

January 15, 2025

The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001

Dear Sir/Madam,

Scrip No. 534618

Subject: Compliance Report on Corporate Governance for the quarter ended 31.12.2024

Pursuant to Regulation 27 (2)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December 2024 issued by the Securities and Exchange Board of India ("SEBI Circular"), the Compliance Report on Corporate Governance of the Company for the quarter ended 31st December 2024 is given hereunder in the format prescribed as "**Annexure-I**" in the above-mentioned SEBI Circular.

Please note that the said Compliance Report on Corporate Governance has been filed in XBRL Format as well, in addition to this disclosure.

Kindly take the same on your records and acknowledge the receipt for the same.

Thanking You,

Yours faithfully,

For Waaree Renewable Technologies Limited

Heema Shah
Company Secretary and Compliance Officer
ACS: 52919
Email ID.: info@waareertl.com

Waaree Renewable Technologies Limited

(A subsidiary of Waaree Energies Limited)

Compliance Report on Corporate Governance for the quarter ending 31st December 2024

1. Name of the Listed Entity: Waaree Renewable Technologies Limited

2. Quarter Ending: 31.12.2024

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/Non-Executive/ independent/ 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	HITESH PRANJIVEN MEHTA	& 00207506	Executive Director	15-06-2020	26-09-2023			29-07-1965	3	0	6	1
Mr	MITUL CHANDULAL MEHTA	& 03434692	Non-Executive - Independent Director	02-09-2016	02-09-2021		100	07-11-1974	1	1	0	0
Mr	NILESH BHOGILAL GANDHI	& 03570656	Non-Executive - Independent Director	13-02-2017	13-02-2022		95	23-09-1963	2	2	3	1
Mr	PUJAN PANKAJ DOSHI	& 07063863	Executive Director	02-09-2016	15-06-2020			29-09-1989	1	0	1	0
Mr	VIREN CHIMANLAL DOSHI	& 00207121	Executive Director	22-07-2021	16-09-2024			06-11-1968	3	0	2	0
Mr	Sunil Nankishor Rathi	& 08036090	Non-Executive - Non Independent Director	28-03-2023				01-05-1970	1	0	0	0
Ms	Ambika Sharma	& 08201798	Non-Executive - Independent Director	20-06-2024				16-06-1962	4	4	6	1
Mr	Sunil Jain	& 02967042	Non-Executive - Independent Director	27-09-2024				14-04-1959	1	1	0	0
		Whether Regular chairperson appointed-YES										
		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 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												
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/No	Date of Appointment	Date of Cessation							
1. Audit Committee	Yes	NILESH BHOGILAL GANDHI	Chairperson/Non-Executive - Independent Director	13-02-2017								

		HITESH PRANJIVEN MEHTA	Executive Director	12-08-2020	
		Ambika Sharma	Non-Executive - Independent Director	20-06-2024	
2. Nomination & Remuneration Committee	Yes	MITUL CHANDULAL MEHTA	Chairperson/Non-Executive - Independent Director	02-09-2016	
		NILESH BHOGILAL GANDHI	Non-Executive - Independent Director	13-02-2017	
		Ambika Sharma	Non-Executive - Independent Director	20-06-2024	
3. Risk Management Committee (if applicable)	Yes	NILESH BHOGILAL GANDHI	Chairperson/Non-Executive - Independent Director	19-05-2023	
		VIREN CHIMANLAL DOSHI	Executive Director	19-05-2023	
		HITESH PRANJIVEN MEHTA	Executive Director	19-05-2023	
4. Stakeholders Relationship Committee	Yes	Ambika Sharma	Chairperson/Non-Executive - Independent Director	31-07-2024	
		PUJAN PANKAJ DOSHI	Executive Director	02-09-2016	
		HITESH PRANJIVEN MEHTA	Executive Director	12-08-2020	

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hypphen

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)
				30-07-2024	
				20-08-2024	20
				27-09-2024	37
05-11-2024	Yes	7	4		38
19-12-2024	Yes	6	3		43

* 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		Yes			30-07-2024	
Audit Committee		Yes			20-08-2024	20
Audit Committee		Yes			27-09-2024	37
Audit Committee	05-11-2024	Yes	3	2		38
Audit Committee	19-12-2024	Yes	3	2		43
Nomination and Remuneration Committee	—	Yes	—	—	30-07-2024	
Nomination and Remuneration Committee	—	Yes	—	—	20-08-2024	20
Nomination and Remuneration Committee	—	Yes	—	—	27-09-2024	37
Stakeholders Relationship Committee	—	Yes	—	—	30-07-2024	
Risk Management Committee	—	Yes	—	—	13-08-2024	207

* 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. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee- **Yes**
 - Nomination & remuneration committee- **Yes**
 - Stakeholders relationship committee- **Yes**
 - Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000) - **Yes**
- The committee members have been made aware of their powers, role and responsibilities as specified in 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 in 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. Any comments/observations/advice of Board of Directors may be mentioned here: - **Yes**

**Name & Designation: Heema Shah
Company Secretary / Compliance Officer**

Note:

Information at Table I and II above need 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.