नैबफिड । राष्ट्रीय अवसंरचना वित्तपोषण और विकास बैंक NaBFID | National Bank for Financing Infrastructure and Development

October 15, 2025

To

BSE Limited Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 National Stock Exchange of India Limited Listing Department Exchange Plaza, 5th floor Plot No. C/1, G, Block Bandra-Kurla Complex, Bandra (East), Mumbai 400 051

Dear Sir/Madam,

Subject: Report on Corporate Governance under Regulation 27 (2) read with Regulation 62Q of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 27(2) read with Regulation 62Q of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Report on Corporate Governance for the quarter and half year ended September 30, 2025.

Please take the above information on record.

Thanking you.

Yours sincerely,

FOR NATIONAL BANK FOR FINANCING INFRASTRUCTURE AND DEVELOPMENT

Swati Patil Lahiri Vice President & Company Secretary

cture and Development
tory Textual Information(1)
rson No
CEO No
of Category 3 of Date of directors Birth
12-07- 1959
20-09- ole 1958
07-04- 1956
12-12-
ble 1962

General information about company

Scrip code

974906

						•					
6	Mr	Suresh Patel		07202263	B Ir	Non-Execu ndependent l		Not Applicable			25-12- 1967
7	Ms	Gurneet Tej		07047188	3	Non-Execu Nominee Di		Not Applicable			15-09- 1981
8	Mr	Manoj Muttathil Ayyappan		10733238	3	Non-Execu Nominee Di		Not Applicable			03-10- 1974
9	Ms	Manasa Gangotri Kata		11020392	2	Non-Execu Nominee Di		Not Applicable			07-01- 1984
10	Mr	Rajkiran Gundyadka Rai		07427647	7	Executive D	irector	Not Applicable			19-05- 1962
11	Mr	B.S. Venkatesha		08489577	7	Executive D	irector	Not Applicable			08-05- 1974
12	Ms	Monika Kalia		08579733	3	Executive D	irector	Not Applicable			26-02- 1973
13	Mr	Samuel Joseph Jebaraj		02262530)	Executive D	irector	Not Applicable			22-06- 1968
			I. Compo	sition of B	oard (of Directors					
		Disquali	fication of Directors	s under sec	tion 1	64 of the Co	mpanies Act	., 2013			
Sr	Wheth	Whether the director is disqualified? Start Do		squalification End Date of o		Date of disqua	ification	Details of disqua	alification	Currei	nt status
1		No				Ac	ctive				
2		No								Ac	ctive
3		No								Ac	ctive
4		No								Ac	ctive
5		No								Ac	ctive
6		No								Ac	ctive
7		No								Ac	ctive
8		No								Ac	ctive
9		No								Ac	tive
10		No								Ac	ctive
11		No								Ac	ctive
12		No								Ac	ctive
13		No								Ac	ctive
			I. Compo	osition of B	oard	of Directors					
	XA7ln - 4l.			No Direct		No of Independent Directorship	Number of memberships	No of post of Chairperson in Audit/			
	Whether special		Ten	in li iure enti	sted	in listed entities	in Audit/ Stakeholder	Stakeholder Committee			

including

this listed

entity (Refer

Regulation

17A of

Listing

Regulations)

4

3

3

2

2

1

1

including

this listed

entity [with

reference to

proviso to

regulation

17A(1) &

17A(2)]

4

3

3

2

2

0

0

Committee(s)

including this

listed entity

(Refer

Regulation

26(1) of

Listing

Regulations)

6

4

3

2

4

3

0

0

10-04-2022

18-10-2023

18-10-2023

Date of

Appointment

10-04-2022

05-06-2022

10-04-2022

17-04-2024

30-11-2024

18-08-2025

05-06-2022

05-06-2022

18-10-2023

08-09-2022

Date of

Appointment

Date of

Cessation

Category 2 of directors | Remarks

Number of

Directors present*

(All directors

including

Independent

Director)

11

11

12

11

9

Number of

Directors

Present (All

Directors

including

Independent

Director)

Remarks

No. of

Independent

Directors

attending the

meeting*

No. of

members

attending

the

meeting

(other

than

Board of

No. of

members

attending

the

meeting

(other

than

Board of

Directors)

0

0

0

0

0

If status is Noldetails of

non-compliance may be

given here.

Compliance status

(Yes/No/NA)

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Balance

0

0

Yes

Compliance Status

outstanding at the

end of six months

No. of

Independent

Directors

attending

the

meeting*

3

3

3

3

2

6

6

6

6

No. of

Independent

Directors

attending

the

meeting*

Chairperson

Member

Member

Member

Category 2 of

directors

Annexure 1

Whether

requirement of

Quorum met

(Yes/No)

Yes

Yes

Yes

Yes

Yes

Annexure 1

Reson for

not

providing

date

Whether

requirement

of Quorum

met

(Yes/No)

Total Number

of Directors

as on date of

the meeting

Total

Number of

Directors

in the

Committee

as on date

of the

Total

Number of

Directors

in the

Committee

as on date

of the

meeting

Number of

Directors

Present (All

Directors

including

Independent

Director)

12

12

12

12

11

Date of

Cessation

30-07-2025

24-07-2025

Remarks

Textual

Information(1)

Mr. T.N. Manoharan (DIN:01186248) ceased from the Independent Directorship of the Institution, due to

Category 2 of

directors

Chairperson

Member

Member

Member

Member

Member

Member

Member

Member

Sr Text Block

held in

listed

entities

including

this listed

entity (Refer

Regulation

26(1) of

Listing Regulations)

1

1

2

0

2

2

1

0

0

Notes for

providing

PAN

Reason

for

Cessation

Others

Notes for

providing

DIN

director

(in

months)

41.22

39.27

39.22

23.14

23.14

23.14

Date of

cessation

30-07-

2025

24-07-

2025

resolution

passed?

[Refer Reg.

17(1A) of

Listing

Regulations]

NA

NA

NA

NA

NA

NA

NA

NA

NA

3

5

10

Date of

passing

special

resolution

Initial Date

of

appointment

10-04-

2022

05-06-

2022

10-04-

2022

18-10-

2023

18-10-

2023

18-10-

2023

06-06-

2025

-80-60

2024

24-07-

2025

-80-80

2022

SUNDARARAJAN

L.V. Prabhakar

N.S. Kannan

Nomination and remuneration committee

ARUNA

Manoharan

L.V. Prabhakar

Name of Committee

members

Balasubramanyam Sriram

Thothala Narayanasamy

Manoj Muttathil Ayyappan

Manasa Gangotri Kata

Balasubramanyam

SUNDARARAJAN

Rajkiran Gundyadka Rai

Name of Committee

members

L.V. Prabhakar

Corporate Social Responsibility Committee

Sriraiii ARUNA

1 02993708

03523267

08110715

07427647

DIN

Number

Other Committee

Annexure 1

III. Meeting of Board of Directors

of board of directors

explanatory

Date(s) of

meeting (if

any) in the

current

quarter

29-07-2025

23-09-2025

Date(s) of

meeting

(Enter dates

of Previous

quarter and

Current

quarter in

chronological

Disclosure of notes on meeting

Date(s) of

meeting (if

any) in the

previous

quarter

21-04-2025

30-04-2025

19-06-2025

IV. Meeting of Committees

Name of

Committee

IV. Meeting of Committees

Name of

Committee

Risk

Risk

Risk

Risk

10

Committee

Committee

Management

Management

Stakeholders

Relationship

Committee

Sr Particulars

General Meeting

Name of signatory

Additional Half yearly Disclosure

Promoter or any other entity controlled by them

Promoter Group or any other entity controlled by

Designation

Applicability of disclosure

Entity

them

controlled by them

Affirmations

Name

Place

Date

Designation

Name of signatory

Place

Date

Designation of person

(D) Additional Information

KMPs or any other entity controlled by them

them are in the economic interest of the company.

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) 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

Monika Kalia

CFO

Mumbai

15-10-2025

Swati Patil Lahiri

Mumbai

15-10-2025

Signatory Details

Company Secretary and Compliance Officer

securities in connection with any loan(s) (or other form of debt) given directly or

Reason for Non Applicability

Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report,

Presence of Chairperson of Audit Committee at the Annual

Presence of Chairperson of the nomination and remuneration

Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report

Whether Corporate Governance Report disclosed in Annual

Presence of Chairperson of the Stakeholder Relationship

Submission of Annual Secretarial Compliance Report

business responsibility report displayed on website

committee at the annual general meeting

committee at the annual general meeting

Committee

Committee

Sr

Date(s) of

meeting

(Enter dates

of Previous

quarter and

Current

quarter in

chronological

order)

25-07-2025

17-09-2025

24-04-2025

Management | 25-04-2025

Management | 17-06-2025

Maximum

gap

between

any two

consecutive

(in number

of days)

52

37

53

Sr

SUNDARARAJAN

ARUNA

03523267

08110715

00066009

Textual Information(1)

DIN

Number

03523267

02993708

01186248

08110715

10733238

11020392

Date of Re-

appointment

11	NA	19-09- 2022				1	0	0	0			
12	NA	16-11- 2022				1	0	1	0			
13	NA	06-04- 2023				1	0	1	0			
			•						•			
					T	ext Block						
Te	A) Clarification on Whether listed entity has regular Chairman: As per The National Bank for Financin Infrastructure and Development Act, 2021 (NaBFID Act 2021), the Chairman is appointed by the Central Government in consultation with the Reserve Bank of India. Shri K.V. Kamath was appointed a Chairperson of NaBFID upon completion of 3 years w.e.f October 29, 2021 and hence he ceased to be the Chairperson of NaBFID upon completion of his tenure on October 28, 2024. The institution has intimated about the vacant position to the Central Government with request to do needful. B) Government of India, Ministry of Finance, Department of Financial Services appointed Ms. Manasa Gangotri Kata as nominee Director vice Mr. Manoj Muttathil Ayyappan w.e.f. July 24, 2025. C) Shri. T.N. Manoharan, Independent Director passed away on July 30, 2025. Textual Information(1) Note: 1. While calculating directorships in listed entities, only directorships in equity listed companies and HVDLE have been considered 2. While calculating the committee positions of the Directors, both listed and unlisted public limited companies and HVDLE have been considered. 3. Number of memberships in Audit/Stakeholder Committee includes Chairpersonship, wherever applicable.										ted as ne nasa	
					A	nnexure :	l					
				II.	Compo	sition of Co	mmittees					
			Disclos	ire of note	s on com	position of	committees	explanatory	Textual 1	Information(1)	
				Ι	Annexu	ıre 1 Text	Block					
Te	extual Inforn	nation(1)								torship and C , July 30, 202		nip of
Aı	udit Comm	ittee Details										
		,	Whether the A	Audit Com	mittee h	as a Regular	Chairperson	n No				
Sr	DIN Number	Name of Co memb		Category	1 of dire	ectors	ntegory 2 of directors	Date Appoint		Date of Cessation	Rema	rks
1	01186248	Thothala Naray Manoharan	ranasamy	Non-Exec Independ		Cha	irperson	10-04-202	22 3	80-07-2025	Textual Information	n(1)

Independent Director

Independent Director

Independent Director

his sad demise on Wednesday, July 30, 2025

Category 1 of directors

Independent Director

Independent Director

Independent Director

Independent Director

Non-Executive -

Independent Director

Independent Director

Independent Director

Category 1 of

directors

Notes for

not

providing

Date

Disclosure of notes on meeting of committees explanatory

Name of

other

committee

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

Maximum gap

between any two

consecutive (in

number of days)

Maximum

gap

between

any two

consecutive

(in number

of days)

49

39

Executive Director

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Nominee Director

Nominee Director

Whether the Nomination and remuneration committee has a Regular Chairperson Yes

Non-Executive -

Non-Executive -

Non-Executive -

	Sr Text Block									
Textual Information(1) Directorship ceased on July 24, 2025										
Sta	akeholders R	elationship Con	nmittee							
	7	Yes								
Sr	DIN Number	Name of Co memb		Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	07202263	Suresh Patel		Non-Executive - Independent Director	Chairperson	18-10-2023				
2	01186248	Thothala Naray Manoharan	anasamy	Non-Executive - Independent Director	Member	20-07-2023	30-07-2025			
3	08579733	Monika Kalia		Executive Director	Member	20-07-2023				
4	02262530	Samuel Joseph	Jebaraj	Executive Director	Member	18-10-2023				
					•			•		
Ri	sk Managem	ent Committee								
		Whether t	he Risk Ma	nagement Committee has a R	Regular Chairperson	Yes				
Sr	DIN Number	Name of Commember		Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		

		order)	3 /			meeting	,		Directors
1	Audit Committee	30-04-2025			Yes	4	4	4	0
2	Audit Committee	29-07-2025	89		Yes	4	4	4	0
3	Nomination and remuneration committee	23-04-2025			Yes	5	5	4	0
4	Nomination and remuneration committee	16-06-2025	53		Yes	5	4	4	0
5	Nomination and remuneration committee	18-06-2025	1		Yes	5	5	4	0
6	Nomination and remuneration committee	24-07-2025	35		Yes	5	5	4	0

Annexure 1

Reson for

not

providing

date

Name of

other

committee

Whether

requirement

of Quorum

met

(Yes/No)

Yes

Yes

Yes

Yes

Yes

Annexure 1

4

3

V.]	Rela	nted Party Transactions						
Sr	Sr Subject Compliance status (Yes/No/NA) If status is Noldetails of non-compliance may be given here.							
1	Wh	nether prior approval of audit committee	obtained	NA				
2	Wh	nether shareholder approval obtained for	material RPT	NA				
3		nether details of RPT entered into pursual ve been reviewed by Audit Committee	nt to omnibus approval	NA				
			Annexu	re 1				
VI	. Aff	irmations						
Sr	Sr Subject							
1		e composition of Board of Directors is in gulations, 2015	terms of SEBI (Listing	obligations and disclosu	ire requirements)	Yes		
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee							
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee							
4		e composition of the following committe uirements) Regulations, 2015. c. Stakeho	•		isclosure	Yes		
5		e composition of the following committe uirements) Regulations, 2015. d. Risk ma				Yes		
6		e committee members have been made av sting obligations and disclosure requirem			specified in SEBI	Yes		
7		e meetings of the board of directors and t SEBI (Listing obligations and disclosure			e manner as specified	Yes		
8	Thi	is report and/or the report submitted in th	e previous quarter has b	een placed before Board	l of Directors.	Yes		
			Annexu	re 1				
Sr		Subject	Compliance status					
1		Name of signatory	y Swati Patil Lahiri					
2		Designation	Company Secretary and	d Compliance Officer				
			Annexui	re III				
Ш	. Aff							

Regulation

Number

46(2)

18(1)(d)

19(3)

20(3)

24A(1)

24A(2)

Annexure III

Company Secretary and Compliance Officer

Aggregate amount advanced during six

Swati Patil Lahiri

Applicable

months

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

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

Textual Information(1)

34(3) read with

para C of Schedule

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 indirectly, in connection with any loan	· -		ity directly or
Entity 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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed other form of debt availed by	l entity directly or indirectly, in c	connection with a	ny loan(s) or any
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity	0	0	0

Details of Cyber security incidence						
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						
Number of cyber secur	ity incidence or breaches or loss of data event occurred during the quarter					
Sr.	Sr. Date of the event					
	Signatory Details					

Textual Information(2)

Textual Information(3)

Company Remarks

		-