

January 20, 2026

To

National Stock Exchange of India Limited
Exchange Plaza, C-I, Block-G
Bandra Kurla Complex,
Bandra (E), Mumbai-400051
Symbol: CAPINVIT
ISIN: INE0Z8Z07016, INE0Z8Z07024

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai- 400001
Scrip Code: 544338

Subject: Quarterly Compliance Report on Corporate Governance of Capital Infra Trust for the Quarter ended on December 31, 2025.

Ref: Regulation 26K of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 read with Chapter 20 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2025/102 dated July 11, 2025

Dear Sir/ Madam,

Pursuant to the Regulation 26K of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 read with Master Circular No. SEBI/HO/DDHS-PoD 2/P/CIR/2025/102 dated July 11, 2025 issued by the Securities and Exchange Board of India, as amended from time to time, we hereby submit the Quarterly Compliance Report on Corporate Governance of Capital Infra Trust (hereinafter referred as "Trust") for the Quarter ended on December 31, 2025.

Kindly take the above information on your records.

The above information is also available on the website of Capital Infra Trust i.e. <https://capitalinfratrust.com/>.

For Capital Infra Trust (InvIT)

(acting through its Investment Manager, Gawar Investment Manager Private Limited)

Shubham Jain
Company Secretary and Compliance Officer

Copy to:

Trustee to the InvIT
Axis Trustee Services Limited
Axis House, P B Marg, Worli, Mumbai,
Maharashtra, India – 400025

Debt Security Trustee
IDBI Trusteeship Services Limited
Ground Floor, Universal Insurance Building
Sir P.M. Road, Fort, Mumbai, Maharashtra – 400001



CAPITAL Infra Trust
(formerly known as National Infrastructure Trust)
Unit No. 1401 -1403, 14th Floor, Tower B, SAS Tower,
Medicity, Sector - 38, Gurugram - 122001, Haryana



0124 – 4920139



compliance@capitalinfratrust.com

Registration no:
IN/InvIT/23-24/0029

Quarterly Compliance Report on Governance for the quarter ended on December 31, 2025

Part-A

(Pursuant to Regulation 26k of SEBI (Infrastructure Investment Trusts) Regulations, 2014 (“InvIT Regulations”) read with Chapter 20 of SEBI Master Circular for Infrastructure Investment Trusts (InvITs) dated July 11, 2025)

1. Name of InvIT – Capital Infra Trust
2. Name of the Investment manager – Gawar Investment Manager Private Limited
3. Quarter ending – December 31, 2025

I. Composition of Board of Directors of the Investment Manager

Title (Mr. / Ms.)	Name of the Director	PAN ^{\$} & DIN	Category (Chairperson / Non- Independent / Independent / Nominee) ^{&}	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure *	No. of directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager**	No of Independent directorships in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Investment Manager**	Number of memberships in Audit / Stakeholder Committee(s) in all	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all
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)^	Regulations)^
Mr.	Yudhvir Singh Malik	ABXXX XXX7N 00000555	Chairman & Independent Director	15-02-2024	NA	NA	22.15	2	1	3	0
Mr.	Satish Chandra	ADXXX XXX0Q 02305699	Independent Director	15-02-2024	NA	NA	22.15	1	1	2	1
Mrs.	Vijayalakshmi R. Iyer	AAXXX XXX1P 05242960	Independent Director	15-02-2024	NA	NA	22.15	6	6	8	2
Mr.	Rakesh Kumar	AEXXX XXX3C 02082036	Non-executive Director	15-09-2023	NA	NA	-	1	0	1	0
Mr.	Bant Singh Singla	AEXXX XXX3P 08620341	Non-executive Director	26-08-2023	NA	NA	-	1	0	0	0
Mr.	Neeraj Sheoran	GXXXX XXX6R 08572647	Non-executive Director	26-08-2023	NA	NA	-	1	0	0	0

Whether Regular Chairperson appointed - Yes

Whether Chairperson is related to Managing director or CEO - No

[§] Since the PAN of the Directors would not be displayed on the website/ stock exchange and hence the details with respect to the PAN of the Directors have been masked in this report.

[¶]Category of directors means non-independent/independent/Nominee. If a director fits into more than one category, we have mentioned all categories separating them with hyphen.

^{*}Filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the investment manager in continuity without any cooling off period.

^{**}For the purpose of counting Number of Directorship and Independent Directorship in listed entities, the equity listed entities, debt listed entities and Managers / Investment Managers of REIT / InvIT, including this Investment Manager is considered.

As per Regulation 26G of SEBI InvIT Regulations, 2014 read with Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Chairmanship or Membership of Audit Committee & Stakeholder Relationship Committee (“Committee Positions”), held in all Manager / Investment Managers of REIT / InvIT, listed entities, high value debt listed entities and public limited companies are considered and Committee Positions in Private Limited Companies, foreign companies and Companies under Section 8 of the Companies Act, 2013 are excluded.

II. Composition of Committees

Name of the Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Non-Independent/Independent/Nominee)&	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Satish Chandra	Chairman - Independent Director	26/03/2024	-
		Mrs. Vijayalakshmi R. Iyer	Member- Independent Director	26/03/2024	-
		Mr. Rakesh Kumar	Member- Independent Director	26/03/2024	-
		Mr. Yudhvir Singh Malik*	Member- Independent Director	07/11/2025	-
2. Nomination & Remuneration Committee	Yes	Mrs. Vijayalakshmi R. Iyer	Chairperson- Independent Director	26/03/2024	-
		Mr. Yudhvir Singh Malik	Member- Independent Director	26/03/2024	-
		Mr. Rakesh Kumar	Member- Independent Director	26/03/2024	-
3. Risk Management Committee	Yes	Mr. Satish Chandra	Chairman- Independent Director	26/03/2024	-
		Mrs. Vijayalakshmi R. Iyer	Member- Independent Director	26/03/2024	-
		Mr. Yudhvir Singh Malik	Member- Independent Director	26/03/2024	-
4. Stakeholders Relationship Committee	Yes	Mrs. Vijayalakshmi R. Iyer	Chairperson- Independent Director	26/03/2024	-
		Mr. Satish Chandra	Member- Independent Director	26/03/2024	-
		Mr. Yudhvir Singh Malik	Member- Independent Director	26/03/2024	-
5. Corporate Social Responsibility Committee	Yes	Mr. Satish Chandra	Chairman- Independent Director	20/08/2024	-
		Mr. Rakesh Kumar	Member- Non-executive Director	20/08/2024	-
		Mr. Bant Singh Singla	Member- Non-executive Director	20/08/2024	-
6. InvIT Committee	Yes	Mr. Rakesh Kumar	Chairman- Non-Executive Director	26/03/2024	-
		Mr. Bant Singh Singla	Member- Non-Executive Director	26/03/2024	-
		Mr. Neeraj Sheoran	Member- Non-Executive Director	26/03/2024	-

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

**Mr. Yudhvir Singh Malik, Chairman and Independent Director was appointed as a member of Audit Committee vide resolution dated November 07, 2025 passed by the Board of Directors.*

III. Meetings of the 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</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
06-08-2025	-	Yes	4	3	
-	08-10-2025	Yes	5	3	62
-	14-11-2025	Yes	6	3	36
-	15-12-2025	Yes	5	2	30

* 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>
Audit Committee					
-	Yes	3	2	06-08-2025	
08-10-2025	Yes	3	2	-	62
14-11-2025	Yes	4	3	-	36
15-12-2025	Yes	3	2	-	30
Nomination and Remuneration Committee					
08-10-2025	Yes	3	2	-	
Stakeholders Relationship Committee					
No meeting held in relevant and previous quarter					
Risk Management Committee					
No meeting held in relevant and previous quarter					
Corporate Social Responsibility Committee					
No meeting held in relevant and previous quarter					

InvIT Committee[^]						
16-12-2025	Yes	2	0	-		
16-12-2025	Yes	2	0	-		
19-12-2025	Yes	2	0	-	02	
19-12-2025	Yes	2	0	-		-

** 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 rest of the committees, giving this information is optional.*

[^]Two meetings of the InvIT Committee was held on aforementioned dates at different time intervals.

V. Affirmations

1. The composition of the Board of Directors is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014. – **Yes**
2. The composition of the following committees is in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014
 - a. Audit Committee – **Yes**
 - b. Nomination & 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 (Infrastructure Investment Trusts) Regulations, 2014. – **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Infrastructure Investment Trusts) Regulations, 2014. – **Yes**
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors of the investment manager. - **Yes**

For Capital Infra Trust

(acting through its Investment Manager, Gawar Investment Manager Private Limited)

Shubham Jain

Company Secretary and Compliance Officer