

Date: 21st April 2022**The Manager-Debt Listing****BSE Limited**Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.**Reference: Yarrow Infrastructure Private Limited -Scrip Code: 973289;
ISIN – INE001W07011****Sub.: Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of
the Securities and Exchange Board of India (Listing Obligations and Disclosure
Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Dear Sir / Madam,

Pursuant to Regulation 27(2) of the SEBI Listing Regulations, we hereby submit the Compliance Report on Corporate Governance, in the format prescribed by the SEBI, for the quarter ended March 31, 2022.

Kindly take the record of the same.

Thanking you,
Yours faithfully,**For Yarrow Infrastructure Private Limited****Poonam Venkatanarayanan
Company Secretary & Compliance Officer****Encl: Annexure****CC:****Axis Trustee Services Limited**The Ruby, 2nd Floor, SW, 29 Senapati
Bapat Marg, Dadar West, Mumbai - 400 028

General information about company	
Scrip code	973289
NSE Symbol	
MSEI Symbol	
ISIN	INE001W07011
Name of the entity	Yarrow Infrastrucutre Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory												Textual Information(1)					
Whether the listed entity has a Regular Chairperson												No					
Whether Chairperson is related to MD or CEO												No					
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg-17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes fo not providin PAN
Abhishek Goel	AGZPG4123H	05278410	Non-Executive - Non Independent Director	Not Applicable		19-10-1978	No		07-11-2019			29	6	0	0	0	
Sameer Mathur	AHPPM9746D	06642754	Non-Executive - Non Independent Director	Not Applicable		12-06-1970	No		07-11-2019			29	6	0	0	0	
Thirunelloy Chellappa Pattabirman	AFKPP7377Q	07086771	Non-Executive - Non Independent Director	Not Applicable		08-06-1972	No		07-11-2019			29	6	0	0	0	
Sivaramakishnan Vijayaraghvan	AGAPV5723H	08591106	Non-Executive -	Not Applicable		07-06-	No		07-11-2019			29	6	0	0	0	

Text Block	
Textual Information(1)	<p>The Company has listed its Non- Convertible debentures effective 6th July, 2021 with BSE Limited. Pursuant to SEBI Fifth Amendment Regulations, 2021, since September 07, 2021, provisions (Reg. 15 to 27) of SEBI (LODR), is made applicable to Yarrow Infrastructure Limited (High Value Debt Listed Entity).</p> <p>As per Provisions of Regulation 15 (1A) of SEBI LODR, regulation 16 to 27 shall be applicable to High Value Debt Listed entity on a comply or explain' basis until March 31, 2023 and on mandatory basis thereafter. The Company is in the process of compliance with the above regulation and hence no data is available with respect to the same.</p>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	<p>The Company has listed its Non- Convertible debentures effective 6th July, 2021 with BSE Limited. Pursuant to SEBI Fifth Amendment Regulations, 2021, since September 07, 2021, provisions (Reg. 15 to 27) of SEBI (LODR), is made applicable to Yarrow Infrastructure Limited (High Value Debt Listed Entity).</p> <p>As per Provisions of Regulation 15 (1A) of SEBI LODR, regulation 16 to 27 shall be applicable to High Value Debt Listed entity on a 'comply or explain' basis until March 31, 2023 and on mandatory basis thereafter. The Company is in the process of compliance with the above regulation and hence no data is available with respect to the same.</p>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	20-10-2021				Yes	4	0
2	12-11-2021		22		Yes	3	0
3		10-02-2022	89		Yes	4	0
4		14-03-2022	31		Yes	4	0
5		30-03-2022	15		Yes	4	0

Text Block	
Textual Information(1)	<p>The Company has listed its Non- Convertible debentures effective 6th July, 2021 with BSE Limited. Pursuant to SEBI Fifth Amendment Regulations, 2021, since September 07, 2021, provisions (Reg. 15 to 27) of SEBI (LODR), is made applicable to Yarrow Infrastructure Limited (High Value Debt Listed Entity).</p> <p>As per Provisions of Regulation 15 (1A) of SEBI LODR, regulation 16 to 27 shall be applicable to High Value Debt Listed entity on a comply or explain' basis until March 31, 2023 and on mandatory basis thereafter. The Company is in the process of compliance with the above regulation and hence no data is available with respect to the same.</p>

Annexure 1	
IV. Meeting of Committees	
Disclosure of notes on meeting of committees explanatory	Textual Information(1)

Text Block	
Textual Information(1)	<p>The Company has listed its Non- Convertible debentures effective 6th July, 2021 with BSE Limited. Pursuant to SEBI Fifth Amendment Regulations, 2021, since September 07, 2021, provisions (Reg. 15 to 27) of SEBI (LODR), is made applicable to Yarrow Infrastructure Limited (High Value Debt Listed Entity).</p> <p>As per Provisions of Regulation 15 (1A) of SEBI LODR, regulation 16 to 27 shall be applicable to High Value Debt Listed entity on a comply or explain' basis until March 31, 2023 and on mandatory basis thereafter. The Company is in the process of compliance with the above regulation and hence no data is available with respect to the same.</p>

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	<p>The Company has listed its Non- Convertible debentures effective 6th July, 2021 with BSE Limited. Pursuant to SEBI Fifth Amendment Regulations, 2021, since September 07, 2021, provisions (Reg. 15 to 27) of SEBI (LODR), is made applicable to Yarrow Infrastructure Limited (High Value Debt Listed Entity).</p> <p>As per Provisions of Regulation 15 (1A) of SEBI LODR, regulation 16 to 27 shall be applicable to High Value Debt Listed entity on a comply or explain' basis until March 31, 2023 and on mandatory basis thereafter. The Company is in the process of compliance with the above regulation and hence no data is available with respect to the same.</p>

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Poonam Venkatanarayanan
2	Designation	Company Secretary and Compliance Officer

For Yarrow Infrastructure Private Limited



Poonam Venkatanarayanan
Company Secretary & Compliance Officer

