

IWL: NOI: 2024

30th 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 |
|---|---|

Scrip code: 539083

NSE Symbol: INOXWIND

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 29th May, 2024 for the financial year ended 31st March, 2024 issued by M/s. J. K. Gupta & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company.

We request you to take the above on record.

Thanking You

Yours faithfully,
For **Inox Wind Limited**


Deepak Banga
Company Secretary

Enclosures: As above


Digitally signed
by Deepak Banga
Date: 2024.05.30
16:32:12 +05'30'

Delhi Office : 257, Vardhman City Center 2, Near Shakti Nagar Railway Under Bridge,
Gulabi Bagh, Delhi- 110052 Tel: +91-11-45047222 / 47657222 / 9953887741

Noida Office : Unit No. 1005, Logix City center Office Tower , Plot No. BW-58, Sector -32
Gautum Buddha Nagar , Noida - 201301, U.P. Tel. : +91-0120-4254129 / 8076323207

SECRETARIAL COMPLIANCE REPORT OF INOX WIND LIMITED

CIN: L31901HP2009PLC031083

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

We **J. K. Gupta & Associates** have examined:

- a) all the documents and records made available to us and explanation provided by **INOX WIND LIMITED** ("the listed entity"),
- 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 Report,

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

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- ii. 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:-

- (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 to the Company during the Audit period]
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; [Not applicable to the Company during the Audit period]
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) other regulations as applicable.

and circulars/ guidelines issued thereunder; and based on the above examination, We hereby report that, during the Review Period:

J. K. Gupta & Associates


Partner

(i) 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 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 |
|---------|---|--------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|---------|
| Nil | | | | | | | | | | |

(ii) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. 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 | The listed entity, while submitting quarterly and annual financial results, shall disclose the line items along with the financial results as prescribed in Reg 52 (4) | Regulation 52 (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Non-disclosure of line items prescribed under Regulation 52 (4) along with the half yearly financial results for the period ended September 2022. | The Listed entity paid fine for the delayed compliance as levied by stock exchange | Letter issued by stock exchange (BSE Limited) on 14/12/2022 under Circular No. SEBI/HO/DHS_Div2/CI R/P/2021/699 dated December 29, 2021 | Non-disclosure of line items prescribed under Regulation 52(4) along with the half yearly financial results for the period ended September 2022. | Rs. 21240 (Twenty One Thousand Two Hundred and Forty) | The Listed entity had delayed in Compliance of Regulation, paid Fine as directed by the stock exchange and they will provide proper disclosure in future reporting's. | The Company has made the default good and paid the fine amount | - |
| 2 | As per Reg 54 (2) of SEBI (LODR), 2015 The listed entity shall disclose to | Regulation 54 (2) of Securities and Exchange Board of India | Non-disclosure of extent and nature of security created | The Listed entity paid fine for the delayed | Letter issued by stock exchange (BSE Limited) | Non-disclosure of extent and nature of security | Rs. 21240 (Twenty One Thousand Two Hundred and | The Listed entity had delayed in Compliance of | The Company has made the default good and paid the fine amount | - |

| | | | | | | | | | | |
|---|---|--|---|---|--|---|--|--|--|---|
| | the stock exchange in quarterly, half-yearly, year-to-date and annual financial statements, as applicable, the extent and nature of security created and maintained with respect to its secured listed non-convertible debt securities. | (Listing Obligations and Disclosures Requirements) Regulations, 2015 | and maintained with respect to Listed, Secured, Redeemable, Non-Convertible Debenture in the financial statements for the period ended September 2022. | compliance as levied by stock exchange | d) on 14/12/2022 under Circular No. SEBI/HO/DHS/Div2/CIR/P/2021/699 dated December 29, 2021 | y created and maintained with respect to Listed, Secured, Redeemable, Non-Convertible Debenture in the financial statements for the period ended September 2022. | Forty) | Regulation, paid Fine as directed by the stock exchange and they will provide proper disclosure in future reporting's. | amount | |
| 3 | As per Reg 33 (3) of SEBI (LODR), 2015 The listed entity shall submit quarterly and year to date standalone financial results to the stock exchange within forty five days of end of each quarter, other than the last quarter. | Regulation 33 (3) (a) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 | Late Submission of the financial results for the period ended September 2022. | The Listed entity paid fine for the delayed compliance as levied by stock exchanges | Letter issued by BSE Limited and NSE India on 14/12/2022 Under Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 | Late Submission of the financial results for the period ended September 2022. | For BSE Limited Rs. 106200(One Lakh Six Thousand and Two Hundred d) For NSE India: Rs. 106200(One Lakh Six Thousand and Two Hundred d) | The Listed entity had delayed in Compliance of Regulation, paid Fine as directed by the stock exchange and they will provide proper disclosure in future reporting's. | The Company has made the default good and paid the fine amount | - |

J. K. Gupta & Associates

 Partner

I. We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

| Sr. No. | Particulars | Compliance Status (Yes/ No/NA) | Observations/ Remarks |
|---------|---|--------------------------------|-----------------------|
| 1. | <p>Secretarial Standards:</p> <p>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).</p> | Yes | |
| 2. | <p>Adoption and timely updation of the Policies:</p> <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 have been reviewed & updated on time, as per the regulations/ circulars/guidelines issued by SEBI. | Yes Yes | |
| 3. | <p>Maintenance and disclosures on Website:</p> <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 Yes Yes | |
| 4. | <p>Disqualification of Director(s):</p> <p>None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p> | Yes | |

J. K. Gupta & Associates

Partner

| | | | |
|----|---|-----------------------|--|
| 5. | <p>Details related to subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Disclosure requirement of material as well as other subsidiaries.</p> | <p>Yes</p> <p>Yes</p> | |
| 6. | <p>Preservation of Documents:</p> <p>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.</p> | <p>Yes</p> | |
| 7. | <p>Performance Evaluation:</p> <p>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.</p> | <p>Yes</p> | |
| 8. | <p>Related Party Transactions:</p> <p>a) The listed entity has obtained prior approval of audit committee for all related party transactions;</p> <p>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.</p> | <p>Yes</p> | |

J. K. Gupta Associates



Partner

| | | | |
|-----|--|-----|--|
| 9. | <p>Disclosure of events or information:</p> <p>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.</p> | Yes | |
| 10. | <p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p> | Yes | |
| 11. | <p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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 SEBI Regulations and circulars/ guidelines issued thereunder (or)</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p> | Yes | |

J. K. Gupta & Associates



Partner

| | | | |
|-----|---|-----|--|
| 12. | <p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</p> <p>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.</p> | NA | No event of Auditors resignation has taken place during the review period. |
| 13. | <p>Additional Non-compliances, if any:</p> <p>No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported.</p> | Yes | |

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 J. K. Gupta & Associates
J. K. Gupta & Associates


Priyanka Goel Partner
(Partner)

ACS No. 34403
CP No. 15868
UDIN: A034403F000487636
PR No. PR-902/2020

Date: 29.05.2024
Place: Delhi