

Date: 11th January, 2024

To,
The Manager
Listing Compliance, BSE Limited, Ground Floor,
P. J. Towers, Fort, Mumbai-400001.

| | |
|-------------------|--------------|
| ISIN | INE065I07031 |
| Scrip Code | 973382 |
| Scrip ID | 918OICPL27 |

Dear Sir/Madam,

Subject: Submission of Compliance Report on Corporate Governance of One International Center Private Limited (“the Company”) for the third quarter ended 31st December, 2023 in PDF form.

With reference to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, BSE Circular dated 07th January, 2022 and the SEBI Circular SEBI/HO/DDHS/PoD1/P/CIR/2023/108 dated 29th July, 2022 (updated as on 30th June, 2023) we wish to inform you that the quarterly compliance report on corporate governance of the Company for the third quarter ended 31st December, 2023 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

Neha Wason
Company Secretary and Compliance Officer

One International Center Private Limited
Corporate Governance Report for the quarter ended December 31, 2023

| I. Composition of Board of Directors | | | | | | | | | | | | | |
|---|-----------------------------|------------|--|------------------------------------|--|-----------------------|-------------------------------|--------------------------|----------------|--|--|--|---|
| Title (Mr./Ms) | Name of the Director | DIN | Category (Chairperson /Executive / Non-Executive / Independent / Nominee) | Initial Date of Appointment | Whether the director is disqualified? | Current Status | Date of Re-appointment | Date of Cessation | Tenure* | No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)] | 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) |
| | | | | | | | | | | | | | |

One International Center Private Limited

Registered Office: One International Center, Tower - 1, Plot No. 612-613, Senapati Bapat Marg, Elphinstone Road, Delisle Road, Mumbai - 400013, Maharashtra, India

Telephone: +91 22 68305500 | E-mail: info@nucleusofficeparks.com | Website: www.nucleusofficeparks.com | CIN: U70101MH2005PTC407477

| | | | | | | | | | | | | | |
|-----|--------------------------|---------------|--|------------|----|--------|---|---|----|---|---|---|---|
| Mr. | Sumit Bhartia | DIN: 07726897 | Chairperson - Non-Executive - Non Independent Director | 06-06-2018 | No | Active | - | - | 67 | 0 | 0 | 0 | 0 |
| Mr. | Aaryaman Pankaj Tibrewal | DIN: 09694867 | Non-Executive - Non Independent Director | 10-08-2022 | No | Active | - | - | 17 | 0 | 0 | 0 | 0 |
| Mr. | Nikhil Pradeep Jalan | DIN: 08236319 | Non-Executive - Non Independent Director | 23-10-2018 | No | Active | - | - | 62 | 0 | 0 | 0 | 0 |
| Mr. | Prakash Gupta | DIN: 05357983 | Executive Director | 22-12-2021 | No | Active | - | - | 24 | 0 | 0 | 0 | 0 |

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| | | | | | | | | | | | | | |
|------|------------------|---------------|--|------------|----|--------|---|---|----|---|---|---|---|
| Ms. | Miti Ashok Shah | DIN: 0861888 | Non - Executive - Independent Director | 22-12-2021 | No | Active | - | - | 24 | 0 | 0 | 2 | 0 |
| Mrs. | Swati Fanil Shah | DIN: 08312446 | Non - Executive - Independent Director | 24-02-2020 | No | Active | - | - | 46 | 0 | 0 | 0 | 0 |

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.*

| 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 |
| 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 | - |

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| | | | | | |
|--|-----|------------------|--|------------|---|
| | | 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 | - |
| 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 | - |

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| | | | | | |
|---|--|---------------|--|------------|---|
| | | 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> | | | | | |

| 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* Yes / No | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | Number of independent directors attending the meeting* | Maximum gap between any two consecutive (in number of days) |
| 03-07-2023 | - | Yes | 6 | 4 | 1 | - |
| 04-07-2023 | - | Yes | 6 | 4 | 1 | 0 days |
| 10-08-2023 | - | Yes | 6 | 6 | 2 | 36 days |
| 28-09-2023 | - | Yes | 6 | 4 | 1 | 48 days |
| - | 03-10-2023 | Yes | 6 | 4 | 1 | 04 days |
| - | 20-10-2023 | Yes | 6 | 4 | 1 | 16 days |
| - | 27-10-2023 | Yes | 6 | 6 | 2 | 06 days |
| - | 07-11-2023 | Yes | 6 | 6 | 2 | 10 days |
| - | 21-12-2023 | Yes | 6 | 6 | 2 | 43 days |
| * to be filled in only for the current quarter meetings | | | | | | |
| IV. Meetings of Committees | | | | | | |

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| Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details)** Yes / No | Total Number of Directors as on date of the meeting | Number of Directors present*(all including independent directors) | Number of independent directors attending the meeting** | No. of members attending the meeting (other than Board of Directors) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
|---|---|---|---|---|---|--|---|---|
| 1. Audit Committee | 27-10-2023 | Yes | 3 | 3 | 2 | 0 | 10.08.2023 | 77 days |
| | 07-11-2023 | Yes | 3 | 3 | 2 | 0 | - | 10 days |
| | 21-12-2023 | Yes | 3 | 3 | 2 | 0 | - | 43 days |
| 2. Risk Management Committee | 21-12-2023 | Yes | 3 | 3 | 2 | 0 | 04.07.2023 | 169 days |
| 3. Corporate Social Responsibility Committee | - | - | - | - | - | - | 28.09.2023 | - |
| | | | | | | | | |
| * 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

| V. Related Party Transactions | |
|--|--|
| Subject | Compliance status (Yes/No/NA) refer note below |
| Whether prior approval of audit committee obtained | Yes |

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| | |
|---|------|
| Whether shareholder approval obtained for material RPT | N.A. |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee | N.A. |
| <p>Note: <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> | |

Details of Cyber Security Incidence

| Subject | Compliance status (Yes/No) |
|--|-------------------------------|
| Whether as per Regulation 27(2)(ba) 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 | NA |
| Brief details of the event | NA |

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Affirmations

| Subject | Compliance status (Yes/No) |
|---|-------------------------------|
| 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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| Subject | Compliance Status |
|----------------|---|
| Name | Neha Wason |
| Designation | Company Secretary and Compliance Officer |

For One International Center Private Limited

Neha Wason
Company Secretary and Compliance officer

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