January 22, 2025

To,
**National Stock Exchange of India Limited**
Exchange Plaza,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400051

**Sub:** **Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

**Ref:**
1. **SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48 dated May 21, 2024 ("SEBI Master Circular")**
2. **Summit Digitel Infrastructure Limited ("Company") [ISIN: INE507T07062, INE507T07070, INE507T07088, INE507T07096, INE507T07104, INE507T07112, INE507T07120, INE507T07138, INE507T07146 and INE507T07153]**

Dear Sir / Madam,

Pursuant to Regulation 27(2) of SEBI Listing Regulations and SEBI Master Circular, we hereby submit the Compliance Report on Corporate Governance of the Company for the quarter ended December 31, 2024.

The same is also available on the website of the Company i.e. www.altiusinfra.com

Please take the above on record.

Thanking you,

For **Summit Digitel Infrastructure Limited**

SHUMAILA MOHAMMED HUSSIEN SERNOBAT

Digitally signed by SHUMAILA MOHAMMED HUSSIEN SERNOBAT
Date: 2025.01.22 19:59:30 +05'30'

Summit Digitel Infrastructure Limited

**Shumaila Sernobat**
**Company Secretary and Compliance Officer**
**ACS 28552**

Encl: a/a

CC:

| | |
|---|---|
| **Axis Trustee Services Limited**<br>The Ruby, 2nd Floor, SW,<br>29 Senapati Bapat Marg,<br>Dadar West, Mumbai - 400 028 | **IDBI Trusteeship Services Limited**<br>Asian Building, Ground Floor,<br>17, R. Kamani Marg, Ballard Estate,<br>Mumbai - 400 001 |

**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:** **Summit Digitel Infrastructure Limited ("Company")**
**Quarter ending:** December 31, 2024

**I. Composition of Board of Directors**

| Title (Mr/Ms.) | Name of the Director | PAN[(1)] & DIN | Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) | Initial Date of Appointment | Date of Re-appointment | Date of Cessation | Tenure[(2)] (in months) | Date of Birth | No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)][(3)] | No. of Independent Directorship in listed entities including this listed entity [in with reference to proviso to regulation 17A(1) & 17A [(2)]] | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations][(4)(5)] | No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations][(4)] |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Mr. | Sunil Srivastav | 00237561 | Chairperson - Non-Executive - Independent | August 10, 2022 | August 10, 2022 | - | 28.21 | March 21, 1958 | 1 | 1 | 4 | 2 |
| Ms. | Pooja Aggarwal | 07515355 | Non-Executive | May 23, 2022 | - | - | - | December 12, 1976 | - | - | - | - |
| Mr. | Jagdish Kini | 00518726 | Non-Executive - Independent | August 10, 2022 | August 10, 2022 | - | 28.21 | November 16, 1955 | - | - | - | - |
| Mr. | Prateek Shroff | 09338823 | Non-Executive | May 15, 2024 | - | - | - | July 29, 1985 | - | - | - | - |
| Mr. | Gaurav Manoj Chowdhary | 09487942 | Non-Executive | May 15, 2024 | - | - | - | September 16, 1986 | - | - | - | - |
| Mr. | Munish Seth | 02720293 | Executive - Managing Director | September 07, 2024 | - | - | | May 24, 1969 | - | - | - | - |
| | **Whether regular Chairperson appointed:** | | | Yes | | | | | | | | |
| | **Whether Chairperson is related to Managing Director or CEO:** | | | No | | | | | | | | |

*Notes:*
*(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/PoD1/P/CIR/2023/108, PAN of any director would not be displayed on the stock exchange website. Hence, details w.r.t. PAN of the Directors have not been included in this Report.*
*(2) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/PoD1/P/CIR/2023/108, Tenure is provided only of Independent Directors and reflects total period from which Independent Director is serving on Board of the Company in continuity without any cooling off period, uptil December 31, 2023*
*(3) Pursuant to the provisions of Regulation 17A(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), while calculating the directorships in listed entities, only directorships in equity listed companies have been considered.*
*(4) Pursuant to the provisions of Regulation 26(1) of the SEBI Listing Regulations, while calculating the committee positions of the Directors, both listed and unlisted public companies, excluding public companies which are high value debt listed entities, have been considered.*
*(5) Number of memberships in Audit and Stakeholders' Relationship Committee includes chairpersonships, wherever applicable.*

**II. 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 | Mr. Sunil Srivastav | Chairperson - Non-Executive - Independent | August 10, 2022 | - |
| | | Mr. Jagdish Kini | Non-Executive - Independent | August 10, 2022 | - |
| | | Ms. Pooja Aggarwal | Non-Executive | August 10, 2022 | - |
| Nomination and Remuneration Committee | Yes | Mr. Jagdish Kini | Chairperson - Non-Executive - Independent | August 10, 2022 | - |
| | | Mr. Sunil Srivastav | Non-Executive - Independent | August 10, 2022 | - |
| | | Ms. Pooja Aggarwal | Non-Executive | May 15, 2024 | - |
| Risk Management Committee[(1)] | Yes | Mr. Sunil Srivastav | Chairperson - Non-Executive - Independent | August 10, 2022 | - |
| | | Mr. Jagdish Kini | Non-Executive - Independent | August 10, 2022 | - |
| | | Mr. Munish Seth | Executive | September 07, 2024 | - |
| | | Mr. Sunil Panjwani | - | August 10, 2022 | - |
| Stakeholders' Relationship Committee | Yes | Mr. Jagdish Kini | Chairperson - Non-Executive - Independent | August 10, 2022 | - |
| | | Mr. Sunil Srivastav | Non-Executive - Independent | August 10, 2022 | - |
| | | Mr. Munish Seth | Executive | September 07, 2024 | - |

*Notes:*
*(1)Risk Management Committee has been renamed as Risk Management and Environment Social and Governance Committee at the Board Meeting held on May 14, 2024.*

### 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[1] | Number of Directors present[1] | Number of independent directors present[1] | Maximum gap between any two consecutive meetings (in number of days) |
|---|---|---|---|---|---|
| July 22, 2024 | | | | | |
| August 06, 2024 | | | | | |
| September 01, 2024 | | | | | |
| - | October 17, 2024 | Yes | 5 | 2 | 45 |
| - | October 29, 2024 | Yes | 6 | 2 | 11 |

*Note:*

*In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48, this information is filled in only for the current quarter meetings*

### IV. 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 |
|---|---|---|---|---|---|
| - | - | - | - | August 06, 2024 | - |
| October 29, 2024 | Yes | 3 | 2 | - | 83 |
| | | | | | |

*Note:*

*In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48, 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 |
|---|---|---|---|---|---|
| - | - | - | - | September 01, 2024 | - |
| - | - | - | - | - | - |
| | | | | | |

*Note:*

*In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48, this information is filled in only for the current quarter meetings*

#### C. *Risk Management Committee

| Date(s) of meeting of the Committee in the relevant quarter | Whether requirement of Quorum met (details)[1] | Number of Directors present[1][2] | Number of independent directors present[1][3] | Date(s) of meeting of the Committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days |
|---|---|---|---|---|---|
| - | - | - | - | August 06, 2024 | - |
| October 29, 2024 | Yes | 4 | 3 | - | 83 |

*Note:*

*In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48, this information is filled in only for the current quarter meetings.*

*(2) In terms of BSE Notice No. 20220707-39, total no. of members of Risk Management Committee present for the meeting is provided.*

*(3) In terms of BSE Notice No. 20220707-39, total no. of members of the Board of Directors present for the meeting is provided.*

*(4) *Risk Management Committee has been renamed as Risk Management and Environment Social and Governance Committee at the Board Meeting held on May 14, 2024.*

#### D. Stakeholders' Relationship 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 |
|---|---|---|---|---|---|
| October 29, 2024 | Yes | 3 | 2 | - | - |

**V. Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) |
|---|---|
| Whether prior approval of Audit Committee obtained | Yes |
| 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 | Yes |

**VI. Details of Cyber Security Incidence**

| Details of Cyber Security Incidence | |
|---|---|
| Whether as per Regulation 27(2) (ba) of SEBI LODR Regulations there has been cyber security incidents or breaches or loss of data or documents during the quarter | No |
| **Date of the event** | **Brief details of the event** |
| Not Applicable | |

**VII. Affirmations**

| | Affirmations | Compliance status (Yes/No/NA)<br>[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 | 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 | (a) This report has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. | No. This Report for the quarter ended December 31, 2024 shall be placed before the Board at the ensuing meeting. Further, any comments/observations/advice of the Board of Directors on this Report shall be mentioned in the Report for the quarter ended March 31, 2025. |
| | (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. | Yes. The Report for the quarter ended September 30, 2024 was placed before the Board at its meeting held on October 29, 2024 for its noting. The Board had no comments/observations/advice on the Report. |

**For Summit Digitel Infrastructure Limited**

SHUMAILA MOHAMMED HUSSIEN SERNOBAT

Digitally signed by SHUMAILA MOHAMMED HUSSIEN SERNOBAT
Date: 2025.01.22 19:59:57 +05'30'

**Shumaila Sernobat**
**Company Secretary and Compliance Officer**