

AEROGRID ADVANCED HOSTING SOLUTIONS PRIVATE LIMITED

(Earlier known as "Alotronix Warehousing Fourteen Private Limited")

October 21, 2025

To,
The Manager – Listing Department
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai - 400001
Maharashtra, India

Dear Sir / Madam,

Subject: Report on Corporate Governance under Regulation 62Q of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for the quarter and half year ended September 30, 2025

ISIN	Security Name	BSE Scrip Code
INE1YOE07026	Series 1 Debentures	976796
INE1YOE07018	Series 2 Debentures	976797
INE1YOE07034	Series 3 Debentures	976798

Pursuant to the provisions of Regulations 62Q of SEBI Listing Regulations, please find attached the Quarterly Compliance Report on Corporate Governance Report for the quarter and half year ended September 30, 2025 as Annexure 1, III & IV along with disclosure on cyber security incident(s) or breach or loss of data or document and details of material transactions with related parties.

The above information is being hosted on the Company's website www.aerogrid.in as required in terms of SEBI Listing Regulations.

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For **Aerogrid Advanced Hosting Solutions Private Limited**
(Formerly known as Alotronix Warehousing Fourteen Private Limited)

Varsha Aswani
Company Secretary and Compliance Officer
Membership No: A45961

Annexure 1

A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

1. Name of the Listed Entity: Aerogrid Advanced Hosting Solutions Private Limited (formerly Alotronix Warehousing Fourteen Private Limited)
2. Quarter ending: 30th September 2025

I. Composition of Board of Directors												
Title (Mr./Ms.)	Name of the Director	PAN^S & DIN	Category (Chairperson / Executive / Non-Executive/in dependent/ Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mr.	Srejan Goyal	AZLPG9289R and 09292309	Non- Executive Director	02-04-2025	NA	NA	-	15-04-1993	1	-	-	-
Mr.	Shravan Sharma	CKFPS5140A and 07380246	Non-Executive Director	02-04-2025	NA	NA	-	21-01-1989	1	-	1	-
Ms.	Varsha Aswani	AIEPC0162F	Company Secretary & Compliance Officer	01-05-2025	NA	NA	NA	24-05-1990	-	-	-	-
Mr.	Harekrushna Jena	AIOPJ3430D	Chief Financial Officer	20-05-2025	NA	NA	NA	20-07-1986	-	-	-	-
Mr.	Nimesh Ramniklal Mehta	AABPM6804H and 01487962	Independent Director	09-07-2025	NA	22-08-2025	-	18-12-1968	-	-	-	-

Ms.	Dipti Atul Mehta	ADTPM7881 P and 00112368	Independent Women Director	09-07-2025	NA	NA	2 months 22 days	28-10-1966	1	1	1	-
Mr.	Milind Bal Mukand Agal	AGRPA6350 N and 11259638	Independent Director	28-08-2025	NA	NA	1 month 3 days	25-02-1978	1	1	1	-
Whether Regular chairperson appointed – No												
Whether Chairperson is related to managing director or CEO – No												
\$PAN number 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 Director. Tenure would mean a total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.												

II. Composition of Committees					
<i>Name of Committee</i>	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	No	Mr. Shravan Sharma	Non-Executive	02-04-2025	-
		Ms. Dipti Atul Mehta	Non-Executive – Independent	09-07-2025	-
		Mr. Milind Bal Mukand Agal	Non-Executive – Independent	28-08-2025	-
		Mr. Nimesh Ramniklal Mehta	Non-Executive – Independent	09-07-2025	22-08-2025
2. Nomination & Remuneration Committee #	-	-	-	-	-
3. Risk Management Committee (if applicable) #	-	-	-	-	-
4. Stakeholders Relationship Committee #	-	-	-	-	-
<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> <i>(Note:</i> <i>a. The functions of the Nomination & Remuneration Committee (NRC), Stakeholders Relationship Committee (SRC) and Risk Management Committee (RMC) are discharged by the Board of Directors / Audit Committee in accordance with the Regulations 62G, 62H and 62I of SEBI (Listing Obligations and Disclosure Requirements) hence the NRC, SRC and RMC are not constituted.)</i>					

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors' present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
-	-	-	-	02-04-2025	47
-	-	-	-	03-04-2025	1
-	-	-	-	22-04-2025	19
-	-	-	-	29-04-2025	7
-	-	-	-	05-05-2025	6
-	-	-	-	07-05-2025	2
-	-	-	-	15-05-2025	8
-	-	-	-	16-05-2025	1
-	-	-	-	20-05-2025	4
-	-	-	-	22-05-2025	2
-	-	-	-	06-06-2025	15
-	-	-	-	11-06-2025	5
-	-	-	-	13-06-2025	2
09-07-2025	Yes	2	-	-	26
14-08-2025	Yes	4	2	-	36
28-08-2025	Yes	3	1	-	14
29-08-2025	Yes	4	2	-	1
26-09-2025	Yes	4	2	-	28
* to be filled in only for the current quarter meetings					

IV. Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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**

Audit Committee	13-08-2025	Yes	3	2	-	-
Audit Committee	28-08-2025	Yes	3	2	-	15
Audit Committee	26-09-2025	Yes	3	2	-	29
* to be filled in only for the current quarter meetings						
** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is Optional						

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
Notes: 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. 2.If status is “No” details of non-compliance may be given here Note: - Pursuant to issuance of Listed Secured Rated Non-Convertible Debentures for an amount of Rs. 1510 crores by the Company on June 13, 2025, the Company acquired the status of high-value debt listed entity with effect from June 17, 2025. - A related party transaction between Nexus Select Mall Management Private Limited and South City Projects (Kolkata) Limited (i.e., unlisted material subsidiary of the Company) was approved by the Audit Committee and the Board of Directors of the Company on 01st August 2025 and 05th August 2025 respectively. The same was approved by the Debenture Trustee in terms of Regulation 62K(5) of SEBI LODR on October 08, 2025 and the same will be taken up for the approval of the shareholders in the next general meeting.	

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee*
 - c. Stakeholders relationship committee*
 - d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)*
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.
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.
5. ~~This report and/or~~ the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here. -No comments were made by the Board of Directors on the report of the previous quarter i.e., June 30, 2025.

Name and designation:

Varsha Aswani

Company Secretary/ Compliance Officer

**(Note: The functions of the Nomination & Remuneration Committee (NRC), Stakeholders Relationship Committee (SRC) and Risk Management Committee (RMC) are discharged by the Board of Directors / Audit Committee, as applicable, in accordance with the Regulations 62G, 62H and 62I of SEBI (Listing Obligations and Disclosure Requirements) hence the NRC, SRC and RMC are not constituted.)*

Note:

Information at Table I and II above needs to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement “same as previous quarter” may be given.

ANNEX III

Format to be submitted by listed entity at the end of 6 months from the close of financial Year
Half year ending: September 30, 2025

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	NA
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	NA
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report*	24A (1)	NA
Submission of Annual Secretarial Compliance Report*	24A (2)	NA
Whether “Corporate Governance Report” disclosed in Annual Report*	34(3) read with Para C of Schedule V	NA

Note

- 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.
- 2 If status is "No" details of non-compliance may be given here.
If the Listed Entity would like to provide any other information the same may be indicated here.

*It is to be noted that pursuant to issuance of Listed Secured Rated Non-Convertible Debentures for an amount of Rs. 1510 crores by the Company on June 13, 2025, the Company acquired the status of high value debt listed entity with effect from June 17, 2025. Accordingly, the provisions of Chapter V and VA of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, were not applicable to the Company as at March 31, 2025.

Varsha Aswani

Company Secretary & Compliance Officer / ~~Managing Director~~ / CEO / CFO

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

ANNEX IV
Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year Half year ending – September 30, 2025

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any Other entity controlled by them	Nil	0	0
Promoter Group or any other entity controlled by them	Nil	0	0
Directors (including relatives) or any other entity controlled by them	Nil	0	0
KMPs or any other entity controlled by them	Nil	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	0	0
Promoter Group or any other entity controlled by them	Nil	0	0
Directors (including relatives) or any other entity controlled by them	Nil	0	0
KMPs or any other entity controlled by them	Nil	0	0

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name & Designation

Harekrushna Jena.

Harekrushna Jena

CEO/ CFO

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

Details of Cyber Security Incidence
as on September 30, 2025

Whether as per Regulation 62Q (2)(C) of Listing Regulations, there has been cyber security incidents or breaches or loss of data or documents during the quarter.		No
Date of the event	Brief details of the event	
NA	NA	

Details of Material Related Party transactions for the period ended September 30, 2025

S. No	Details of the party (listed entity/ subsidiary) entering into the transaction		Details of the counterparty			Type of related party transaction	Value of the related party transaction as approved by the Audit committee (₹ in Lakhs)	Value of transaction during the reporting period (₹ in lakhs)	In case monies are due to either party as a result of the transaction		In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments			Details of the loans, inter-corporate deposits, advances or investments				
			Name	PAN	Relationship of the counterparty with the listed entity or its subsidiary				Opening balance (₹ in lakhs)	Closing balance (₹ in lakhs)	Nature of indebtedness (loan/ issuance of debt/ any other etc.)	Cost	Tenure	Nature (loan/ advance/ inter-corporate deposit/ investment)	Interest Rate (%)	Tenure	Secured/ unsecured	Purpose for which the funds will be utilized by the ultimate recipient of funds (end-usage)
1.	South City Projects (Kolkata) Limited (“SCPKL”)	AAA CD8 933A	Nexus Select Mall Management Private Limited (“NSMMPL”)	AAH CN6 694D	NSMMPL is a related party of the listed entity, and the transaction is between NSMMPL and SCPKL i.e., unlisted material subsidiary of the listed entity.	Availing of property management services	Payment of 2% of the net operating income by SCPKL to NSMMPL.	105.86	Nil	34.80	NA	NA	NA	Nil	NA	NA	NA	NA
2.	Aerogrid Advance d Hosting Solutions Private Limited	ABA CA0 646C	South City Projects (Kolkata) Limited (“SCPKL”)	AAA CD8 933A	SCPKL is the wholly owned subsidiary of the listed entity.	Rendering of Services as per Service Agreement	Higher of Rs. 100 Lakhs per month or the actual expenses incurred by	392.44	128.81	335.56	NA	NA	NA	Nil	NA	NA	NA	NA

			L”)			nt	the listed entity + 15% of such expenses											
3.	Aerogrid Advance d Hosting Solutions Private Limited	ABA CA0 646C	South City Projects (Kolkata) Limited (“SCP L”)	AAA CD8 933A	SCPKL is the wholly owned subsidiary of the listed entity.	Security Deposit received by Aerogrid	Interest-free refundable security deposit of ₹650 lakh.	550	100	650	NA	NA	NA	Nil	NA	NA	NA	NA