

Date: October 20, 2022

BSE Limited Listing Department, 1 st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400001	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400051
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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 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

2. Summit Digital Infrastructure Private Limited (formerly known as Reliance Jio Infratel Private Limited) ("Company") [Scrip Code: 973056; ISIN: INE507T07054, INE507T07062, INE507T07070, INE507T07088 & INE507T07096]

Dear Sir / Madam,

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 the Company for the quarter ended September 30, 2022.

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

Please take the above on record.

Thanking you,

For Summit Digital Infrastructure Limited
(formerly known as Summit Digital Infrastructure Private Limited)



Chandra Kant Sharma

Company Secretary

FCS No. 8322

CC:

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

(Erstwhile Summit Digital Infrastructure Private Limited)

Registered and Corporate Office: Unit-2, 9th Floor, Tower 4, Equinox Business Park, L.B.S. Marg, Kurla (W),
Mumbai-400 070, Maharashtra.

Tel No.: 022 69075252 | Email: info@summitdigital.com

Website : www.summitdigital.com | CIN: U64200MH2013PLC375466

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)

1 **Name of Listed Entity:** Summit Digital Infrastructure Limited (formerly known as Summit Digital Infrastructure Private Limited) ("Company")
2 **Quarter ending:** September 30, 2022

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 reference to proviso to regulation 17A(1)] ⁽³⁾	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 ⁽⁶⁾	August 10, 2022	-	-	2	March 21, 1958	2	2	5	2
Mr.	Mihir Nerurkar	02038842	Non-Executive	August 31, 2020	-	-	-	December 20, 1975	-	-	-	-
Mr.	Arpit Agrawal	07769740	Non-Executive	August 31, 2020	-	-	-	October 25, 1986	-	-	-	-
Mr.	Jeffrey Kendrew ⁽⁷⁾	08020501	Non-Executive	August 31, 2020	-	August 9, 2022	-	January 1, 1960	-	-	-	-
Mr.	Dhananjay Joshi	09096270	Executive	March 8, 2021	-	-	-	October 18, 1960	-	-	-	-
Ms.	Pooja Aggarwal	07515355	Non-Executive	May 23, 2022	-	-	-	December 12, 1976	-	-	-	-
Mr.	Jagdish Kini	00518726	Non-Executive - Independent	August 10, 2022	-	-	2	November 16, 1955	-	-	-	-

Whether regular Chairperson appointed: Yes

Whether Chairperson is related to Managing Director or CEO: No

Notes:

(1) In terms of the SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567, 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 Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567, 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, until September 30, 2022

(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.

(6) Mr. Sunil Srivastav has been appointed as the Designated Chairperson of the Board in place of Mr. Mihir Anil Nerurkar w.e.f. August 11, 2022.

(7) Mr. Jeffrey Kendrew has resigned from the Board w.e.f. August 9, 2022, due to pre-occupancy.

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. Jagdish Kini	Chairperson - Non-Executive - Independent	August 10, 2022	-
		Mr. Sunil Srivastav	Non-Executive - Independent	August 10, 2022	-
		Ms. Pooja Aggarwal	Non-Executive	August 10, 2022	-



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Nomination and Remuneration Committee	Yes	Mr. Jagdish Kini	Chairperson - Non-Executive - Independent	August 10, 2022	-
		Mr. Sunil Srivastav	Non-Executive - Independent	August 10, 2022	-
		Mr. Mihir Nerurkar	Non-Executive	August 10, 2022	-
Risk Management Committee	Yes	Mr. Sunil Srivastav	Chairperson - Non-Executive - Independent	August 10, 2022	-
		Mr. Jagdish Kini	Non-Executive - Independent	August 10, 2022	-
		Mr. Dhananjay Joshi	Executive	August 10, 2022	-
		Mr. Sunil Panjwani (Chief Risk Officer)	-	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. Dhananjay Joshi	Executive	August 10, 2022	-

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)
May 23, 2022					-
May 31, 2022	August 10, 2022	Yes	6	2	70

Note:

(1) In terms of the SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567, this information is 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) ⁽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

Note:

(1) In terms of the SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567, this information is to be filled in only for the current quarter meetings. Considering that the Committees were formed w.e.f. August 10, 2022, no meeting of the Committees were held during the quarter.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	No. Considering that the Audit Committee was formed w.e.f. August 10, 2022, no meeting of the Committee was held during the quarter ended September 30, 2022. However, all the RPTs were approved by the Board. In line with the provisions of SEBI Listing Regulations, the Company shall obtain the requisite approvals from the Audit Committee at its meetings.
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	No. Considering that the Audit Committee was formed w.e.f. August 10, 2022, no meeting of the Committee was held during the quarter. However, in line with the provisions of the SEBI Listing Regulations, the Company shall hold meeting of the Audit Committee and periodically present the details of RPT for review by the Committee. Currently, the same is being reviewed by the Board of Directors of the Company.
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VI. 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	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. Meetings of the Board were conducted in the manner as specified in the SEBI Listing Regulations. However, considering that the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Stakeholders' Relationship Committee have been constituted w.e.f. August 10, 2022, no meeting of the said Committees were held during the quarter.
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 September 30, 2022 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 December 31, 2022.
	(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 June 30, 2022 was placed before the Board at its meeting held on August 10, 2022 for its noting. The Board had no comments/observations/advice on the Report.

For Summit Digital Infrastructure Limited

(formerly known as Summit Digital Infrastructure Private Limited)

Chandra Kant Sharma
Company Secretary
FCS 8322



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