Regulation 17 of SEBI (LODR) Regulations, 2015.*

IV. Meetings of Committee:

A. Audit Committee Meeting Details:

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*
12/11/2022	Yes	3	2	10/08/2022	94

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B. Nomination and Remuneration Committee

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*
12/11/2022	Yes	3	2	-	136

**The Company has issued rated, listed, secured, redeemable, non-convertible debentures on April 12, 2022 and the same were listed on National Stock Exchange of India Limited on April 18, 2022. The Company is in the process of identification of directors for compliance with the composition of Board of Directors in terms of Regulation 17 and formation of committees in terms of Regulations 18-21 of SEBI (LODR) Regulations, 2015.*

V. Related Party Transaction:

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	N.A.

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VI. Affirmations:

As stated above, the Company has listed its NCDs on April 18, 2022 and accordingly:

1. the Company is in the process of identification and appointment of Directors for compliance of the composition of Board of Directors in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. the Company has in place the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination and Remuneration Committee
 - c. Risk Management Committee
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.
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.
5. This report ~~and/or the report submitted in the previous quarter~~ will be placed before Board of Directors in the next board meeting.

This is for your information and record please.

Thanking you.

For KNR Tirumala Infra Private Limited

Sanjay Kumar
Company Secretary

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