



October 21, 2023

To,

The Corporate Relations Department,  
The National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G-Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400051

The Corporate Relations Department,  
Department of Corporate Services,  
BSE Limited,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

**Re: Script Symbol “NXST”, Scrip Code 543913**

Dear Sir/ Madam,

**Subject: Submission of the Compliance Report on Corporate Governance for the quarter ended September 30, 2023.**

Pursuant to Regulation 26E of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, read with SEBI Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/101 dated June 26, 2023, we have enclosed the Compliance Report on Corporate Governance (**Annexure I**) of Nexus Select Trust for the quarter ended September 30, 2023.

The Compliance Report on Corporate Governance referred to above has also been uploaded on our website at <https://www.nexusselecttrust.com>.

Please take the same on your record.

Thanking you

For and on behalf of **Nexus Select Trust** acting through its Manager, **Nexus Select Mall Management Private Limited** (*Previously known as “Nexus India Retail Management Services Private Limited”*)

**Charu Patki**  
**Company Secretary and Compliance Officer**  
**Membership No. A18140**

**Encl:** As above



**ANNEXURE-1**

**Format of report on Governance to be submitted by the Manager on a quarterly basis.**

1. Name of REIT: Nexus Select Trust
2. Name of the Manager: Nexus Select Mall Management Private Limited
3. Quarter ending: September 30, 2023

<b>I. Composition of Board of Directors of the Manager</b>											
Title (Mr. / Ms.)	Name of the Director	PAN <sup>S</sup> & 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 Manager	No of Independent directorships in all Managers/ Investment Managers of REIT / InvIT and listed entities, including this Manager	Number of memberships in Audit / Stakeholder Committee(s) in all Managers/ Investment Managers of REIT / InvIT and listed entities, including this Manager# (Refer Regulation 26A of REIT Regulations)	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager# (Refer Regulation 26A of REIT Regulations)
Mr.	Arjun Sharma	PAN: ABEPS6767M  DIN: 00003306	Non- Independent Director	08/11/2022	-	-	-	2	1	2	1
Mr.	Dalip Charanjit Sehgal	PAN: AALPS0798J	Non- Independent Director	08/11/2022	-	-	-	2	1	2	1

		DIN: 00217255									
Mr.	Asheesh Mohta	PAN: AEZPM9416K DIN: 00358583	Non-Independent Director	08/09/2022	-	-	-	2	-	3	-
Mr.	Tuhin Parikh	PAN: AAEPP3946Q DIN: 00544890	Non-Independent Director	15/12/2021	-	-	-	2	-	-	-
Mr.	Jayesh Tulsidas Merchant	PAN: AAEPM8808Q DIN: 00555052	Independent Director	08/11/2022	08/11/2022	-	10 Months	2	2	5	3
Mr.	Sadashiv Srinivas Rao	PAN: AADPR1481M DIN: 01245772	Independent Director	08/09/2022	08/09/2022	-	1 year	3	3	3	3
Mr.	Michael David Holland	PAN: AASPH7037E DIN: 02845141	Independent Director	06/08/2022	06/08/2022	-	1 year 1 Month	2	2	2	1
Ms.	Alpana Parida	PAN: AAEPP5300N DIN: 06796621	Independent Director	20/09/2022	20/09/2022	-	1 year	4	4	7	2
Whether Regular Chairperson appointed: Yes											
Whether Chairperson is related to <del>managing director</del> or CEO: No											
<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange.</i></p> <p><i>&amp; Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.</i></p> <p><i>*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the Manager in continuity without any cooling off period.</i></p> <p><i>#As per Regulation 17A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</i></p>											

<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Non Independent/ Independent/ Nominee)&	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Sadashiv Rao	Chairperson- Independent Director	13/11/2022	-
		Jayesh Merchant	Independent Director	13/11/2022	-
		Arjun Sharma	Non- Independent Director	13/11/2022	-
		Alpana Parida*	Independent Director	04/07/2023	-
2. Nomination and Remuneration Committee	Yes	Alpana Parida	Chairperson- Independent Director	13/11/2022	-
		Sadashiv Rao	Independent Director	13/11/2022	-
		Michael Holland	Independent Director	13/11/2022	-
3. Risk Management Committee	Yes	Jayesh Merchant	Chairperson- Independent Director	17/04/2023	-
		Alpana Parida	Independent Director	17/04/2023	-
		Michael Holland	Independent Director	17/04/2023	-
		Dalip Sehgal	Non-Independent Director	17/04/2023	-
4. Stakeholders' Relationship Committee	Yes	Michael Holland	Chairperson- Independent Director	13/11/2022	-
		Dalip Sehgal	Non-Independent Director	13/11/2022	-
		Asheesh Mohta	Non- Independent Director	13/11/2022	-
<p>&amp; Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen</p> <p>*Ms. Alpana Parida was appointed as the member of the Audit Committee on July 04, 2023.</p>					
<b>III. Meetings of Board of Directors</b>					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter (July-September- 2023)</i>	<i>Whether requirement of Quorum met*</i>	Number of Directors present*	Number of independent directors present*	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
April 03, 2023	July 04, 2023	Yes	8	4	28 days
April 17, 2023	July 20, 2023	Yes	8	4	16 days
April 20, 2023	August 04, 2023	Yes	6	3	15 days

April 21, 2023	August 11, 2023	Yes	7	3	7 days
April 27, 2023	-	-	-	-	-
May 12, 2023	-	-	-	-	-
May 13, 2023	-	-	-	-	-
May 26, 2023	-	-	-	-	-
June 06, 2023	-	-	-	-	-

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

#### **IV. Meetings of Committees**

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors' present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days) **</i>
	Yes / No				
<b>Audit Committee</b>					
July 04, 2023	Yes	3	2	April 03, 2023	39 days
July 20, 2023	Yes	4	3	April 06, 2023	16 days
August 01, 2023	Yes	4	3	May 26, 2023	12 days
August 11, 2023	Yes	4	3	-	10 days
<b>Nomination and Remuneration Committee</b>					
July 20, 2023	Yes	3	3	April 24, 2023	87 days
August 01, 2023	Yes	3	3	-	12 days
<b>Risk Committee</b>					
August 11, 2023	Yes	4	3	-***	-
<b>Stakeholders' Relationship Committee</b>					
July 13, 2023	Yes	2	1	-***	-

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

*\*\*This information has to be mandatorily given for audit committee and risk management committee. For the rest of the committees, giving this information is optional.*

*\*\*\* There was no Risk Committee meeting and Stakeholders' Relationship Committee meeting held in the previous quarter i.e., April to June 2023.*

## V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014.
2. The composition of the following committees is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk management Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014.
5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors of the Manager. Any comments/observations/advice of the board of directors may be mentioned here. – *The Report for the previous quarter ended June 30, 2023, was placed before the Board of Directors of the Manager in their meeting held on August 11, 2023. No comments/observations/advice of the board of directors were received in this respect. The Report for the current quarter ended September 30, 2023, shall be placed before the Board of Directors of the Manager in the upcoming Board Meeting.*

**Name & Designation: Charu Patki**

**A18140**

**Compliance Officer / ~~CEO~~**