July 10, 2026

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C/1, Block G,
Bandra-Kurla Complex, Bandra (East),
Mumbai- 400 051, Maharashtra, India

Units: **Symbol:** NDRINVIT **ISIN:** INE0Q7Q23015	**Debt Securities:** **ISIN**: INE0Q7Q07018, **ISIN:** INE0Q7Q07026, **ISIN:** INE0Q7Q07034

Subject: Submission of Compliance Report on Corporate Governance for the quarter ended June 30, 2026

Dear Sir/ Madam,

Pursuant to Regulation 26K of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 read with chapter 20 of the SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025, we hereby submit the Compliance Report on Corporate Governance for NDR InvIT Trust (**"Trust"**) for the quarter ended June 30, 2026, in PART A.

The said information is also being uploaded on the website of the Trust at www.ndrinvit.com.

Kindly take the above information on record.

Thanking you,

FOR NDR Invit Managers Private Limited
(acting in its capacity as Investment Manager of NDR InvIT Trust)

Neha Hardik Chovatia
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Date: 2026.07.10 16:47:43 +05'30'

Neha Chovatia
Company Secretary and Compliance Officer
Place: Mumbai

CC:-

Axis Trustee Services Limited ("Trustee of the NDR InvIT Trust") The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar (W), Mumbai - 400 028	**Catalyst Trusteeship Limited** ("Debenture Trustee") 901, 9th Floor, Tower B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 MH

1. Name of InvIT- **NDR InvIT Trust**
2. Name of the Investment manager- **NDR Invit Managers Private Limited**
3. Quarter Ending – **June 30, 2026**

I. Composition of Board of Directors of the Investment Manager

Title (Mr./ Ms./Dr)	Name of the Director	PAN & DIN	Category (Chairperson /Non-Independent/Independent/Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	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)*
Mr	Mittur Swami Sundara Rajan	[redacted] DIN: 00169775	Independent Director	17/03/2023	17/03/2026	-	5	-	1	1	1
Dr	Brinda Jagirdar	[redacted] DIN: 06979864	Independent Director	10/01/2023	10/01/2026	-	5	-	2	2	2
Mr	G K Ravishankar	[redacted] DIN: 07624219	Independent Director	17/03/2023	17/03 2026	-	5	-	1	2	-
Mr	Naidu Amrutes	[redacted]	Executive Director	19/12/2022	-	-	-	1	-	1	-

	h Reddy	DIN: 00898556									
Mr.	Ritesh Vohra	[redacted] DIN: 01259544	Non - Executive Director	17/03/ 2023	-	-	-	1	-	-	-
Mr.	Ramdas R Iyer	[redacted] DIN: 03029948	Executive Director	19/12/ 2022	-	-	-	1	-	1	-
		Whether Regular chairperson appointed - No									
		Whether Chairperson is related to managing director or CEO- No									

***Tenure of independent directors:**
Independent director (Brinda Jagirdar) completed her first term of 3 years on January 10, 2026 & (Mittur Swami Sundara Rajan & G K Ravishankar) Completed their first term of 3 years on March 17, 2026, respectively. They are reappointed for another term of 5 years.

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. M.S. Sundara Rajan	Chairperson - Independent Director	April 25, 2023	-
		Mr. Naidu Amrutesh Reddy	Member	April 25, 2023	-
		Mr. G K Ravishankar	Member	April 25, 2023	-
2. Nomination & Remuneration Committee	Yes	Mr. M. S. Sundara Rajan	Chairperson - Independent Director	April 25, 2023	-
		Ms. Brinda Jagirdar	Member	April 25, 2023	-
		Mr. G.K. Ravi Shankar	Member	April 25, 2023	-
3. Risk Management Committee	Yes	Mr. Naidu Amrutesh Reddy	Chairperson - Director	April 25, 2023	-
		Mr. Ramdas Iyer	Member	April 25, 2023	-
		Mr. G.K. Ravi Shankar	Member	April 25, 2023	-

4. Stakeholders Relationship Committee	Yes	Dr. Brinda Jagirdar	Chairperson- Independent Director	April 25, 2023	-
		Mr. Ramdas Iyer	Member	April 25, 2023	-
		Mr. G.K. Ravi Shankar	Member	April 25, 2023	-
5. Investment Committee	Yes	Mr. M.S. Sundara Rajan	Chairperson- Independent Director	April 25, 2023	-
		Mr. Naidu Amrutesh Reddy	Member	April 25, 2023	
		Dr. Brinda Jagirdar	Member	April 25, 2023	-
		Mr. Ritesh Vohra	Member	April 25, 2023	-
		Mr. G. K. Ravishankar	Member	April 25, 2023	-
6. InvIT Committee	Yes	Mr. M.S. Sundararajan	Chairman- Independent Director	April 25, 2023	-
		Mr. N. Amrutesh Reddy	Member	April 25, 2023	-
		Mr. Ramdas. R. Iyer	Member	April 25, 2023	-

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)***
11/02/2026, 18/03/2026	17/04/2026	Yes	6	3	29 days
	27/05/2026	Yes	6	3	40 days
	26/06/2026	Yes	6	3	30 days
	20/04/2026	-	-	-	Resolution by the way of Circulation
	12/05/2026	-	-	-	
	26/05/2026	-	-	-	
	30/06/2026	-	-	-	

NDR INVIT MANAGERS PRIVATE LIMITED
Regd. Office : CTS No. 54, Village Bamanwada, Vile Parle (East)
Mumbai, Maharashtra - 400 099. E-Mail : info@ndrinvit.com

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) *****
Audit Committee					
17.04.2026	Yes	3	2	11.02.2026	65 days
27.05.2026	Yes	3			40 days
Nomination and Remuneration Committee					
-	-	-	-		-
Risk Committee					
27.05.2026	Yes	3	1	11.02.2026	105 days
Stakeholders' Relationship Committee					
27.05.2026	Yes	3	2	11.02.2026	105 days
Investment Committee					
09.02.2026	Yes	5	3	07.10.2025	-
18.03.2026	Yes	5	3		
Invit Committee					
-	-	-	-	-	-

** 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.*

V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014. **Yes**
2. The composition of the following committees is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014
    a. Audit Committee - **Yes**
    b. Nomination & Remuneration Committee - **Yes**

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NDR InvIT MANAGERS

c. Stakeholders Relationship Committee - **Yes**
d. Risk management committee - **Yes**
e. Investment Committee - **Yes**
f. InvIT Committee - **Yes**

3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Infrastructure Investment Trusts) Regulations, 2014.- **Yes**
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.-**Yes**
5. (a) This report has been placed before Board of Directors of the investment manager. Any comments/observations/advice of the board of directors may be mentioned here. **The report for the quarter ended June 30, 2026, will be placed before the Board of Directors of the investment manager at its upcoming board meeting. Further, comments/observations/advice, if any of the Board on this Report shall be mentioned in the Report for the quarter ended September 30, 2026.**

   (b) The report submitted in the previous quarter has been placed before Board of Directors of the investment manager. Any comments / observations / advice of the board of directors may be mentioned here. **The report of the previous quarter for the quarter and year ended March 31, 2026 was placed before the Directors of the investment manager on May 27, 2026. There were no comments / observations / advice from the Board on the reports for the quarter ended March 31, 2026.**

Neha Hardik Chovatia

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Date: 2026.07.10 17:27:50 +05'30'

Neha Chovatia
Company Secretary & Compliance Officer

Place: Mumbai
Date: July 10, 2026

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