



April 21, 2025

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**

**Scrip Code for NCDs: 974908, 974909, 976118 and 976119; Scrip Code for CPs: 728756**

Dear Sir/ Madam,

**Subject: Submission of Compliance Report on Corporate Governance for the quarter and financial year ended March 31, 2025.**

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/2024/43, dated May 15, 2024, 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, 2025.

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

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**

**Vijay Kumar Gupta**  
**Company Secretary and Compliance Officer**  
**Membership No. A14545**

**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, 2025

<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) <sup>&amp;</sup>	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.	Tuhin Parikh	PAN: AAEPP3946Q  DIN: 00544890	Non- Independent Director	15/12/2021	-	-	-	2	-	-	-
Mr.	Arjun Sharma	PAN: ABEPS6767M  DIN: 00003306	Non- Independent Nominee Director <sup>^</sup>	08/11/2022	-	-	-	2	1	1	1

Mr.	Sadashiv Srinivas Rao	PAN: AADPR1481M DIN: 01245772	Independent Director	08/09/2022	08/09/2022	-	30 Months	3	3	-	4
Ms.	Alpana Parida	PAN: AAEPP5300N DIN: 06796621	Independent Director	20/09/2022	20/09/2022	-	30 Months	3	3	3	1
Mr.	Michael David Holland	PAN: AASPH7037E DIN: 02845141	Independent Director	06/08/2022	06/08/2022	-	31 Months	2	2	1	1
Mr.	Jayesh Tulsidas Merchant	PAN: AAEPM8808Q DIN: 00555052	Independent Director	08/11/2022	08/11/2022	-	28 Months	4	4	3	2
Mr.	Dalip Charanjit Sehgal	PAN: AALPS0798J DIN: 00217255	Non-Independent Director	08/11/2022	-	-	-	1	-	1	-
Mr.	Asheesh Mohta	PAN: AEZPM9416K DIN: 00358583	Non-Independent Director	08/09/2022	-	-	-	1	-	1	-

Whether Regular Chairperson appointed: Yes

Whether Chairperson is related to ~~managing director~~/CEO: No

*\$ PAN of any director would not be displayed on the website of Stock Exchange.*  
*& Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.*  
*\* 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.*  
*# As per Regulation 17A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*  
*^ Mr. Arjun Sharma was appointed as a Non-Executive Director on November 8, 2022. He was redesignated as a Unitholder Nominee Director by resolution passed through circulation of the Board of Directors w.e.f. April 17, 2024.*

<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	<b>Whether Regular Chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/ Non Independent/ Independent/ Nominee)&amp;</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Sadashiv Rao	Chairperson- Independent Director	13/11/2022	-
		Jayesh Merchant	Independent Director	13/11/2022	-
		Arjun Sharma	Non- Independent Nominee 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  ^ Mr. Arjun Sharma was appointed as a Non-Executive Director on November 8, 2022. He was redesignated as a Unitholder Nominee Director by resolution passed through circulation of the Board of Directors w.e.f. April 17, 2024.</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 (January - March, 2025)</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 12, 2024	February 04, 2025	Yes	8	4	Between November 12, 2024, and February 04, 2025 – 84 days

-	February 20, 2025	Yes	8	4	Between February 04, 2025 and February 20, 2025 – 16 days
-	March 26, 2025	Yes	7	4	Between February 20, 2025 and March 26, 2025 – 34 days

\* 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>					
February 04, 2025	Yes	4	3	November 12, 2024	Between November 12, 2024, and February 04, 2025 – 84 days
March 26, 2025	Yes	4	3	-	Between February 04, 2025 and March 26, 2025– 50 days
<b>Nomination and Remuneration Committee</b>					
-	-	-	-	-	No meeting is held in the current quarter
<b>Risk Management Committee</b>					
-	-	-	-	December 05, 2024	No meeting is held in the current quarter
<b>Stakeholders' Relationship Committee</b>					
February 03, 2025	Yes	3	3	-	Between July 16, 2024 and February 03, 2025– 202 days

\* 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.

#### 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, 2024, was placed before the Board of Directors of the Manager in their meeting held on February 04, 2025. No comments/observations/advice of the board of directors was received with regards to the same. The Report for the current quarter ended March 31, 2025, shall be placed before the Board of Directors of the Manager in the upcoming Board Meeting.*

**Name & Designation: Vijay Kumar Gupta**

**A14545**

**Compliance Officer**

**Format to be submitted by the Manager for the financial year**

<b>I. Disclosure on website of REIT</b>		
<i>Item</i>	<i>Compliance status</i> <i>(Yes/No/NA)</i> <small>refer note below</small>	<i>If Yes provide link to website.</i> <i>If No / NA provide reasons</i>
a. Details of business	Yes	<a href="#">Investor Relations   REIT   Real Estate Investment Trust</a>
b. Financial information including complete copy of the Annual Report including Balance Sheet, Profit and Loss Account, etc.	Yes	<a href="#">Quarterly Results Publications   Nexus   Real Estate Investment Trust</a>
c. Contact information of the designated officials of the company who are responsible for assisting and handling investor grievances	Yes	<a href="#">Investor FAQs   Nexus   Real Estate Investment Trust (REIT)</a>
d. Email ID for grievance redressal and other relevant details	Yes	<a href="#">Contact Nexus   Publicly listed Real Estate Investment Trust   REIT</a>
e. Information, report, notices, call letters, circular, proceedings, etc. concerning units	Yes	<a href="#">Disclosure   Nexus   Real Estate Investment Trust (REIT)</a>
f. All information and reports including compliance reports filed by REIT with respect to units	Yes	<a href="#">Nexus Select Trust Regulatory Filings   Compliance &amp; Transparency</a>
g. All intimations and announcements made by REIT to the stock exchanges	Yes	<a href="#">Nexus Select Trust Regulatory Filings   Compliance &amp; Transparency</a>
h. All complaints including SCORES complaints received by the REIT	Yes	<a href="#">Nexus Select Trust Regulatory Filings   Compliance &amp; Transparency</a>
i. Any other information which may be relevant for the investors	Yes	<a href="#">Contact Nexus   Publicly listed Real Estate Investment Trust   REIT</a>
It is certified that these contents on the website of the REIT are correct.		

<b>II. Annual Affirmations</b>		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance Status</i> <i>(Yes/No/NA) refer note below</i>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	2(1)(qb)	Yes
Board composition	4(2)(e)(iv), 26A, 26B(1)	Yes
Meeting of board of directors	26A	Yes
Quorum of board meeting	26B(2)	Yes
Review of compliance reports	26B(3)	Yes
Plans for orderly succession for appointments	26A	Yes
Code of conduct	26A	Yes
Minimum information	26B(4)	Yes
Compliance certificate	26B(5)	Yes
Risk assessment & management	26A	Yes
Performance evaluation of independent directors	26A	Yes
Recommendation of Board	26B(6)	Yes
Composition of Audit Committee	26A	Yes
Meeting of Audit Committee	26A	Yes
Composition of Nomination and Remuneration Committee	26A	Yes
Quorum of Nomination and Remuneration Committee meeting	26A	Yes
Meeting of Nomination and Remuneration Committee	26A	Yes
Composition of Stakeholders' Relationship Committee	26A	Yes
Meeting of Stakeholders' Relationship Committee	26A	Yes
Composition and role of Risk Management Committee	26A	Yes
Meeting of Risk Management Committee	26A	Yes
Vigil Mechanism	26C	Yes
Approval for related party transactions	19(5), 19(7), 22(5)(a)	Yes
Disclosure of related party transactions	19(1)	Yes
Annual secretarial Compliance Report	26D	Yes
Alternate Director to Independent Director	26A	NA, there is no alternate director on the Board of the Company
Maximum tenure of Independent Director	26A	Yes
Meeting of Independent Directors	26A	Yes
Familiarization of Independent Directors	26A	Yes



Declaration from Independent Director	26A	Yes
Directors and Officers insurance	26A	Yes
Memberships in Committees	26A	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26A	Yes
Policy with respect to Obligations of directors and senior management	26A	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

**Name and Designation**

**Vijay Kumar Gupta**  
**Company Secretary and Compliance Officer**  
**Membership No. A14545**