July 17, 2026

To,
BSE Limited
Listing Department, 1st Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400001

Sub.: **Quarterly Compliance Report on Corporate Governance**

Ref.: **(1)** **Regulation 62Q(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

(2) **SEBI Master Circular bearing reference no. SEBI / HO / DDHS / DDHS-PoD-1 / P / CIR / 2025 / 0000000103 dated July 11, 2025**

(3) **Pipeline Infrastructure Limited [SCRIP Code – 975482, 975483 and 975484; ISIN - INE01XX07059, INE01XX07042 and INE01XX07034]**

Sir/ Madam,

Pursuant to Regulation 62Q(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, we hereby submit the Compliance Report on Corporate Governance for the quarter ended June 30, 2026.

The same is also available on the website of the Company i.e. www.pipelineinfra.com.

Please take the above on record.

Thanking you,

For **Pipeline Infrastructure Limited**

SUNEETA MUKUND MANE

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Date: 2026.07.17 17:09:33 +05'30'

Pipeline Infrastructure Limited

Suneeta Mane
Company Secretary & Compliance Officer
ACS 26206

CC: **IDBI Trusteeship Services Limited**
Universal Insurance Building,
Ground Floor, Sir Phirozshah Mehta Road,
Fort, Mumbai, Maharashtra – 400001

Quarterly Compliance Report on Corporate Governance

(Pursuant to Regulation 27(2) and 62Q of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

1	**Name of Listed Entity:**	Pipeline Infrastructure Limited ("Company")
2	**Quarter ending:**	30.06.2026

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN[1] & DIN	Category (Chairperson / Executive / Non- Executive / Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure[2] (in months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)][3]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)][3]	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations][4][5]	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations][4]
Mr.	Arun Balakrishnan	00130241	Chairperson-Non-Executive - Independent	19-07-2019	19-07-2024	-	83.12	25-07-1950	1	1	4	1
Mr.	Akhil Mehrotra	07197901	Executive	01-04-2021	-	-	-	27-08-1967	1	Nil	2	Nil
Mr.	Chaitanya Pande	06934810	Non-Executive - Independent	19-07-2019	19-07-2024	-	83.12	05-06-1971	1	1	3	1
Ms.	Kavita Venugopal	07551521	Non-Executive - Independent	09-08-2023	09-08-2023	-	34.22	06-03-1957	3	3	6	1
Ms.	Pooja Aggarwal	07515355	Non-Executive	12-04-2022	-	-	-	12-12-1976	2	Nil	1	Nil
Mr.	Sanjay Barman Roy	07212724	Non-Executive	27-05-2019	-	-	-	16-06-1971	1	Nil	Nil	Nil
Mr.	Varun Saxena	09797032	Non-Executive	23-11-2022	-	-	-	24-01-1983	1	Nil	Nil	Nil
Mr.	Prateek Shroff	09338823	Non-Executive	05-03-2025	-	-	-	29-07-1985	2	Nil	1	Nil
Ms.	Arushi Jamar	10197897	Non-Executive	09-05-2025	-	-	-	21-10-1994	1	Nil	Nil	Nil
Whether regular Chairperson appointed:				Yes								
Whether Chairperson is related to Managing Director or CEO:				No								

Notes:

(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, PAN of any director would not be displayed on the stock exchange website. Hence, details w.r.t. PAN of the Directors have not been included in this Report.

(2) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, Tenure is provided only of Independent Directors and reflects total period from which Independent Director is serving on Board of the Company in continuity without any cooling off period, uptil June 30, 2026. We have included the date of appointment while calculating the total tenure for Independent Directors.

(3) Pursuant to explanation provided in Regulation 17A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), while calculating the directorships in listed entities, directorships in equity listed entitites and high-value debt listed entities have been considered.*

(4) Pursuant to the provisions of Regulation 26(1) of the SEBI Listing Regulations, while calculating the committee positions of the Directors, both listed and unlisted public companies, including public companies which are debt listed and high value debt listed entities, have been considered.*

(5) Number of memberships in Audit and Stakeholders' Relationship Committee includes chairpersonships, wherever applicable.

**Company, being an exclusively High Value Debt Listed Entity, the provisions of Chapter VA of the SEBI Listing Regulations are only applicable. However, in the absence of a specified format under the aforesaid Chapter VA, the filings have been continued as per the format available under Chapter IV read with SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025. Accordingly, reference of Regulations 27(2), 17A and 26 of the SEBI Listing Regulations has been retained.*

II. Composition of Committees

Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/ independent/ Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	Ms. Kavita Venugopal	Chairperson - Non-Executive - Independent	09-08-2023	-
		Mr. Akhil Mehrotra	Executive	10-02-2022	-
		Mr. Arun Balakrishnan	Non-Executive - Independent	19-07-2019	-
		Mr. Chaitanya Pande	Non-Executive - Independent	19-07-2019	-
Nomination and Remuneration Committee	Yes	Mr. Chaitanya Pande	Chairperson - Non-Executive - Independent	19-07-2019	-
		Mr. Arun Balakrishnan	Non-Executive - Independent	19-07-2019	-
		Ms. Pooja Aggarwal	Non-Executive	08-08-2024	-
		Ms. Kavita Venugopal	Non-Executive - Independent	09-08-2023	-
Corporate Social Responsibility Committee	Yes	Ms. Kavita Venugopal	Chairperson - Non-Executive - Independent	09-08-2023	-
		Mr. Arun Balakrishnan	Non-Executive - Independent	23-05-2024	-
		Mr. Akhil Mehrotra	Executive	10-02-2022	-
		Mr. Chaitanya Pande	Non-Executive - Independent	30-06-2021	-
		Mr. Sanjay Barman Roy	Non-Executive	19-07-2019	-
Risk Management Committee	Yes	Mr. Akhil Mehrotra	Chairperson - Executive	10-02-2022	-
		Mr. Arun Balakrishnan	Non-Executive - Independent	10-02-2022	-
		Ms. Kavita Venugopal	Non-Executive - Independent	09-08-2023	-
		Mr. Chaitanya Pande(1)	Non-Executive - Independent	04-02-2026	-
		Mr. Sanjay Barman Roy	Non-Executive	10-02-2022	-
Stakeholders' Relationship Committee	Yes	Mr. Chaitanya Pande	Chairperson - Non-Executive - Independent	10-02-2022	-
		Mr. Akhil Mehrotra	Executive	10-02-2022	-
		Mr. Arun Balakrishnan(2)	Non-Executive - Independent	04-02-2026	-
		Ms. Kavita Venugopal(3)	Non-Executive - Independent	04-02-2026	-
		Mr. Prateek Shroff	Non-Executive	20-03-2025	-

Notes:
(1) Mr. Chaitanya Pande has been appointed as Member of Risk Management Committee w.e.f. February 4, 2026.
(2) Mr. Arun Balakrishnan has been appointed as Member of Stakeholders' Relationship Committee w.e.f. February 4, 2026.
(3) Ms. Kavita Venugopal has been appointed as Member of Stakeholders' Relationship Committee w.e.f. February 4, 2026.

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met(1)	Number of Directors present(1)	Number of independent directors present(1)	Maximum gap between any two consecutive meetings (in number of days)
04-02-2026	-	Yes	6	3	-
-	11-05-2026	Yes	7	3	95

Note:
(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, this information is filled in only for the current quarter meetings.

IV. Meetings of Committees

A. Audit Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)(1)	Number of Directors present(1)	Number of independent directors present(1)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
-	-	-	-	04-02-2026	-
05-05-2026	Yes	4	3	-	89
11-05-2026	Yes	4	3	-	5

Note:
(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, this information is filled in only for the current quarter meetings.

B. Nomination and Remuneration Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)(1)	Number of Directors present(1)	Number of independent directors present(1)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
-	-	-	-	04-02-2026	-
11-05-2026	Yes	3	3	-	95

Note:
(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, this information is filled in only for the current quarter meetings.

C. Corporate Social Responsibility Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)(1)	Number of Directors present(1)	Number of independent directors present(1)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
-	-	-	-	04-02-2026	-
11-05-2026	Yes	4	3	-	95

Note:
(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, this information is filled in only for the current quarter meetings.

D. Risk Management Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)(1)	Number of Directors present(1)(2)	Number of independent directors present(1)(3)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
-	-	-	-	04-02-2026	-
11-05-2026	Yes	4	3	-	95

Note:
(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, this information is filled in only for the current quarter meetings.
(2) Since, Risk Management Committee ("RMC") comprise only the Directors, the detail of Directors who are members of the Committee and present at the meeting is provided.
(3) Since, RMC comprise only the Directors, the detail of Independent Directors who are members of the Committee and present at the meeting is provided.

E. Stakeholders' Relationship Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)(1)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
-	-	-	-	04-02-2026	-
11-05-2026	Yes	4	3	-	95

Note:
(1) In terms of the SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025, this information is filled in only for the current quarter meetings.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes [1]
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

Note:
(1) Audit Committee and Board of Directors of the Company had approved the Related Party Transactions (RPTs) with India Gas Solutions Private Limited (IGSPL) for an aggregate value not exceeding Rs. 1300 Crore for FY 2026-27. The said transactions with IGSPL are in the ordinary course of business of the Company and on arms length terms.

In terms of Regulation 23 read with Schedule XII and Regulation 62K of the SEBI Listing Regulations and Company's Policy on RPT:
(i) A transaction with a related party shall be considered material, if the transaction(s) entered into/to be entered into individually or taken together with the previous transactions during a financial year, exceeds the thresholds as mentioned in Schedule XII.
(ii) All material related party transactions ("RPTs") and subsequent material modifications as defined under SEBI Listing Regulations requires prior approval of the shareholders through ordinary resolution and no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

On the other hand, Section 188 of the Companies Act, 2013 grants relaxation to similar restriction to vote on the resolution by shareholders who are related party(ies), in cases where 90% or more shareholders, in number, are relatives of promoters or are related parties.

The Company is a high-value debt listed entity and its entire equity paid-up share capital is held by Energy Infrastructure Trust ("EIT") along with its six nominees. In terms of SEBI Listing Regulations, EIT and its nominees falls under the category of related party(ies) of the Company.

In view of the above and considering the emergent practical situation and business exigency to carry out bona-fide business transactions with IGSPL, all the Shareholders, irrespective of being concerned or not to the said RPT, have unanimously approved the material RPT with IGSPL for FY 2026-27 at the Extra-Ordinary General Meeting of the Company held on March 10, 2026.

VI. Details of Cyber Security Incidence

Details of Cyber Security Incidence			
Whether as per Regulation 27(2) (ba)* and 62Q (2) (C) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Date of the event	Not Applicable	Brief details of the event	Not Applicable

*Company, being an exclusively High Value Debt Listed Entity, the provisions of Chapter VA of the SEBI Listing Regulations are only applicable. However, in the absence of a specified format under the aforesaid Chapter VA, the filings have been continued as per the format available under Chapter IV read with SEBI Master Circular bearing reference no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/0000000103 dated July 11, 2025. Accordingly, reference of Regulations 27(2)(ba) of the SEBI Listing Regulations has been retained.

VII. Affirmations

	Affirmations	Compliance status (Yes/No/NA) [If status is "No", reasons for non-compliance to be explained]
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
	(a) Audit Committee	Yes
	(b) Nomination and 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
4	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
5	(a) This report has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	No. This Report for the quarter ended June 30, 2026 shall be placed before the Board at the ensuing meeting. Further, any comments / observations /advice of the Board on this Report shall be mentioned in the Report for the quarter ended September 30, 2026.
	(b) The report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/ advice of the board of directors may be mentioned here.	Yes. The Report for the quarter ended March 31, 2026 was placed before the Board at its meeting held on May 11, 2026 and the Board had no obersvation / comment / advice on the said Report.

For Pipeline Infrastructure Limited

SUNEETA MUKUND MANE
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Pipeline Infrastructure Limited

Suneeta Mane
Company Secretary & Compliance Officer
ACS 26206