

ERAML/ANZEN/2023-24/9

April 21, 2023

BSE Limited P J Towers, Dalal Street, Fort, Mumbai – 400 001. Scrip Code: 543655,974399, 974400	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051. Symbol : ANZEN
---	---

Dear Sir/Madam,

Sub: Submission of Compliance Report on Corporate Governance for the quarter ended on March 31, 2023.

Pursuant to Regulation 26K of SEBI (Infrastructure Investment Trusts) Regulations, 2014 as amended and other applicable laws, circulars, and regulations, we hereby submit the Compliance Report on Corporate Governance for Anzen India Energy Yield Plus Trust for the quarter ended on March 31, 2023.

Kindly take the same on record.

Thanking you,

For ANZEN INDIA ENERGY YIELD PLUS TRUST
(acting through its Investment Manager Edelweiss Real Assets Managers Limited)

JALPA PAREKH
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS 44507

CC:

Axis Trustee Services Limited Axis House, Bombay Dyeing Mills Compound Pandurang Budhkar Marg, Worli, Mumbai - 400 025	Catalyst Trusteeship Limited Windsor, 6th Floor, Office No - 604, C.S.T. Road, Kalina, Santacruz (East), Mumbai – 400 098
---	---

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: **Anzen India Energy Yield Plus Trust**
- Quarter ending: **March 31, 2023**

I. Composition of Board of Directors												
Title (Mr ./ Ms)	Name of the Director	PAN & DIN	Category (Chairpeson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure in months	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors hip in listed entities including this listed entity [in Reference to proviso to regulation 17A(1)]	Number of memberships 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 Regulations)

Mr	Venkatchalam Arakoni Ramaswamy	DIN:00008509 PAN:AADPR1740H	Non-Executive Director	23.11.2021	-	-	-	12.08.1966	2	0	3	1
Mr.	Sunil Mitra	DIN: 00113473 PAN:AEMPM5982P	Independent Director	23.11.2021	-	-	16.8	24.06.1951	4	4	2	3
Mr.	Prabhakar Panda	DIN: 02860918 PAN: AIKPP2747B	Independent Director	23.11.2021	-	-	16.8	15.07.1957	1	1	3	0
Mr.	Subahoo Chordia	DIN: 09216398 PAN:ADZPC4756H	Non-Executive Director	25.06.2021	-	-	-	09.06.1978	1	0	0	0
Mr.	Shiva Kumar	DIN: 06590343 PAN:AGZPK5453C	Independent Director	01.04.2022	-	-	12	20.02.1953	2	2	5	1
Ms.	Ranjita Deo	DIN: 09609160 PAN:AHKPD7312H	Executive Director	17.05.2022	-	-	-	08.02.1980	1	0	2	0

Whether Regular chairperson appointed: No

Whether Chairperson is related to managing director or CEO: No

Notes:

1. In terms of the SEBI Circular SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, PAN number of any director would not be displayed on the website of Stock Exchange.
2. In terms of the SEBI Circular SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, 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, upto March 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.

	<p>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.</p> <p>5. Number of memberships in Audit and Stakeholders' Relationship Committee includes chairpersonships, wherever applicable.</p>
--	--

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
1. Audit Committee	No	Mr. Sunil Mitra	Non-Executive - Independent Director	08.07.2022	-
		Mr. Shiva Kumar	Non-Executive - Independent Director	08.07.2022	-
		Ms. Ranjita Deo	Executive Director	08.07.2022	-
2. Nomination and Remuneration Committee	No	Mr. Shiva Kumar	Non-Executive - Independent Director	31.03.2023	-
		Mr. Sunil Mitra	Non-Executive - Independent Director	08.07.2022	-
		Mr. Subahoo Chordia	Non-Executive Director	08.07.2022	-
		Mr. Prabhakar Panda	Non-Executive - Independent Director	08.07.2022	31.03.2023
3. Risk Management Committee	No	Ms. Ranjita Deo	Executive Director	08.07.2022	-
		Mr. Prabhakar Panda	Non-Executive - Independent Director	08.07.2022	-
		Mr. Sunil Mitra	Non-Executive - Independent Director	08.07.2022	-
4. Stakeholders Relationship Committee	No	Ms. Ranjita Deo	Executive Director	08.07.2022	-
		Mr. Prabhakar Panda	Non-Executive - Independent Director	08.07.2022	-
		Mr. Shiva Kumar	Non-Executive - Independent Director	08.07.2022	-

&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

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*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
19.10.2022	-	-	-	-	-
28.10.2022	-	-	-	-	8
	27.01.2023	Yes	5	3	90
	13.02.2023	Yes	5	3	16

* In terms of the SEBI Circular SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/000000103, this information is to be filled in only for the current quarter meetings.

IV. Meetings of Committees

Name of the Committee	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*
Audit Committee	-	-	-	-	19.10.2022	-
	-	-	-	-	28.10.2022	8
	27.01.2023	Yes	3	2	-	90
	13.02.2023	Yes	3	2	-	16

Nomination and Remuneration Committee	27.01.2023	Yes	3	2	-	-
Risk Management Committee	13.02.2023	Yes	3	2	-	-
Stakeholders Relationship Committee	13.02.2023	Yes	3	2	-	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

*** In terms of the SEBI Circular SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, this information is to be filled in only for the current quarter meetings.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Not applicable
Whether shareholder approval obtained for material RPT	Not applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Not applicable

Note:

- 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.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations	Yes/ No
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 b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee 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 Meeting of the Board of Directors, Audit Committee, Risk Management Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were conducted in the manner as specified in SEBI (LODR) Regulations.

5. This report and/or 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.

The Report for the quarter ended March 31, 2023 shall be placed before the Board at its forthcoming meeting.

Further, the Corporate governance report for the quarter ended December 31, 2022 was noted by Board in its meeting held on January 27, 2023.

For ANZEN INDIA ENERGY YIELD PLUS TRUST
(acting through its Investment Manager Edelweiss Real Assets Managers Limited)

JALPA PAREKH
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS 44507

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
<i>Item</i>	<i>Compliance status (Yes/No/NA) refer note below</i>	<i>If Yes provide link to website. If No / NA provide reasons</i>
As per regulation 46(2) of the LODR:	Not Applicable	Anzen India Energy Yield Plus Trust is an Infrastructure Investment Trust registered with the Securities and Exchange Board of India (“SEBI”) under the SEBI (Infrastructure Investment Trusts) Regulations, 2014. Hence, Regulation 46(2) of the LODR is not applicable.
a) Details of business		
b) Terms and conditions of appointment of independent directors		
c) Composition of various committees of board of directors		
d) Code of conduct of board of directors and senior management personnel		
e) Details of establishment of vigil mechanism/ Whistle Blower policy		
f) Criteria of making payments to non-executive directors		
g) Policy on dealing with related party transactions		
h) Policy for determining ‘material’ subsidiaries		
i) Details of familiarization programmes imparted to independent directors		
j) Email address for grievance redressal and other relevant details		
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		
l) Financial results		
m) Shareholding pattern		
n) Details of agreements entered into with the media companies and/or their associates		

o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange		
p) New name and the old name of the listed entity		
q) Advertisements as per regulation 47 (1)		
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments		
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year		
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)		
b) Materiality Policy as per Regulation 30		
c) Dividend Distribution policy as per Regulation 43A (as applicable)		
<i>It is certified that these contents on the website of the listed entity are correct.</i>		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Not Applicable
Board composition	17(1), 17(1A) & 17(1B)	Not Applicable
Meeting of board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Not Applicable
Review of Compliance Reports	17(3)	Not Applicable
Plans for orderly succession for Appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Not Applicable
Minimum Information	17(7)	Not Applicable
Compliance Certificate	17(8)	Not Applicable
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Not Applicable
Maximum number of directorship	17A	Not Applicable
Composition of Audit Committee	18(1)	Yes

Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Not Applicable
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Not Applicable
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Not Applicable
Approval for material related party Transactions	23(4)	Not Applicable
Disclosure of related party transactions on consolidated basis	23(9)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable

Annual Secretarial Compliance Report	24(A)	Not Applicable
Alternate Director to Independent Director	25(1)	Not Applicable
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Not applicable
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
<p>Note</p> <p>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.</p> <p>2 If status is “No” details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied. - Not applicable since Anzen is an InvIT and Regulation 16 is not applicable.

For ANZEN INDIA ENERGY YIELD PLUS TRUST
(acting through its Investment Manager Edelweiss Real Assets Managers Limited)

JALPA PAREKH
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS 44507

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year Half year ending March 31, 2023.

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 during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Not Applicable	Not Applicable
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(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 of 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	Not Applicable	Not Applicable	Not Applicable
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of 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	Not Applicable	Not Applicable	Not Applicable
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

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.

For ANZEN INDIA ENERGY YIELD PLUS TRUST
(acting through its Investment Manager Edelweiss Real Assets Managers Limited)

VAIBHAV DOSHI
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 conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.