

Yedeshi Aurangabad Tollway Limited

Corporate Office :

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072.

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CIN : U45300MH2014PLC255280



Date: October 21, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

Dear Sir/Madam,

Security Code: 974138 & 974178

Subject: Quarterly Compliance Report on Corporate Governance Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1 /P/CIR/2022/0000000103 dated July 29, 2022 read with BSE Circular 20220107-16 dated January 7, 2022, we hereby submit the Compliance Report on Corporate Governance for Yedeshi Aurangabad Tollway Limited (“Company”) for the quarter ended September 30, 2022.

The same is also available on the website of the Company i.e. www.irbinfratrust.co.in

Request you to take the above on record.

Thanking you,

**Yours Faithfully,
For Yedeshi Aurangabad Tollway Limited**

**Shilpa Todankar
Director**

Quarterly Compliance Report on Corporate Governance

(Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of Listed Entity: Yedeshi Aurangabad Tollway Limited

Quarter ending: September 30, 2022

Tit le (M r./ Ms.)	Name of the Director	PAN* & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee)	Initial Date of Appoint ment	Date of Re- appointmen t	Date of Cessa tion	Tenu re (in mont hs)	Date of Birth	No. of directo rship in listed entities includ ing this listed entity [in referenc e to Regulati on 17A(1)]	No. of Independ ent Directors hip in listed entities includ ing this listed entity [in reference to provis o to regulatio n 17A(1)]	Number of members in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulation s]	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulation s]
Ms	Shilpa Todankar	08683910	Non-Executive - Non Independent Director	26-02-2020	-	-	-	13-01-1984	Nil	Nil	7	Nil
Mr	Abhay Phatak	09519500	Non-Executive - Non Independent Director	09-03-2022	-	-	-	17-02-1972	Nil	Nil	Nil	Nil
Mr	Darshan Sangurdekar	07139838	Non-Executive - Independent Director	26-02-2020	-	-	31	08-01-1977	Nil	Nil	8	4
Mr	Chandrashekhar Kaptan	01643564	Non-Executive - Independent Director	26-02-2020	-	-	31	27-07-1952	1	1	8	1
Whether regular Chairperson appointed:			No									
Whether Chairperson is related to Managing Director or CEO:			No									

*Since the PAN of the Directors would not be visible on the website and hence the details with respect to the PAN of the Director have not been included in this report.

i. Composition of Committees

Name of 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	Darshan Sangurdekar	Chairperson, Non-Executive - Independent Director	26-02-2020	-
		Chandrashekhar Kaptan	Non-Executive - Independent Director	26-02-2020	-
		Shilpa Todankar	Non-Executive - Non- Independent Director	09-03-2022	-

Nomination and Remuneration Committee	Yes	Darshan Sangurdekar	Chairperson, Non-Executive - Independent Director	26-02-2020	-
		Chandrashekhar Kaptan	Non-Executive - Independent Director	26-02-2020	-
		Shilpa Todankar	Non-Executive - Non-Independent Director	09-03-2022	-

i. 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 ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of independent directors present ⁽¹⁾	Maximum gap between any two consecutive meetings (in number of days)
04-05-2022		NA	NA	NA	NA
	01-08-2022	Yes	4	2	88
	10-08-2022	Yes	4	2	8
	30-08-2022	Yes	4	2	19
	09-09-2022	Yes	4	2	8

Note:

(1) In terms of the SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567, this information is filled in only for the current quarter meetings.

ii. Meetings of Committees

a. Audit Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details) ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of independent directors present ⁽¹⁾	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
01-08-2022	Yes	3	2	04-05-2022	88

Note:

(1) In terms of the SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567, this information is filled in only for the current quarter meetings.

b. Nomination and Remuneration Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details) ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of independent directors present ⁽¹⁾	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
-	-	-	-	04-05-2022	-

Note:

(1) In terms of the SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567, this information is filled in only for the current quarter meetings.

iii.Related Party Transaction

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

i. Affirmations

	Affirmations	Compliance status (Yes/No/NA) [If status is "No", reasons for non-compliance to be explained]
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 and Remuneration Committee	Yes
	(c) Stakeholders' Relationship Committee	Not Applicable for the quarter as the company triggered the criteria of High Value Debt Entity on September 14,2022 and Company is in process of complying the applicable regulations. The Company has constituted the Committee at its Board Meeting held on October 17, 2022.
	(d) Risk Management Committee	Not Applicable
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	(a) This report has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	Yes. This Report for the quarter ended September 30, 2022 has been placed before the Board at its meeting held on October 17, 2022. There were no comments/observations/advice of the Board of Directors on this report.
	(b) The report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	Not Applicable

Yours Faithfully,

For **Yedeshi Aurangabad Tollway Limited**

Shilpa Todankar
Director