

29.05.2025

To,
The General Manager
Listing Compliances
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai—400001
Scrip Code:533644

To,
The General Manager
Listing Compliances
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai-400001
Symbol: UEL

Sub: Submission of Annual Secretarial Compliance Report of the Company for the Financial Year ended March 31, 2025

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report of the Company for the Financial Year ended March 31, 2025, issued by Ashish Karodia & Co., Company Secretaries, the Secretarial Auditors of the Company.

The above information will also be made available on the website of the Company at <https://www.ujaas.com/>

We request you to kindly take the above information on record.

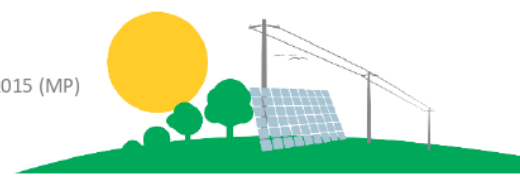
**Thanking you,
For Ujaas Energy Limited**

Sarvesh Diwan
(Company Secretary & Compliance Officer)
M. No.: A70139

Encl: as above

UJAAS ENERGY LIMITED

Office: Survey No. 211/1, Opposite Sector-C and Metalman, Sanwer Road Industrial Area, Indore 452015 (MP)
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Email: info@ujaas.com | Website: www.ujaas.com



Secretarial Compliance Report of UJAAS ENERGY LIMITED for the year ended 31st March, 2025

I, CS Ashish Karodia, Practicing Company Secretary, Indore have examined:

- a) all the documents and records made available to us and explanation provided by **Ujaas Energy Limited** (“the listed entity”) having CIN: **L35201MP1999PLC013571**,
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) **website of the listed entity**,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this clarification,

for the year ended **March 31, 2025** (“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, guidelines issued thereunder; and
- b) the Securities Contracts (Regulations) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

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

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable as the Company has not bought back any of its securities during the year under review**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021– **Not applicable as the Company has not issued any kind of securities during the period under scrutiny.**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not Applicable as the Company has not issued any debt securities during the year under review.**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 – **Not Applicable as the Company has not issued any Non-Convertible and Redeemable Preference Shares during the year under review**

- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended from time to time. **Not Applicable as the Company has not bought back any of its securities during the year under review**
- k) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investments and External Commercial Borrowings and circulars/ guidelines issued thereunder: NA

And based on the above examination, I hereby report that during the Review Period:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks
1	Secretarial Standard The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	YES	
2	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed&updated timely as per the regulations/circulars/ guidelines issued by SEBI 	YES	
3	Maintenance and disclosures on Website: <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 redirects to the relevant document(s)/ section of the website 	YES	
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	YES	

UJAAS ENERGY LIMITED**Secretarial Compliance Certificate 2024-25**

5	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	
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	
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 as prescribed in SEBI Regulations	YES	
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	
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	
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	
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	YES	

12	Resignation of statutory auditors from the listed entity or its material subsidiaries: 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.	NA	
13	Additional Non-compliances, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	YES	

Further following are the Additional columns have been inserted in the format of ASCR which is provided below:

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

S N O	Compliance Requirement (Regulations /circulars/ guidelines Including specific clause)	Regulation/ Circular No.	Action Taken by	Type of Action Advisory / Clarification/ Fine/Show Cause Notice/ Warning , etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management- Response	Remark
1	Non-compliance with disclosure of related party transactions on consolidated basis.	Regulation 23 (9) SEBI (LODR) Regulation, 2015	Bombay Stock Exchange	Fine of Rs. 5,900	Non compliance of Regulation 23 (9)	Rs. 5900	Company has paid the amount on 04.07.2024.	Company has paid the amount on 04.07.2024.	
2	Non-compliance with disclosure of related party transactions on	Regulation 23 (9) SEBI (LODR) Regulation, 2015	National Stock Exchange	Fine of Rs. 5,900	Non compliance of Regulation 23	Rs. 5900	Company has paid the amount on 04.07.2024.	Company has paid the amount on 04.07.2024.	

	consolidated basis.				(9)				
3	Non-submission of the financial results within the period prescribed under this regulation	Regulation 33 SEBI (LODR) Regulation, 2015	Bombay Stock Exchange	Fine of Rs. 11,800	Late Submission of financial result under Regulation 33	Rs. 11,800	Company has paid the amount on 04.07.2024.	Company has paid the amount on 04.07.2024.	
4	Non-submission of the financial results within the period prescribed under this regulation	Regulation 33 SEBI (LODR) Regulation, 2015	National Stock Exchange	Fine of Rs. 11,800	Late Submission of financial result under Regulation 33	Rs. 11,800	Company has paid the amount on 04.07.2024.	Company has paid the amount on 04.07.2024.	
5	Non compliance with respect to completion of Bonus Issue on time	Reg. 295 of SEBI (ICDR) Regulation, 2018	Bombay Stock Exchange	Fine of Rs. 5,70,240	Non compliance of Reg. 295 of Sebi (ICDR) Reg. 2018	Rs. 5,70,240	Company has paid the amount on 09.10.2024.	Company has paid the amount on 09.10.2024.	
6	Non compliance with respect to completion of Bonus Issue on time	Reg. 295 of SEBI (ICDR) Regulation, 2018	National Stock Exchange	Fine of Rs. 5,70,240	Non compliance of Reg. 295 of Sebi (ICDR)	Rs. 5,70,240	Company has paid the amount on 09.10.2024.	Company has paid the amount on 09.10.2024.	

					Reg. 2018				
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(b) The listed entity has taken the following actions to comply with the observations made **in previous reports**:

S N O	Compliance Requirement (Regulations /circulars/ guidelines Including specific clause)	Regulation/ Circular No.	Action Taken by	Type of Action Advisory / Clarification/ Fine/Show Cause Notice/ Warning , etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management-Response	Remark
1	non-compliance with Regulation 17,18,19,20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)	Regulation 17,18,19,20	Bombay Stock Exchange	Fine of Rs. 5,67,580	Non compliance of Regulation 17,18,19,20	Rs. 5,67,580	Company has paid the amount on 10.04.2024. And also has received approval on filed waiver application.	The payment of penalty was made to BSE on 10.04.2024 and the BSE has approved the filed waiver application and reimbursed the amount on 21.03.2025.	
2	non-compliance with Regulation 17,18,19,20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 17,18,19,20	National Stock Exchange	Fine of Rs. 5,67,580	Non compliance of Regulation 17,18,19,20	Rs. 5,67,580	Company has paid the amount on 10.04.2024 and applied for the waiver of penalty imposed by NSE.	Company has paid the amount of penalty on 10.04.2024 and the waiver application has been still pending with the NSE.	

	(“Listing Regulation s”)								
3	non-compliance with Regulation 28(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation s, 2015 (“Listing Regulation s”)	Regulation 28(1)	National Stock Exchange	Fine of Rs. 59,000	Non compliance of Regulation 28(1)	Rs. 59,000	Company has applied for the waiver of penalty imposed by NSE.	Company has paid the amount of penalty on 22.07.2024	

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

*The Hon’ble NCLT has approved the resolution plan on 13.10.2023, after the approval procedure for implementing the resolution plan has been going on. due to procedural reason the trading in all the stock exchange was suspended till 31.03.2023 but the Company has filed application for recommencement and got the approval for recommencement on 12.04.2024.

Digitally signed by ASHISH KARODIA
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 s=ASHISH KARODIA, street=B404 ELITE
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 o=Personal, email=7251,
 pseudonym=7251.302.30607105020166,
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ASHISH
KARODIA
CS
AshishKarodia
FCS No.:6549
C.P. No.:6375
Peer Review: 01214/2021

Place:Indore
Date:28.05.2025
UDIN: F006549G000479219