



April 20, 2024

To,

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

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

Re: Script Symbol “NXST”, Scrip Code 543913

Scrip Code for NCDs: 974908 and 974909, Scrip Code for CPs: 726784

Dear Sir/ Madam,

Subject: Submission of the Compliance Report on Corporate Governance for the quarter and financial year ended March 31, 2024.

Pursuant to Regulation 26E of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, read with Chapter 16 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023, we have enclosed the Compliance Report on Corporate Governance (**Annexure I and II**) of Nexus Select Trust for the quarter and financial year ended March 31, 2024.

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 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: March 31, 2024

I. Composition of Board of Directors of the Manager											
Title (Mr. / Ms.)	Name of the Director	PAN ^S & 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	-	-	-	1	-	1	-
Mr.	Tuhin Parikh	PAN: AAEPP3946Q DIN: 00544890	Non-Independent Director	15/12/2021	-	-	-	1	-	-	-
Mr.	Jayesh Tulsidas Merchant	PAN: AAEPM8808Q DIN: 00555052	Independent Director	08/11/2022	08/11/2022	-	16 Months	6	6	6	3
Mr.	Sadashiv Srinivas Rao	PAN: AADPR1481M DIN: 01245772	Independent Director	08/09/2022	08/09/2022	-	18 Months	3	3	3	3
Mr.	Michael David Holland	PAN: AASPH7037E DIN: 02845141	Independent Director	06/08/2022	06/08/2022	-	19 Months	2	2	2	1
Ms.	Alpana Parida	PAN: AAEPP5300N DIN: 06796621	Independent Director	20/09/2022	20/09/2022	-	18 Months	4	4	5	1
Whether Regular Chairperson appointed: Yes											
Whether Chairperson is related to managing director or CEO: No											
<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange.</i></p> <p><i>& 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>											
II. Composition of Committees											

<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	-

& Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meetings of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter (January-March- 2024)</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>
November 08, 2023	January 18, 2024	Yes	7	4	Between December 26, 2023, and January 18, 2024 - 23 days
December 26, 2023	February 6, 2024	Yes	7	3	Between January 18, 2024 and February 6, 2024 - 19 days
-	March 18, 2024	Yes	8	4	Between February 6, 2024 and March 18, 2024 – 41 days
-	March 26, 2024	Yes	8	4	Between March 18, 2024 and

					March 26, 2024 – 8 days
<i>* to be filled in only for the current quarter meetings</i>					
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				
Audit Committee					
January 16, 2024	Yes	4	3	November 08, 2023	Between December 26, 2023, and January 16, 2024 - 21 days
February 5, 2024	Yes	4	3	December 26, 2023	Between January 16, 2024, and February 5, 2024 - 20 days
March 26, 2024	Yes	3	3		Between February 5, 2024 and March 26, 2024- 50 days
					-
Nomination and Remuneration Committee					
March 26, 2024	Yes	3	3	October 30, 2023	Between December 13, 2023 and March 26, 2024 – 104 days
				December 13, 2023	
Risk Committee***					
January 11, 2024	Yes	4	3	-	-
Stakeholders' Relationship Committee					
January 11, 2024	Yes	2	1	October 11, 2023	Between October 11, 2023 and January 11, 2024 - 92 days
<i>* to be filled in only for the current quarter meetings.</i>					
<i>**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.</i>					
<i>*** There was no Risk Committee meeting held in the current quarter i.e., October to December 2023.</i>					
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 December 31, 2023, was placed before the Board of Directors of the Manager in their meeting held on February 6, 2024. No comments/observations/advice of the board of directors were received in this respect. The Report for the current quarter ended March 31, 2024, shall be placed before the Board of Directors of the Manager in the upcoming Board Meeting.

Name & Designation: Charu Patki

A18140

Compliance Officer

ANNEX II

Format to be submitted by Manager for the financial year

<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>
a) Details of business	Yes	Nexus Malls REIT Retail Real Estate Investment Trust (nexusselecttrust.com)
b) Financial information including complete copy of the Annual Report including Balance Sheet, Profit and Loss Account, etc.	Yes	Quarterly Results Publications Nexus Real Estate Investment Trust (nexusselecttrust.com)
c) Contact information of the designated officials of the company who are responsible for assisting and handling investor grievances	Yes	Investor FAQs Nexus Real Estate Investment Trust (REIT) (nexusselecttrust.com)
d) Email ID for grievance redressal and other relevant details	Yes	Contact Nexus Publicly listed Real Estate Investment Trust REIT (nexusselecttrust.com)
e) Information, report, notices, call letters, circulars, proceedings, etc. concerning units	Yes	Disclosure Nexus Real Estate Investment Trust (REIT) (nexusselecttrust.com)
f) All information and reports including compliance reports filed by REIT with respect to units	Yes	nexusselecttrust.com/regulatory-filings#Disclosures
g) All intimations and announcements made by REIT to the stock exchanges	Yes	nexusselecttrust.com/regulatory-filings#
h) All complaints including SCORES complaints received by the REIT	Yes	nexusselecttrust.com/regulatory-filings#
i) Any other information which may be relevant for the investors	Yes	Contact Nexus Publicly listed Real Estate Investment Trust REIT (nexusselecttrust.com)
<i>It is certified that these contents on the website of the REIT are correct.</i>		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	2(1)(qai)	Yes**
<i>Board composition</i>	4(2)(e)(iv), 26A, 26B(1)	Yes
<i>Meeting of board of directors</i>	26A	Yes
<i>Quorum of board meeting</i>	26B(2)	Yes
<i>Review of Compliance Reports</i>	26B(3)	Yes
<i>Plans for orderly succession for Appointments</i>	26A	Yes
<i>Code of Conduct</i>	26A	Yes
<i>Minimum Information</i>	26B(4)	Yes
<i>Compliance Certificate</i>	26B(5)	Yes
<i>Risk Assessment & Management</i>	26A	Yes
<i>Performance Evaluation of Independent Directors</i>	26A	Yes
<i>Recommendation of Board</i>	26B(6)	NA
<i>Composition of Audit Committee</i>	26A	Yes
<i>Meeting of Audit Committee</i>	26A	Yes
<i>Composition of Nomination & Remuneration Committee</i>	26A	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	26A	Yes
<i>Meeting of Nomination & Remuneration Committee</i>	26A	Yes
<i>Composition of Stakeholder Relationship Committee</i>	26A	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	26A	Yes
<i>Composition and role of Risk Management Committee</i>	26A	Yes
<i>Meeting of Risk Management Committee</i>	26A	Yes
<i>Vigil Mechanism</i>	26C	Yes
<i>Approval for related party Transactions</i>	19(5), 19(7), 22(5)(a)	Yes

<i>Disclosure of related party transactions</i>	<i>19(1)</i>	Yes
<i>Annual Secretarial Compliance Report</i>	<i>26D</i>	Yes
<i>Alternate Director to Independent Director</i>	<i>26A</i>	NA, there is no alternate director on the Board of the Company
<i>Maximum Tenure of Independent Director</i>	<i>26A</i>	Yes
<i>Meeting of independent directors</i>	<i>26A</i>	Yes
<i>Familiarization of independent directors</i>	<i>26A</i>	Yes
<i>Declaration from Independent Director</i>	<i>26A</i>	Yes
<i>Directors and Officers insurance</i>	<i>26A</i>	Yes
<i>Memberships in Committees</i>	<i>26A</i>	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	<i>26A</i>	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	<i>26A</i>	Yes

Note

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 REIT Regulations, "Yes" may be indicated. Similarly, in case the REIT has no related party transactions, the words "N.A." may be indicated.

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

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

** Clause (qai) is renumbered as clause (qb) by the Securities and Exchange Board of India (Real Estate Investment Trusts) (Second Amendment) Regulations, 2023, w.e.f 17.08.2023.

Name & Designation

Compliance Officer / CEO