

CIN : L45207GJ2012PLC070279

Corporate Office: INOXGFL Towers, Plot No.17, Sector-16A, Noida-201301, Uttar Pradesh, India. Tel: +91-120-6149600 | contact@inoxgreen.com
Fax: +91-120-6149610 | https://inoxgreen.com

IGESL: NOI: 2024

27th May, 2024

The Secretary BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001	The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E) Mumbai 400 051
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Scrip code: 543667

NSE Symbol: INOXGREEN

Sub: Annual Secretarial Compliance Report for the financial year ended 31st March, 2024

Dear Sir/ Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015, please find enclosed herewith Annual Secretarial Compliance Report dated 27th May, 2024 for the financial year ended 31st March, 2024 issued by M/s. VAPN & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company.

You are requested to take the above on record.

Thanking You

Yours faithfully,
For **Inox Green Energy Services Limited**

Anup Kumar Jain

Anup Kumar Jain
Company Secretary

Enclosures: A/a



An **INOXGFL** Group Company
BEYOND INFINITY

Registered Office : Survey No. 1837 & 1834, At Moje Jetalpur, ABS Tower, 2nd Floor, Old Padra Road, Vadodara-390 007, Gujarat, INDIA
Tel : +91-265-6198111 / 2330057, Fax : +91-265-2310312

Vadodara Office: ABS Towers, 2nd Floor, Old Padra Road, Vadodara-390007, Gujarat, India | Tel : 91-265-6198111/2330057 | Fax: +91-265-2310312



**Annual Secretarial Compliance Report
of
Inox Green Energy Services Limited
For the Financial Year Ended March 31, 2024**

[Pursuant to SEBI Circular **CIR/CFD/CMD1/27/2019** dated February 08, 2019, for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Inox Green Energy Services Limited
(Formerly known as **Inox Wind Infrastructure Services Limited**)
CIN: L45207GJ2012PLC070279

Registered Office: Survey No. 1837 & 1834 at Moje
Jetalpur, ABS Tower, Second Floor, Old Padra
Road, Vadodara, Gujarat - 390007

Corporate Office: InoxGFL Towers, Plot No.17 Sector 16A
Noida, Uttar Pradesh - 201301

We, **M/s. VAPN & Associates, Practicing Company Secretaries**, have conducted the Secretarial Compliance Audit for the financial year ended March 31, 2024, pursuant to the provisions of Securities and Exchange Board of India ("**SEBI**") Regulations and the circulars/guidelines issued thereunder, from time to time, as applicable to the **Inox Green Energy Services Limited ("Company")**.

The audit was conducted in a manner that provided us a reasonable basis for evaluating the statutory compliances and expressing our opinion thereon. We have examined:

- (a) all the documents and records made available to us, and the explanation provided by the Company,
- (b) the filings/ submissions made by the Company to stock exchanges, as applicable,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended March 31, 2024 ("**Review Period**") in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, and guidelines issued thereunder, as applicable; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), rules made thereunder, and the Regulations, circulars, and guidelines issued thereunder by the Securities and Exchange Board of India ("**SEBI**");

Office:
B-5/41, Sector 8, Vivekanand Apartment, Rohini-110085, Delhi
Tel. No. 01149058932/45040789
Email: info@vapn.in



The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include: -

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018- **(Not applicable on the Company, during the review period)**;
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Depositories Act, 1996 and The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) The Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client;

and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:



(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, **except** in respect of matters specified below: -

Sr. No.	Compliance requirement (regulations/circulars/guidelines including specific clauses)	Regulation Name/ SEBI Circular number/ Circular dated	Deviations	Action Taken by	Type of Action (Advisory/ Clarification / Fine / Show Cause Notice / Warning, etc.)	Details of Violation	Fine Amount (In Rs.)	Observations/remarks of the practising Company Secretary, if any	Management Response	Remarks
1.	The vacancy in the office of the Compliance Officer shall be filled by the listed entity at the earliest, and in any case not later than three months from the date of the vacancy.	Regulation 6 of SEBI (LODR) Regulations, 2015.	Deviation from the specified timeline for filling the vacancy in the office of the Compliance Officer beyond the stipulated three months' time period	Stock Exchanges levied penalty as per the Standard Operating Procedures (SOPs) issued by SEBI.	Levied fine by BSE Ltd (BSE) and National Stock Exchanges of India Limited (NSE)	Delay in filling the vacancy of Compliance officer.	Rs. 29,000 each for quarter ended 30 th June, 2023 and Rs.69,000 each for quarter ended 30 th September, 2023 by BSE and NSE.	Company has filled the vacancy of compliance officer on 8 th September, 2023, and also paid the fine levied by stock exchanges as per SOPs.	The Company has made the default good and paid the fine levied by stock exchanges	-

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(b) The Company has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance requirement (regulations/circulars/guidelines including specific clauses)	Regulation Name/ SEBI Circular number/ circular dated	Deviations	Action Taken by	Type of Action (Advisory /Clarification/Fine/ Show Cause Notice/ Warning, etc.)	Details of violation	Fine Amount (In Rs.)	Observations of the Practicing Company Secretary: - in the previous reports - report for the year ended - Comments on the actions taken by the listed entity.	Remedial actions, if any, taken by the listed entity/ Management Response	Remarks
1.	Listed entity shall submit unaudited quarterly/Half yearly financial results within 45 days from the end of the quarter.	Regulation 52(1) of SEBI (LODR), Regulations, 2015	Non-submission of the financial results within the period prescribed	BSE Limited (BSE)	Fine levied by BSE	Delay in submission of the financial results for the quarter/ half year ended September, 2022	1,06,200	- The Company has submitted the financial results with a delay of 18 days. - For the year ended 31/03/2023 - Company has made the default good.	The Company has made the default good and paid the fine levied by BSE	Matter was closed
2.	Listed entity shall disclose line items along with financial results.	Regulation 52(4) of SEBI (LODR), Regulations, 2015	Non-disclosure of line items prescribed under Regulation 52(4)	BSE Limited (BSE)	Fine levied by BSE	Delay in submission of line items along with in compliance with financial results	18,000	- The Company submitted the financial results, along with line items, as per Regulation 52(4) of SEBI (LODR) Regulations, 2015, with a delay of 18 days. - For the year ended 31/03/2023 - Company has made the default good.	The Company has made the default good and paid the fine levied by BSE	Matter was closed
3.	Listed entity shall submit financial results including the	Regulation 52(7) / 57(7A) of SEBI	Non-submission of statement	BSE Limited (BSE)	Fine levied by BSE	Delay in submission of the submit	18,000	- The Company has submitted the financial results, including the statement indicating the	The Company has made the default good and	Matter was closed

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	statement indicating the utilization of issue proceeds / Material deviation in the use of proceeds	(LODR), Regulations, 2015	indicating the utilization of issue proceeds/ Material deviation in the use of proceeds			financial results including the statement indicating the utilization of issue proceeds / Material deviation in the use of proceeds		utilization of issue proceeds and any material deviation in their use, with a delay of 18 days - For the year ended 31/03/2023 - Company has made the default good.	paid the fine levied by BSE	
4.	Listed entity shall disclose to the stock exchange in financial statements, the extent and nature of security created and maintained with respect to its secured listed non-convertible debt securities.	Regulation 54 (2) of SEBI (LODR), Regulations, 2015	Non-disclosure of extent and nature of security created and maintained with respect to secured listed NCDs in the financial statements.	BSE Limited (BSE)	Fine levied by BSE	Delay in submission of the financial results and security cover, in compliance with regulation 54(2)	18,000	- The Company has submitted details of security cover to the extent and nature of security created and maintained with respect to its secured listed non-convertible debt securities with a delay of 18 days along with the financial results. - For the year ended 31/03/2023 - Company has made the default good.	The Company has made the default good and paid the fine levied by BSE	Matter was closed

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(c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

We have examined the compliance of above regulations, circulars, guidelines issued thereunder as applicable during the review period and based on confirmation received from management of the company, as and where required, affirm that:

Sr. No.	Particulars	Compliance Status (Yes/No/NA) Observations/Remarks by PCS*	Observations/Remarks by PCS*
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	Nil
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none">•All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities• All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	Nil
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none">•The Listed entity is maintaining a functional website• Timely dissemination of the documents/information under a separate section on the website• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	Nil
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	Nil
5.	<u>To examine details related to Subsidiaries of listed entities:</u>	Yes	Nil



	(a) Identification of material subsidiary companies; and (b) Requirements with respect to disclosure of material as well as other subsidiaries		
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	Nil
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations	Yes	Nil
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved /ratified /rejected by the Audit committee.	Yes Not Applicable	Nil As the Company has obtained prior approval of the Audit Committee for all related party transactions, no subsequent approval / rectification was sought.
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	Nil
11.	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various Circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	No	It is noted that during the period under review, Stock Exchanges levied penalty as per the Standard Operating Procedures issued by SEBI for non-compliance of requirement to appoint a qualified company secretary as the compliance officer, as per Regulation 6 of SEBI (LODR) Regulations, 2015.

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VAPN & ASSOCIATES.

COMPANY SECRETARIES

			The Company had made the default good and also paid the imposed fine as directed by the Stock Exchanges.
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Not Applicable	No resignation was received from Auditors of the Company or its material subsidiaries.
13.	<u>Additional non-compliances, if any:</u> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	Nil

For VAPN & Associates

Practicing Company Secretaries

Firm Registration No.: P2015DE045500

Peer Review No. 975/2020

PRABHAKAR
KUMAR

Digitally signed by PRABHAKAR
KUMAR
Date: 2024.05.27 16:18:32 +05'30'

Prabhakar Kumar
Partner

Membership No.: F5781

COP. No.: 10630

ICSI UDIN: F005781F000459113

Place: New Delhi

Date: 27/05/2024

Note: This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report.

Office:

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Annexure-A

To,
The Inox Green Energy Services Limited
(Formerly known as **Inox Wind Infrastructure Services Limited**)
CIN: L45207GJ2012PLC070279
Registered Office: Survey No. 1837 & 1834 at Moje
Jetalpur, ABS Towers, Second Floor, Old Padra
Road, Vadodara Gujrat India-390007
Corporate Office: Inox Towers, Plot No.17 Sector 16A
Noida UP India-201301

Our report of even date is to be read along with this letter.

1. It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.
2. Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.
3. We have conducted our Audit remotely based on the records and information made available to us through electronic platform by the Company.
4. Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.
5. The Secretarial Compliance report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For VAPN & Associates
Practicing Company Secretaries
Firm Registration No.: P2015DE045500
Peer Review No. 975/2020

PRABHAKAR
KUMAR

Digitally signed by PRABHAKAR
KUMAR
Date: 2024.05.27 16:18:54 +05'30'

Prabhakar Kumar
Partner
Membership No.: F5781
COP. No.: 10630
ICSI UDIN: F005781F000459113

Place: New Delhi
Date: 27/05/2024

Office:
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