Integrated Governance

IRM Energy Limited

General information about company

Storp code 944004 SkE Symbol RMEKEKY MSES Symbol NOTUSTED MSE Symbol NOTUSTED Date of adt financial year 01-04-2024 Date of adt financial year 31-03-2025 Reporting Quarter Type Equity Date of adt financial year 10-04-2024 Date of Quarter Ending 10-04-2024 Starp adt financial year 10-04-2024 Date of Quarter Ending 10-04-2024 Date of Quarter Ending 10-04-2024 December 31, 2024 Fielde to Compliance Report tool Equity Whether Annexure I (Part A) of the SEBI Circular dated Equity December 31, 2024 Fielde to Discloare dated dated Equity in Uning the quarter, no acquisition of shares or voting rights by the Company in an unlisted company aggregating to 5% or any subsequent change in holding exceeding 2% in terms from the provision of Part A of Schedule III of LOR Whether Annexure I (Part D) of the SEBI Circular dated Decompany is Applicable to the entity? Part Part A of Schedule III of LOR Whether Annexure I (Part D) of the SEBI Circular dated Decompany is Applicable to the entity? Part Part A of Schedule III of LOR Whether Annexure I (Part D) of the SEBI Circular dated Decompany is Applicable to the entity? <th>• • •</th> <th></th>	• • •	
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Type of Submission Original	SCORE Registration ID	comi00548
	Reason For No SCORE ID	
Remarks (website dissemination)	Type of Submission	Original
	Remarks (website dissemination)	

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

										1.	comp	USILION OF B		Jilectors										
			on composition			planatory																		
			entity has a R	• .				1							true									
W	nether C	hairpers	on is related to	o MD or CEO			false	false Disqualification of Directors under section 164 of the Companies Act, 2013																
Sinc		Ar/Ms) ^I	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status			Initial Date of appointment	Date of Re- appointment	Date of cessation		entities including this listed entity(Refer Regulation 17A of Listing	Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of		Stakeholder Committee held in	Reason for Cessation	Notes for not providing PAN	not
1	Mr	F	Rajiv I Modi	Non- Executive - Non Independent Director	related to	1	false				Active	NA		01-12-2015				1	0	1	1			
2	Mr				Not Applicable		false				Active	NA		01-12-2015				1	0	1	0			
3	Mr	N	3adri Narayan Mahapatra		Not Applicable		false				Active	NA		30-09-2016				1	0	1	1			
4	Mr		Rajiv Rajiv ⁄lodi		Not Applicable		false				Active	NA		28-10-2024				1	0	1	0			
5	Mr	L	Amit .alitkumar Doshi		Not Applicable		false				Active	NA		28-10-2024				1	0	1	0			
6	Mr	ĸ	Calasheety	Non- Executive - Independent Director			false				Active	NA		29-03-2019	25-09-2022		72.03	2	2	3	2			
7	Mr		Krishan Kumar Gupta	Non- Executive - Independent Director	Not Applicable		false				Active	NA		26-10-2024	26-10-2024		5.06	1	1	1	0			
8	Mrs		Preetha Reddy	Non- Executive - Independent Director			false				Active	NA		28-10-2024	28-10-2024		5.04	3	2	2	0			
9	Mr	F	larakchand	Non- Executive - Independent Director			false				Active	NA		28-10-2024	28-10-2024		5.04	1	1	5	3			
10	Mr		Abhay Arvind Gupte	Non- Executive - Independent Director			false				Active	NA		19-02-2025	19-02-2025		1.13	1	1	1	1			

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whe	Whether the Audit Committee has a Regular Chairperson								
Sr	Sr Name of Committee members Category 1 of directors Category 2 of directors Date of Appointment Date of Cessation								
1	Dharamchand Harakchand Jain	Non-Executive - Independent Director	Chairperson	13-11-2024					
2	Chikmagalur Kalasheety Gopal	Non-Executive - Independent Director	Member	29-03-2019		Textual Information(1)			
3	Krishan Kumar Gupta	Non-Executive - Independent Director	Member	28-10-2024					
4	Amitabha Banerjee	Executive Director	Member	09-11-2023					

Textual Information(1) Recategorized as Member with effect from 13-11-2024

Nomination and remuneration committee

Wh	Nhether the Nomination and remuneration committee has a Regular Chairperson							
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	Krishan Kumar Gupta	Non-Executive - Independent Director	Chairperson	27-10-2024		Textual Information(1)		
2	Dharamchand Harakchand Jain	Non-Executive - Independent Director	Member	13-11-2024				
3	Badri Narayan Mahapatra	Non-Executive - Non Independent Director	Member	28-10-2024				

Textual Information(1) Recategorized as Chairperson with effect from 28-10-2024

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson								
Sr	Sr Name of Committee members Category 1 of directors Category 2 of directors Date of Appointment Date of Cessation							
1 B	adri Narayan Mahapatra	Non-Executive - Non Independent Director	Chairperson	14-08-2024		Textual Information(1)		
2 A	mit Lalitkumar Doshi	Non-Executive - Non Independent Director	Member	13-11-2024				
3 R	ajiv Rajiv Modi	Non-Executive - Non Independent Director	Member	13-11-2024				
4 D	haramchand Harakchand Jain	Non-Executive - Independent Director	Member	13-11-2024				

Textual Information(1) Recategorized as Chairperson with effect from 28-10-2024

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson								
Sr	Name of Committee members Category 1 of directors Category 2 of directors Date of Appointment Date of Cessation							
1	Amitabha Banerjee	Executive Director	Chairperson	13-11-2024				
2	Krishan Kumar Gupta	Non-Executive - Independent Director	Member	13-11-2024				
3	Chikmagalur Kalasheety Gopal	Non-Executive - Independent Director	Member	24-09-2022				
4	Badri Narayan Mahapatra	Non-Executive - Non Independent Director	Member	14-08-2024				

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson								
Sr	Sr Name of Committee members Category 1 of directors Category 2 of directors Date of Appointment Date of Cessation							
1	Amit Lalitkumar Doshi	Non-Executive - Non Independent Director	Chairperson	13-11-2024				
2	Badri Narayan Mahapatra	Non-Executive - Non Independent Director	Member	14-08-2024		Textual Information(1)		
3	Amitabha Banerjee	Executive Director	Member	24-09-2022				
4	Krishan Kumar Gupta	Non-Executive - Independent Director	Member	13-11-2024				

Textual Information(1) Recategorized as Member with effect from 13-11-2024

III. Meeting of Board of Directors												
D	Disclosure of notes on meeting of board of directors explanatory											
s	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*					
1	28-10-2024			true	6	5	2					
2	13-11-2024			true	10	9	4					
3	10-02-2025			true	9	7	3					
4	24-03-2025			true	10	9	4					

	IV. Meeting of Committees											
Di	sclosure of notes on me	eeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date		Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)		
1	Audit Committee	13-11-2024				true	3	3	2	0		
2	Audit Committee	10-02-2025	88			true	4	4	3	0		
3	Audit Committee	20-03-2025	37			true	4	4	3	0		
4	Nomination and remuneration committee	28-10-2024				true	3	3	2	0		
5	Nomination and remuneration committee	12-11-2024				true	3	3	2	0		
6	Nomination and remuneration committee	18-02-2025				true	3	3	2	0		
7	Corporate Social Responsibility Committee	28-01-2025				true	4	4	1	0		
	Risk Management Committee	10-02-2025				true	4	4	2	0		
9	Risk Management Committee	19-03-2025				true	4	4	2	0		

V. Affirmations							
S	Subject	Compliance status (Yes/No)					
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	true					
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true					
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true					
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	true					
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	Yes					
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true					
7	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.	true					
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true					
9	Any comments/observations/advice of Board of Directors may be mentioned here:						

Sr	Subject	Compliance status
1	Name of signatory	Akshit Soni
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Vhether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter false					
Other details of cyber security incidence or breaches or loss of data event					
Number of cyber security incidence or breaches or loss of data event occurred during the quarter					

I. Disclosure on website in terms of Listing Regulations							
Sr	Item	Compliance status (Yes/No/NA)	If status is "Noâ€□ details of non- compliance may be given here.	Web address			
1	Details of business	Yes		https://www.irmenergy.com/corporate/			
2	Terms and conditions of appointment of independent directors	Yes		https://www.irmenergy.com/wp-content/uploads/2022/12/Terms-Conditions-of- Appointment-of-ID.pdf			
3	Composition of various committees of board of directors	Yes		https://www.irmenergy.com/committees-composition/			
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.irmenergy.com/wp-content/uploads/2025/02/Code-of-Conduct-for- Board-and-SMP.pdf			
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.irmenergy.com/wp-content/uploads/2022/12/Policy-for-Vigil- Mechanism.pdf			
6	Criteria of making payments to non-executive directors	NA					
7	Policy on dealing with related party transactions	Yes		https://www.irmenergy.com/wp-content/uploads/2025/02/Policy-on-RPT.pdf			
8	Policy for determining â€ [~] material' subsidiaries	Yes		https://www.irmenergy.com/wp-content/uploads/2025/02/Policy-for-Material- Subsidiary.pdf			
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.irmenergy.com/wp-content/uploads/2022/12/Policy-on-Familiarisation- Program.pdf			
10	Email address for grievance redressal and other relevant details	Yes		https://www.irmenergy.com/investor/#investor-contact			
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.irmenergy.com/investor/#investor-contact			
12	Financial results	Yes		https://www.irmenergy.com/investor/#financial-statements			
13	Shareholding pattern	Yes		https://www.irmenergy.com/investor/#governance			
14	Details of agreements entered into with the media companies and/or their associates	NA					
15. ¹	1 Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA					
15.2	2 Audio or video recordings and transcripts of post earnings/quarterly calls	NA					
16	New name and the old name of the listed entity	NA					
17	Advertisements as per regulation 47 (1)	Yes		https://www.irmenergy.com/investor/#financial-statements			
18	Credit rating or revision in credit rating obtained	Yes		https://www.irmenergy.com/investor/#corporate-announcements			
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.irmenergy.com/investor/#financial-statements			
20	Secretarial Compliance Report	Yes		https://www.irmenergy.com/investor/#corporate-announcements			
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.irmenergy.com/wp-content/uploads/2025/02/Policy-for-determination- of-materiality-for-disclosure.pdf			
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.irmenergy.com/wp- content/uploads/2024/04/SEIntimationreg305signed.pdf			
23	Disclosures under regulation 30(8)	Yes		https://www.irmenergy.com/wp- content/uploads/2024/04/SEIntimationreg305signed.pdf			
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		https://www.irmenergy.com/investor/#corporate-announcements			
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://www.irmenergy.com/wp-content/uploads/2022/12/Dividend-Distribution- Policy.pdf			
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.irmenergy.com/investor/#financial-statements			
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.irmenergy.com/investor/#other-documents			
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.irmenergy.com/investor/#other-documents			

II. Annual Affirmations						
Sr Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "Noâ€□ details of non-compliance may be given here.			
1 Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes				
2 Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes				
3 Meeting of Board of directors	17(2)	Yes				
4 Quorum of Board meeting	17(2A)	Yes				
5 Review of Compliance Reports	17(3)	Yes				
6 Plans for orderly succession for appointments	17(4)	Yes				
7 Code of Conduct	17(5)	Yes				
8 Fees/compensation	17(6)	Yes				
9 Minimum Information	17(7)	Yes				
10 Compliance Certificate	17(8)	Yes				
11 Risk Assessment & Management	17(9)	Yes				
12 Performance Evaluation of Independent Directors	17(10)	Yes				
13 Recommendation of Board	17(11)	Yes				
14 Maximum number of Directorships	17A	Yes				
15 Composition of Audit Committee	18(1)	Yes				
16 Meeting of Audit Committee	18(2)	Yes				
17 Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes				
18 Composition of nomination & remuneration committee	19(1) & (2)	Yes				
19 Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes				
20 Meeting of Nomination and Remuneration Committee	19(3A)	Yes				
21 Role of Nomination and Remuneration Committee	19(4)	Yes				
22 Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes				
23 Meeting of Stakeholders Relationship Committee	20(3A)	Yes				
24 Role of Stakeholders Relationship Committee	20(4)	Yes				
25 Composition and role of risk management committee	21(1),(2),(3),(4)	Yes				
26 Meeting of Risk Management Committee	21(3A)	Yes				
27 Quorum of Risk Management Committee meeting	21(3B)	Yes				
28 Gap between the meetings of the Risk Management Committee	21(3C)	Yes				
29 Vigil Mechanism	22	Yes				
30 Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes				
31 Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes				
32 Approval for material related party transactions	23(4)	NA				
33 Disclosure of related party transactions on consolidated basis	23(9)	Yes				
34 Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA				
35 Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes				
36 Alternate Director to Independent Director	25(1)	NA				
37 Maximum Tenure	25(2)	Yes				
 Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism 	25(2A)	Yes				
39 Meeting of independent directors	25(3) & (4)	Yes				
40 Familiarization of independent directors	25(7)	Yes				
41 Declaration from Independent Director	25(8) & (9)	Yes				
42 Directors and Officers insurance	25(10)	Yes				
43 Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA				
44 Memberships in Committees	26(1)	Yes				
45 Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personne		Yes				
40 Animation with compliance to code of conduct norm members of board of Directors and Senior management personne	26(3)	165				

46 Disclosure of Shareholding by Non-Executive Directors	26(4)		
47 Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48 Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49 Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
Any other information to be provided			

1	Name of signatory	Akshit Soni
2	Designation	Company Secretary and Compliance Officer

	III. Affirmations					
Sr	Particulars	Compliance status (Yes/No/NA)				
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes				
	Any other information to be provided					

1	Name of signatory	Akshit Soni
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Akshit Soni
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	28-04-2025

Additional Half yearly Disclosure

Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.				
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer n	ote below			
(A)Any loan or any other form of debt advanced by the listed entity directly of	or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months		
Promoter or any other entity controlled by them	0		0	
Promoter Group or any other entity controlled by them	0		0	
Directors (including relatives) or any other entity controlled by them	0		0	
KMPs or any other entity controlled by them	0		0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form	m of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)	
Promoter or any other entity controlled by them	0	0	0	
Promoter Group or any other entity controlled by them	0	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	0	
KMPs or any other entity controlled by them	0	0	0	
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by				
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	0	
Promoter Group or any other entity controlled by them	0	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	0	
KMPs or any other entity controlled by them	0	0	0	
(D) Additional Information				
II. Affirmations				
Affirmations	Compliance Status	Co	mpany Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	true			
Name		Harshal Anjaria		
Designation				
Place		Ahmedabad		
Date		28-04-2025		

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Ar	ıy Ot	her Information for Disclosure of L			
Sr.No		Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
	1	Joint Commissioner, Central Goods & Services Tax, Ahmedabad	28-01-2025	2025 demanding penalty under Section 74 of the Central Goods and Services Tax Act, 2017 read with relevant provisions of the	The Company is in process of filing of appeal against the order of Joint Commissioner, Central Goods & Services Tax, Ahmedabad