

October 21, 2025

To,

The National Stock Exchange of India Limited

Listing Department, Wholesale Debt Market Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai- 400 051

Dear Sir/ Madam,

Sub: Submission of Compliance Reports on Corporate Governance for the quarter and half year ended September 30, 2025

Pursuant to Regulation 62Q(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Compliance Reports on Corporate Governance, in the prescribed format, for the quarter and half year ended September 30, 2025, in the form of Annexure I, II and III respectively.

We request you to take the same on record.

Thanking you,

Yours faithfully, For Aseem Infrastructure Finance Limited

Naveen Manghani **Company Secretary & SVP - Compliance**

+91 22 69631000

aseeminfra.in

CIN: U65990DL2019PLC437821

Aseem Infrastructure Finance Limited

Registered Office: Hindustan Times House, 3rd Floor, 18-20, Kasturba Gandhi Marg, New Delhi - 110001

Corporate Office: 907, 9th Floor, Godrej BKC, Avenue 3, G Block,

Bandra Kurla Complex, Bandra East, Mumbai - 400051



ANNEX I

REPORT ON CORPORATE GOVERNANCE AS ON SEPTEMBER 30, 2025

- 1. Name of Listed Entity: Aseem Infrastructure Finance Limited
- 2. Quarter ending: September 2025

Title (Mr. /Ms.)	Name of the Director	PAN ^S & DIN			Date of Re- appointment		Tenure (in months)*	Date of Birth	No. of directorship in listed entities including this listed entity (1) [in reference to Regulation 17A(1)/62E]	Independent Directorship in listed entities including this listed entity (1) [in reference to proviso to regulation	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1)/62O of Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1)/62O of Listing Regulations)
Mr.	Venkatadri Chandrasekaran	03126243	Non-Executive - Independent Director	22.07.2020	22.07.2023	-	62.09	11.10.1957	7	7	7	2
Ms.	Rosemary Sebastian (2)	07938489	Non-Executive - Independent Director	16.09.2020	16.09.2022	15.09.2025	-	05.05.1959	3	3	4	2
Mr.	Prashant Kumar Ghose	00034945	Non-Executive - Independent Director	12.01.2023	12.01.2023	-	32.19	03.09.1950	2	2	3	3
Dr.	Ashima Goyal (3)	00233635	Non-Executive - Independent Director	15.09.2025	15.09.2025	-	0.16	13.08.1955	4	4	2	0
Mr.	Saurabh Jain	02052518	Non-Executive- Nominee Director	23.05.2019	23.05.2019	-	-	24.07.1976	2	0	2	0
Mr.	Nilesh Shrivastava	09632942	Non-Executive- Nominee Director	02.02.2024	02.02.2024	-	-	01.10.1973	2	0	3	0
	Whet	her Regulai	chairperson appointed	- No	ı			1		1		
	Whet	her Chairpe	erson is related to manag	ging director	or CEO - N.A.							
	* to	e PAN of di utegory of d be filled or	irector would not be dis rectors is not mentioned irectors means executiv lly for Independent Dir cooling off period.	l) e/non-execui	tive/independer	nt/Nominee.	If a directo	r fits into mo	re than one cate	gory write all cates	, gories separating the	em with hyphen.

Notes:

- (1) This includes directorship in high value debt listed entities including this Company as per amendment in Regulation 62E of SEBI LODR.
- (2) Ms. Rosemary Sebastian ceased to be an Independent Director of the Company w.e.f. close of business hours on September 15, 2025, upon completion of her second and final term. Accordingly, the details of her directorship and committee memberships/chairpersonship are as on September 15, 2025.
- (3) Appointed as an Independent Director of the Company for a term of 3 (three) consecutive years, effective from September 15, 2025, not liable to retire by rotation.
- (4) The Company being a high value debt listed entity, the provisions of newly introduced Chapter VA of SEBI LODR are applicable to the Company. Accordingly, in the column headings of the above table, the relevant Regulation numbers of relevant Regulations of Chapter VA have been mentioned.



II. Composition of Committees						
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category&	Date of Appointment	Date of Cessation	
1. Audit Committee	Yes	1. Mr. Prashant Kumar Ghose	Non-Executive - Independent Director (Chairperson) (3)	05.05.2023	-	
		2. Mr. V. Chandrasekaran	Non-Executive - Independent Director	16.09.2020	-	
		3. Ms. Rosemary Sebastian (1)	Non-Executive - Independent Director	16.09.2020	15.09.2025	
		4. Dr. Ashima Goyal (2)	Non-Executive - Independent Director	17.09.2025	-	
		5. Mr. Saurabh Jain	Non-Executive - Nominee Director	16.09.2020	-	
2. Nomination & Remuneration	Yes	1. Mr. V. Chandrasekaran	Non-Executive - Independent Director (Chairperson)	16.09.2020	-	
Committee (NRC)		2. Ms. Rosemary Sebastian (1)	Non-Executive - Independent Director	16.09.2020	15.09.2025	
		3. Dr. Ashima Goyal (2)	Non-Executive - Independent Director	17.09.2025	-	
		4. Mr. Nilesh Shrivastava	Non-Executive - Nominee Director	01.04.2025	-	
3. Risk Management	Yes	1. Mr. V. Chandrasekaran	Non-Executive - Independent Director (Chairperson)	26.08.2021	-	
Committee (RMC)		2. Mr. Prashant Kumar Ghose	Non-Executive - Independent Director	05.05.2023	-	
		3. Mr. Saurabh Jain	Non-Executive - Nominee Director	04.08.2023	-	
		4. Mr. Virender Pankaj	Chief Executive Officer	05.05.2023	-	
		5. Mr. Bhawin Shah	Chief Risk Officer	05.05.2023	-	
4. Stakeholders Relationship	Yes	1. Mr. Prashant Kumar Ghose	Non-Executive - Independent Director (Chairperson) (3)	06.08.2024	-	
Committee (SRC)		2. Mr. V. Chandrasekaran	Non-Executive - Independent Director	04.02.2022	-	
, , ,		3. Mr. Saurabh Jain	Non-Executive - Nominee Director	30.11.2023	-	
		4. Mr. Nilesh Shrivastava	Non-Executive - Nominee Director	01.04.2024	-	

[&]amp; 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.

⁽²⁾ Dr. Ashima Goyal was appointed as the Member of the Audit Committee and NRC w.e.f. September 17, 2025.
(3) Mr. Prashant Kumar Ghose is the Chairperson of the Audit Committee and SRC w.e.f. April 1, 2024, and August 6, 2024, respectively.

III. Meeting of Board of Directors						
	Date(s) of Meeting (if any) in the relevant quarter		Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)	
09.05.2025	-	-	-	-	-	
-	08.07.2025	Yes	4	3	59 days between May 9, 2025 and July 8, 2025	
-	18.07.2025	Yes	5	3	9 days between July 8, 2025 and July 18, 2025	
-	07.08.2025	Yes	4	3	19 days between July 18, 2025 and August 7, 2025	
-	25.08.2025	Yes	4	3	17 days between August 7, 2025 and August 25, 2025	

^{*} to be filled in only for the current quarter meetings.

⁽¹⁾ Ms. Rosemary Sebastian ceased to be an Independent Director of the Company w.e.f. close of business hours on September 15, 2025, upon completion of her second and final term. Consequently, she inter-alia ceased to be a Member of the Audit Committee and NRC.



IV. Meetings of Co	mmittees				
Date(s) of meeting of the committee in				Date(s) of meeting of the committee	U I
the relevant	of quorum met (details)* - Yes/No	present*	independent directors	in the previous	meetings in number of days*
quarter	(present*	quarter	
Audit Committee					
07.08.2025	Yes	3	3	09.05.2025	89 days between May 9, 2025 and August 7, 2025
Nomination & Remu	neration Committee				
07.08.2025	Yes	3	2	09.05.2025	89 days between May 9, 2025 and August 7, 2025
25.08.2025	Yes	3	2	-	17 days between August 7, 2025 and August 25, 2025
Risk Management Co	ommittee				
29.07.2025	Yes	Λ	2	09.05.2025	80 days between May 9, 2025 and August 7, 2025

^{*}to be filled in only for the current quarter meetings.

Note: This information has to be mandatorily given for Audit Committee, for rest of the committees giving this information is optional.

V. Related Party Transactions					
Subject	Compliance status (Yes/No/NA) refer note below				
Whether prior approval of audit committee obtained	Yes				
Whether shareholder approval obtained for material RPT	Yes				
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes				

Note:

- 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 Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2. 2. If status is "No" details of non-compliance may be given here.

VI. Details of Cyber Security Incidence

Whether as per Regulation 27(2)(ba) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes /No
there has been cyber security incidents or breaches or loss of data or documents during the quarter	
Date of the event	Not Applicable
Brief details of the event	Not Applicable
VII.Affirmations	

- 1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Yes
- 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - a. Audit Committee Yes
 - b. Nomination & Remuneration Committee Yes
 - c. Stakeholders Relationship Committee Yes
 - d. Risk Management Committee Yes
- 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 Yes
- 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 Yes



5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. The Corporate Governance Report for the previous quarter ended June 30, 2025 was placed before the Board of Directors at its meeting held on August 7, 2025.

Any comments/observations/advice of the Board of Directors may be mentioned here: None

For Aseem Infrastructure Finance Limited

Name of signatory: Naveen Manghani

Designation: Company Secretary & SVP - Compliance



ANNEXURE II

Affirmations				
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below		
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes*		
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes		
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes		
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes		
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes		
Submission of Annual Secretarial Compliance Report	24A(2)	Yes		
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes		

Note:

- 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 Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2. If status is "No" details of non-compliance may be given here.
- 3. *3.* If the Listed Entity would like to provide any other information the same may be indicated here.

*The Company being a high value debt listed entity is not required to attach or include the business responsibility report in its Annual Report.

For Aseem Infrastructure Finance Limited

Name of Signatory: Naveen Manghani

Designation: Company Secretary & SVP - Compliance

+91 22 69631000

info@aseeminfra.in

aseeminfra.in

CIN: U65990DL2019PLC437821

Aseem Infrastructure Finance Limited

Registered Office: Hindustan Times House, 3rd Floor, 18-20, Kasturba Gandhi Marg, New Delhi - 110001

 $\textbf{Corporate Office:}~907,~9^{th}~Floor,~Godrej~BKC,~Avenue~3,~G~Block,$

Bandra Kurla Complex, Bandra East, Mumbai - 400051



ANNEXURE III

Half year ended: September 30, 2025

- I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below:
 - (A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced	Balance outstanding at
	during six months	the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by	NIL	NIL
them		
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(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:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	NIL	NIL
Promoter Group or any other entity controlled by them	NA	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NA	NIL	NIL
KMPs or any other entity controlled by them	NA	NIL	NIL



+91 22 69631000



info@aseeminfra.in



aseeminfra.in

CIN: U65990DL2019PLC437821



(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:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NIL	NIL
Promoter Group or any other entity controlled by them	NA	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NA	NIL	NIL
KMPs or any other entity controlled by them	NA	NIL	NIL

II. Affirmations:

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: **Not applicable**

For Aseem Infrastructure Finance Limited

Nilesh Tulsidas Digitally signed by Nilesh Tulsidas Sampat Date: 2025,10.14 09:33:29 +05'30'

Name: Nilesh Sampat

Designation: Chief Financial Officer

Note:

- 1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/for the Government or government company;
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity;
 - c) by a banking company or an insurance company; and
 - d) by the listed entity to its employees or directors as a part of the service condition.
- 2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.