

Date: 29<sup>th</sup> May, 2024

To  
**The Manager**  
**BSE Limited**  
Phiroze Jeejee bhoy  
Towers 25<sup>th</sup> Floor, Dalal  
Street Mumbai – 400001

To  
**The Manager**  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block  
G, Bandra Kurla Complex,  
Bandra (E), Mumbai-400051

**BSE Scrip Code- 526987**

**NSE Symbol –URJA**

Dear Sir/Madam,

**Subject: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2024.**

In pursuance to the applicable clauses of Regulation 24A of SEBI Obligations and Disclosure (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular CIR/CFD/CMD-I/27/2019 dated 08.02.2019, please find enclosed herewith Annual Secretarial Compliance Report issued by M/s Siddiqui & Associates, Company Secretary in Practice for the financial year ended March 31, 2024.

We request you to take the same on record

Thanking You

**For URJA GLOBAL LIMITED**

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**Priyanka**  
**Company Secretary and Compliance Officer**

# Siddiqui & Associates

Company Secretaries

Phone 011-41401301 Mobile 98110-35621 Email info@siddiassociates.com; primekoss@hotmail.com

Website : <http://www.siddiassociates.com>

## Annual Secretarial Compliance Report of Urja Global Limited

(For the Financial year ended 31<sup>st</sup> March 2024)

[Pursuant to Regulation 24A of SEBI (LODR), Regulations, 2015 & SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019. & NSE Circular Ref No: NSE/CML/ 2023/30 dated April 10, 2023]

I, K. O. Siddiqui, Practicing Company Secretary have examined:

- All the documents and records made available to us and explanation provided by **Urja Global Limited** ("the listed entity") having CIN Number **L67120DL1992PLC048983**.
- The filings/ submissions made by the listed entity to the stock exchanges,
- Website of the listed entity,
- Any other document/ filing, as may be relevant, which has been relied upon to make this Report.

for the year ended **31<sup>st</sup> March 2024** in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- The Securities Contracts (Regulation) 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: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable for the year ended 31<sup>st</sup> March 2024**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable for the year ended 31<sup>st</sup> March 2024**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable for the year ended 31<sup>st</sup> March 2024**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Other regulations as applicable and circulars/guidelines issued thereunder



And based on the above examination, I hereby report that, during the Review period the compliance status of the listed entity is appended as below:


- (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:

S. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	As per Regulation 34(1) of SEBI LODR The listed entity shall submit to the stock exchange and publish on its website- (a) a copy of the annual report sent to the shareholders along with the notice of the annual general meeting not later than the day of commencement of dispatch to its shareholders (b) in the event of any changes to the annual report, the revised copy along with	Regulation 34	Delay Submission of Report	BSE Limited & NSE Limited	Imposed penalty for delay in filing	Non compliance of Regulation 34 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding delay in submission of the Annual Report within the period.	Rs. 2,000/- per day till the date of compliance.	NIL	Board discussed the matter in the Board Meeting and considered the same and affirms that non compliance of the provision was not malafide on the part of the Company and it was not intentional rather it was circumstantial. In	Acknowledged



	the details of and explanation for the changes shall be sent not later than 48 hours after the annual general meeting								future, Company will take extra precaution.	
2.	As per Regulation 43A of SEBI LODR The top 1000 listed entities based on market capitalization shall formulate a dividend distribution policy which shall be disclosed on the website of the listed entity and a web-link shall also be provided in their annual reports.	Regulation 43A	Non-compliance	BSE Limited & NSE Limited	Imposed penalty for delay in filing	Non-compliance of Regulation 43A SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Non-disclosure of Dividend Distribution Policy in the Annual Report and on the websites of the Company.	Rs. 25,000 per instance	NIL	The Management has taken note of it and shall take precaution in future.	Acknowledged

b. The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports (PCS)	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March 2024	Compliance requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	The Company has filed the clarification to the exchange and later on paid the fine amount.	NIL	As per Regulation 33 of SEBI LODR, the	Regulation 33 of SEBI LODR.	The Company has filed the clarification	NIL 

			listed entity shall submit annual audited standalone financial results for the financial year. Within sixty days from the end of the financial year along with the audit report.		to the exchange and later on paid the fine amount.	
2. →	The Company has filed the clarification to the exchange and later on paid the fine amount.	NIL	As per Regulation 31(1) of SEBI LODR, every listed entity is required to file the shareholding pattern within 21 days of the quarter.	Regulation 31(1) of SEBI LODR.	The Company has filed the clarification to the exchange and later on paid the fine amount.	NIL

I hereby report that, during the review period the compliance status of the Listed Entity with the following requirements

S. No.	Particulars	Compliance Status (Yes/No/NA)	Observation/Remarks by PCS
1.	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	NIL
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars /guidelines issued by SEBI.</li> </ul>	Yes  Yes	NIL



3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website.</li> <li>• Timely dissemination of the documents/ information under a separate section on the website.</li> <li>• 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.</li> </ul>	Yes Yes Yes	NIL
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	NIL
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> <ol style="list-style-type: none"> <li>a. Identification of material subsidiary companies.</li> <li>b. Disclosure requirement of material as well as other subsidiaries.</li> </ol>	Yes Yes	NIL
6.	<b>Preservation of Documents:</b> 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.	<b>Performance Evaluation:</b> 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.	<b>Related Party Transactions:</b> <ol style="list-style-type: none"> <li>a. The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</li> <li>b. The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.</li> </ol>	Yes Yes	NIL
9.	<b>Disclosure of events or information:</b> 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.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.		
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been 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	NO	NIL



	SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).		
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b> 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.		
13.	<b>Additional Non-Compliance, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NO	NIL

### 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

for Siddiqui & Associates  
Company Secretaries



Place New Delhi  
Date: 27<sup>th</sup> May 2024

K. O. Siddiqui  
FCS 2229; CP 1284

UDIN: F002229F000461765

Peer Review Certificate No. 2149/2022

Firm Registration No. S1988DE004300

K.O. SIDDIQUI  
FCS 2229; CP 1284  
SIDDIQUI & ASSOCIATES  
COMPANY SECRETARIES  
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NEW DELHI - 110 076