

Date: 16<sup>th</sup> January, 2023

To,  
The General Manager – Corporate Relationship Department  
**BSE Limited**  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400001

<b>ISIN</b>	INE065I07023
<b>Scrip Code</b>	973382
<b>Scrip ID</b>	733OICPL26

Dear Sir/Madam,

**Subject: Submission of Compliance Report on Corporate Governance of One International Center Private Limited (“the Company”) for the quarter ended 31<sup>st</sup> December, 2022 in PDF form.**

With reference to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, BSE Circular dated 07<sup>th</sup> January, 2022 and the SEBI Circular SEBI/HO/DDHS/DDHS\_Div1/P/CIR/2022/0000000103 dated 29<sup>th</sup> July, 2022 (updated as on 01<sup>st</sup> December, 2022) we wish to inform you that the quarterly compliance report on corporate governance of the Company for the quarter ended 31<sup>st</sup> December, 2022 has been annexed below for your information and records.

Request you to take the above on record.

Thanking You,

**For One International Center Private Limited  
(Formerly known as Indiabulls Real Estate Company Private Limited)**

**Ritu Yatender Verma**  
**Company Secretary & Compliance Officer**  
**Place: Mumbai**

**One International Center Private Limited (formerly known as Indiabulls Real Estate Company Private Limited)**

**Registered Office:** 448-451 Indiabulls House, Udyog Vihar Phase V, Gurugram, Haryana, 122016

**Corporate Office:** One International Center, Tower - 1, 10<sup>th</sup> Floor, Plot No. 612-613, Senapati Bapat Marg, Elphinstone Road, Mumbai, Maharashtra - 400013

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**One International Center Private Limited**  
**Corporate Governance Report for the quarter ended December 31, 2022**

<b>I. Composition of Board of Directors</b>													
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>DIN</b>	<b>Category (Chairperson /Executive / Non-Executive / Independent / Nominee)</b>	<b>Initial Date of Appointment</b>	<b>Whether the director is disqualified?</b>	<b>Current Status</b>	<b>Date of Re-appointment</b>	<b>Date of Cessation</b>	<b>Tenure*</b>	<b>No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]</b>	<b>No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Sumit Bhartia	DIN: 07726897	Chairperson - Non - Executive - Non Independent Director	06-06-2018	No	Active	-	-	55	0	0	0	0

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Mr.	Aaryaman Pankaj Tibrewal	DIN: 09694867	Non-Executive - Non Independent Director	10-08-2022	No	Active	-	-	5	0	0	0	0
Mr.	Nikhil Pradeep Jalan	DIN: 08236319	Non - Executive - Non Independent Director	23-10-2018	No	Active	-	-	50	0	0	0	0
Mr.	Prakash Gupta	DIN: 05357983	Executive Director	22-12-2021	No	Active	-	-	12	0	0	0	0
Ms.	Miti Ashok Shah	DIN: 08618888	Non - Executive - Independent Director	22-12-2021	No	Active	-	-	12	0	0	2	0
Mrs.	Swati Fanil Shah	DIN: 08312446	Non - Executive - Independent Director	24-02-2020	No	Active	-	-	34	0	0	0	0

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Whether Regular chairperson appointed: Yes  
 Whether Chairperson is related to managing director or CEO: No  
*PAN of any director would not be displayed on the website of Stock Exchange.*  
*Category of directors means executive/non-executive/independent/nominee. if a director fits into more than one category write all categories separating them with hyphen*  
*\* to be filled only for Independent Directors. Tenure would mean total period from which independent director is serving on board of directors in continuity without any cooling off period.*

<b>II. Composition of Committees</b>					
<b>Name of Committee</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Miti Ashok Shah	Chairperson - Non - Executive - Independent Director	22-12-2021	-
		Swati Fanil Shah	Non - Executive - Independent Director	22-12-2021	-
		Sumit Bhartia	Non - Executive - Non Independent Director	30-09-2021	-
2. Nomination & Remuneration Committee	Yes	Miti Ashok Shah	Chairperson - Non - Executive - Independent Director	22-12-2021	-
		Swati Fanil Shah	Non - Executive - Independent Director	22-12-2021	-
		Sumit Bhartia	Non - Executive - Non Independent Director	30-09-2021	-
3. Risk Management Committee (if applicable)	Yes	Miti Ashok Shah	Chairperson – Non - Executive - Independent Director	22-12-2021	-
		Swati Fanil Shah	Non - Executive - Independent Director	22-12-2021	-
		Sumit Bhartia	Non - Executive - Non Independent Director	30-09-2021	-

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4. Stakeholders Relationship Committee'	Yes	Miti Ashok Shah	Chairperson - Non - Executive - Independent Director	22-12-2021	-
		Swati Fanil Shah	Non - Executive - Independent Director	22-12-2021	-
		Sumit Bhartia	Non - Executive - Non Independent Director	30-09-2021	-
5. Corporate Social Responsibility Committee	Yes	Miti Ashok Shah	Chairperson - Non - Executive - Independent Director	22-12-2021	-
		Swati Fanil Shah	Non - Executive - Independent Director	22-12-2021	-
		Sumit Bhartia	Non - Executive - Non Independent Director	03-10-2019	-
<i>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i>					

<b>III. Meeting of Board of Directors</b>						
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met* Yes / No</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors present* (All directors including independent Director)</b>	<b>Number of independent directors attending the meeting*</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
06-07-2022	-	Yes	6	4	1	-
19-07-2022	-	Yes	6	3	0	12 days
20-07-2022	-	Yes	6	3	1	0 days
10-08-2022	-	Yes	6	3	1	20 days
16-09-2022	-	Yes	6	3	1	36 days
-	14-11-2022	Yes	6	3	1	58 days
<i>* to be filled in only for the current quarter meetings</i>						

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<b>IV. Meetings of Committees</b>								
<b>Name of Committee</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)** Yes / No</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors present*(all including independent directors)</b>	<b>Number of independent directors attending the meeting**</b>	<b>No. of members attending the meeting (other than Board of Directors)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
1. Audit Committee	14-11-2022	Yes	3	3	2	-	19-07-2022	58 days
	-	-	-	-	-	-	10-08-2022	21 days
	-	-	-	-	-	-	16-09-2022	36 days
2. Nomination & Remuneration Committee	-	-	-	-	-	-	10-08-2022	-
3. Corporate Social Responsibility Committee	-	-	-	-	-	-	16-09-2022	-
4. Risk Management Committee	-	-	-	-	-	-	10-08-2022	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional								
**to be filled in only for the current quarter meetings								

### **Annexure 1**

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.

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Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	N.A.
<p><b>Note:</b>  <i>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 Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</i>  <i>2 If status is "No" details of non-compliance may be given here.</i></p>	

### **Affirmations**

<b>Subject</b>	<b>Compliance status (Yes/No)</b>
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

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<b>Subject</b>	<b>Compliance Status</b>
Name	Ritu Yatender Verma
Designation	Company Secretary & Compliance Officer

**For One International Center Private Limited  
(Formerly known as Indiabulls Real Estate Company Private Limited)**

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**Ritu Yatender Verma**  
**Company Secretary & Compliance Officer**  
**Place: Mumbai**