RAAJMARG INFRA INVESTMENT MANAGERS PRIVATE LIMITED

Regd. Off.: G-5 & 6, Sector-10, Dwarka, New Delhi – 110075
CIN: U66309DL2025PTC453624
Email id: info@riimpl.in; Tel.: – 011-25074100

Date: 21st April, 2026

Corporate Relations Department **BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 **Scrip Code: 544734**	**Listing Department,** **National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 **Scrip ID/Symbol: RIIT**

Sub: Statement of Corporate Governance Report of Raajmarg Infra Investment Trust under Regulation 26K of Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014.

Dear Sir / Madam,

In accordance with the provisions of Regulation 26K of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, read with Para 20.1 of the SEBI Master Circular No. SEBI/HO/DDHS-PoD2/P/CIR/2025/102 dated 11th July 2025, as amended, the Corporate Governance Report of Raajmarg Infra Investment Trust ("Trust") for the quarter ended 31st March 2026 is enclosed herewith.

The same is also being uploaded on the website of the Trust at: https://raajmarginfratrust.in

You are requested to take the above information on your record.

Thanking you,
Yours sincerely,

For and on behalf of Raajmarg Infra Investment Managers Private Limited
(acting as Investment Manager to Raajmarg Infra Investment Trust)

GUNJAN RAJPAL
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Date: 2026.04.21 21:02:12 +05'30'

Gunjan Rajpal
Company Secretary and Compliance Officer

Copy to:
Trustee to the InvIT
IDBI Trusteeship Services Limited
Ground Floor, Universal Insurance Building,
Sir Phirozshah Mehta Rd, Fort, Mumbai, Maharashtra – 400001

Part A

Report on governance to be submitted by the investment manager on quarterly basis

1. **Name of InvIT:** Raajmarg Infra Investment Trust
2. **Name of the Investment Manager:** Raajmarg Infra Investment Managers Private Limited
3. **Quarter ending:** 31st March, 2026

I. Composition of Board of Directors of the Investment Manager

Title (Mr./ Ms.)	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.	Giridhar Aramane	00483130	Chairperson-Independent Director	15-12-2025	-	-	3.17 Month	5	4	3	1
Ms.	Annie George Mathew	11422154	Independent Director	15-12-2025	-	-	3.17 Month	1	1	2	1
Mr.	Dip Kishore Sen	03554707	Independent Director	15-12-2025	-	-	3.17 Month	1	1	4	0
Mr.	Neti Ravi Vijay Venkat Murali Krishna Rajendra	09494456	Non-Independent	22-08-2025	-	-	-	3	0	3	0

	Kumar										
Mr.	Ashish Kumar Singh[#]	09841587	Non-Independent	22-08-2025	-	31-03-2025	-	1	0	0	0
Mr.	Himanshu Gulliani	11422736	Nominee Director	15-12-2025	-	-	-	1	0	1	0

Whether Regular chairperson appointed: **Yes**

Whether Chairperson is related to managing director or CEO: **No**

[$] Since the PAN of the Directors would not be displayed on the website/ stock exchange and hence the details with respect to the PAN of the Directors has not been provided in this report.

[&]*Category of directors means non-independent/independent/Nominee. If a director fits into more than one category, we have mentioned all categories separating them with hyphen.*

**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.*

***For the purpose of counting Number of Directorship and Independent Directorship in listed entities, the equity listed entities, debt listed entities and Managers / Investment Managers of REIT / InvIT, including this Investment Manager is considered*

****As per Regulation 26G of SEBI InvIT Regulations, 2014 read with Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Chairmanship or Membership of Audit Committee & Stakeholder Relationship Committee ("Committee Positions"), held in all Manager / Investment Managers of REIT / InvIT, listed entities, high value debt listed entities and public limited companies are considered and Committee Positions in Private Limited Companies, foreign companies and Companies under Section 8 of the Companies Act, 2013 are excluded.*

#Mr. Ashish Kumar Singh (DIN: 09841587), has been relieved from the additional duty/role of Director of Raajmarg Infra Investment Managers Private Limited with effect from closure of working hours of 31st March, 2026 vide NHAI office order no. FINDIV-16012(16)/13/2025-O/o DGM (Finance-I) (e- 287647) dated 02nd April, 2026. Accordingly, Mr. Ashish Kumar Singh (DIN: 09841587), ceased to be the Director of the Company with effect from closure of working hours of 31st March, 2026. Further, in accordance with the SEBI (Infrastructure Investment Trusts) Regulations, 2014, the Company has a period of three months to fill the vacancy. Accordingly, the Company is in the process of identifying a suitable candidate and ensuring compliance with the required composition.

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	1. Ms. Annie George Mathew	Chairperson / Independent Director	29-12-2025	-
		2. Mr. Giridhar Aramane	Independent Director	29-12-2025	-
		3. Mr. Dip Kishore Sen	Independent Director	29-12-2025	-
		4. Mr. Neti Ravi Vijay Venkat Murali Krishna Rajendra Kumar	Non- Independent Director	29-12-2025	-
2. Nomination & Remuneration Committee	Yes	1. Mr. Dip Kishore Sen	Chairperson / Independent Director	29-12-2025	-
		2. Ms. Annie George Mathew	Independent Director	29-12-2025	-
		3. Mr. Himanshu Gulliani	Nominee Director	29-12-2025	-
3. Risk Management Committee	Yes	1. Mr. Giridhar Aramane	Chairperson / Independent Director	29-12-2025	-
		2. Mr. Dip Kishore Sen	Independent Director	29-12-2025	-
		3. Mr. Neti Ravi Vijay Venkat Murali Krishna Rajendra Kumar	Non-Independent Director	29-12-2025	-
		4. Mr. Himanshu Gulliani	Nominee Director	29-12-2025	-
4. Stakeholders Relationship Committee	Yes	1. Mr. Giridhar Aramane	Chairperson / Independent Director	29-12-2025	-
		2. Ms. Annie George Mathew	Independent Director	29-12-2025	-
		3. Mr. Dip Kishore Sen	Independent Director	29-12-2025	-
		4. Mr. Himanshu Gulliani	Nominee Director	29-12-2025	-

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)***
30-10-2025	-	Yes	2	0	29
03-11-2025	-	Yes	2	0	03
13-11-2025	-	Yes	2	0	09
18-11-2025	-	Yes	2	0	04
15-12-2025	-	Yes	2	0	26
29-12-2025	-	Yes	6	3	13
-	12-01-2026	Yes	6	3	13
-	20-02-2026	Yes	6	3	38
-	28-02-2026	Yes	6	3	07
-	02-03-2026	Yes	6	3	01
-	18-03-2026	Yes	5	2	15

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

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)* ****
1. Audit Committee					
12-01-2026	Yes	4	3	-	-
20-02-2026	Yes	4	3	-	38
2. Nomination and Remuneration Committee					
31-01-2026	Yes	3	2	N.A.	N.A.
3. Risk Management Committee**					
No Meeting of Risk Management Committee held during the relevant quarter.**					
4. Stakeholders Relationship Committee**					
No Meeting of Stakeholders Relationship Committee held during the relevant quarter.**					

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**
    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 (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. This report and/or 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. **N.A.^**

**Mr. Ashish Kumar Singh (DIN: 09841587), has been relieved from the additional duty/role of Director of Raajmarg Infra Investment Managers Private Limited with effect from closure of working hours of 31st March, 2026 vide NHAI office order no. FINDIV-16012(16)/13/2025-O/o DGM (Finance-I) (e- 287647) dated 02nd April,*

2026. Accordingly, Mr. Ashish Kumar Singh (DIN: 09841587), ceased to be the Director of the Company with effect from closure of working hours of 31st March, 2026. Further, in accordance with the SEBI (Infrastructure Investment Trusts) Regulations, 2014, Company has a period of three months to fill the vacancy. Accordingly, the Company is in the process of identifying a suitable candidate and ensuring compliance with the required composition.

**Pursuant to Initial Public Offer of Units by the Raajmarg Infra Investment Trust ("RIIT/ InvIT"), the allotment of units was made on 18th March, 2026. Subsequently, the units were listed on BSE Limited and National Stock Exchange of India Limited on 24th March, 2026. Since RIIT is filing its first Corporate Governance Report, we undertake to hold the meetings of the above committees in the manner as specified in the SEBI (Infrastructure Investment Trusts) Regulations, 2014, read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable.

^Pursuant to Initial Public Offer of Units by the Raajmarg Infra Investment Trust ("RIIT/ InvIT"), the allotment of units was made on 18th March, 2026. Subsequently, the units were listed on BSE Limited and National Stock Exchange of India Limited on 24th March, 2026. Since RIIT is filing its first Corporate Governance Report for the quarter ended 31st March, 2026, the report will be placed before Board of Directors of the Raajmarg Infra Investment Manager Private Limited (acting in the capacity of investment manager of RIIT) in the subsequent board meeting.

For and on behalf of Raajmarg Infra Investment Managers Private Limited
(acting as Investment Manager of Raajmarg Infra Investment Trust)

GUNJAN RAJPAL

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Gunjan Rajpal
Company Secretary and Compliance Officer

PART B

Format to be submitted by investment manager for the financial year

I. Disclosure on website of InvIT		
Item	***Compliance status (Yes/No/NA)***	***If Yes provide link to website. If No / NA provide reasons***
a) Details of business	Yes	https://raajmarginfratrust.in/
b) Financial information including complete copy of the Annual Report including Balance Sheet, Profit and Loss Account, etc.	NA	Pursuant to Initial Public Offer of Units by the Raajmarg Infra Investment Trust ("RIIT/ InvIT"), the allotment of units was made on 18th March, 2026. Subsequently, the units were listed on BSE Limited and National Stock Exchange of India Limited on 24th March, 2026. We undertake to disclose the necessary information on the website of InvIT within the prescribed timelines.
c) Contact information of the designated officials of the company who are responsible for assisting and handling investor grievances	Yes	https://raajmarginfratrust.in/contact/
d) Email ID for grievance redressal and other relevant details	Yes	https://raajmarginfratrust.in/contact/
e) Information, report, notices, call letters, circulars, proceedings, etc. concerning units	Yes	https://raajmarginfratrust.in/solutions/investor-relations/
f) All information and reports including compliance reports filed by InvIT with respect to units	Yes	https://raajmarginfratrust.in/solutions/investor-relations/
g) All intimations and announcements made by InvIT to the stock exchanges	Yes	https://raajmarginfratrust.in/solutions/communication-to-stock-exchange/
h) All complaints including SCORES complaints received by the InvIT	Yes	https://raajmarginfratrust.in/wp-content/uploads/2026/04/Investor-Grievence.pdf
i) Any other information which may be relevant for the investors	Yes	https://raajmarginfratrust.in/solutions/investor-relations/
It is certified that these contents on the website of the InvIT are correct.		

II Annual Affirmations		
Particulars	***Regulation Number***	***Compliance status (Yes/No/NA)***
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/ or 'eligibility'	*2(1)(saa)*	Yes
Board composition	*4(2)(e)(v), 26G, 26H(1)*	Yes*
Meeting of board of directors	*26G*	Yes
Quorum of board meeting	*26H(2)*	Yes
Review of Compliance Reports	*26H(3)*	Yes^
Plans for orderly succession for Appointments	*26G*	Yes
Code of Conduct	*26G*	Yes
Minimum Information	*26H(4)*	Yes^
Compliance Certificate	*26H(5)*	Yes^
Risk Assessment & Management	*26G*	Yes^
Performance Evaluation of Independent Directors	*26G*	Yes^
Recommendation of Board	*26H(6)*	Yes
Composition of Audit Committee	*26G*	Yes
Meeting of Audit Committee	*26G*	Yes
Composition of Nomination & Remuneration Committee	*26G*	Yes
Quorum of Nomination and Remuneration Committee meeting	*26G*	Yes
Meeting of Nomination & Remuneration Committee	*26G*	Yes
Composition of Stakeholder Relationship Committee	*26G*	Yes
Meeting of Stakeholder Relationship Committee	*26G*	Yes^
Composition and role of Risk Management Committee	*26G*	Yes
Meeting of Risk Management Committee	*26G*	Yes^
Vigil Mechanism	*26I*	Yes
Approval for related party Transactions	*19(3), 22(4)(a)*	Yes

Disclosure of related party transactions	*19(2)*	Yes^
Annual Secretarial Compliance Report	*26J*	Yes^
Alternate Director to Independent Director	*26G*	NA
Maximum Tenure of Independent Director	*26G*	Yes
Meeting of independent directors	*26G*	Yes
Familiarization of independent directors	*26G*	Yes^
Declaration from Independent Director	*26G*	Yes
Directors and Officers insurance	*26G*	Yes^
Memberships in Committees	*26G*	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	*26G*	Yes
Policy with respect to Obligations of directors and senior management	*26G*	Yes

**Mr. Ashish Kumar Singh (DIN: 09841587), has been relieved from the additional duty/role of Director of Raajmarg Infra Investment Managers Private Limited with effect from closure of working hours of 31st March, 2026 vide NHAI office order no. FINDIV-16012(16)/13/2025-O/o DGM (Finance-I) (e- 287647) dated 02nd April, 2026. Accordingly, Mr. Ashish Kumar Singh (DIN: 09841587), ceased to be the Director of the Company with effect from closure of working hours of 31st March, 2026. Further, in accordance with the SEBI (Infrastructure Investment Trusts) Regulations, 2014, the Company has a period of three months to fill the vacancy. Accordingly, the Company is in the process of identifying a suitable candidate and ensuring compliance with the required composition.*

***Pursuant to Initial Public Offer of Units by the Raajmarg Infra Investment Trust ("RIIT/ InvIT"), the allotment of units was made on 18th March, 2026. Subsequently, the units were listed on BSE Limited and National Stock Exchange of India Limited on 24th March, 2026. We undertake to disclose the necessary information on the website of InvIT within the prescribed timeline.*

^Pursuant to Initial Public Offer of Units by the Raajmarg Infra Investment Trust ("RIIT/ InvIT"), the allotment of units was made on 18th March, 2026. Subsequently, the units were listed on BSE Limited and National Stock Exchange of India Limited on 24th March, 2026. We undertake to comply with the applicable provisions within the prescribed timelines.

For and on behalf of Raajmarg Infra Investment Managers Private Limited
(acting as Investment Manager of Raajmarg Infra Investment Trust)

GUNJAN RAJPAL
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Gunjan Rajpal
Company Secretary and Compliance Officer

PART C

Format to be submitted by investment manager within three months from the end of financial year

Affirmations		
Broad heading	***Regulation Number***	***Compliance status Yes/No/N.A.*** *(refer note below)*
Copy of annual report of the InvIT including balance sheet, profit and loss account, governance report, secretarial compliance report displayed on Website	*26J, 26K and SEBI Master Circular*	N.A.*
Presence of Chairperson of Audit Committee at the Annual Meeting of Unitholders	*26G*	N.A.*
Presence of Chairperson of the nomination and remuneration committee at the Annual Meeting of Unitholders	*26G*	N.A.*
Presence of Chairperson of the Stakeholder Relationship committee at the Annual Meeting of Unitholders	*26G*	N.A.*
Whether "Governance Report" and "Secretarial Compliance Report" disclosed in Annual Report of InvIT	*26J and 26K*	N.A.*

Note

1 In the column "Compliance Status", compliance or non – compliance may be indicated by Yes/No/N.A.

2 If status is "No", details of non – compliance may be given here.

3 If the Investment Manager would like to provide any other information, the same may be indicated here.

Note

**Pursuant to Initial Public Offer of Units by the Raajmarg Infra Investment Trust ("RIIT/ InvIT"), the allotment of units was made on 18th March, 2026. Subsequently, the units were listed on BSE Limited and National Stock Exchange of India Limited on 24th March, 2026. Since RIIT is filing its first Corporate Governance Report, we undertake to comply with the provisions as prescribed in the SEBI (Infrastructure Investment Trusts) Regulations, 2014.*

For and on behalf of Raajmarg Infra Investment Managers Private Limited
(acting as Investment Manager of Raajmarg Infra Investment Trust)

GUNJAN RAJPAL

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Gunjan Rajpal
Company Secretary and Compliance Officer