

Integrated Governance

IRM ENERGY LIMITED

General information about company

Scrip code	544004
NSE Symbol	IRMENERGY
MSEI Symbol	NOTLISTED
ISIN	INE07U701015
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Yearly
Date of Quarter Ending	31-03-2026
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No During 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 of the provisions of Para A(1) of Part A of Schedule III of LODR
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No During the quarter, no fine or penalty has been imposed on the Company of amount less than 1 Lakh or 10 Lakh as provided under sub-para 20 of Para A of Part A of Schedule III of LODR.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No During the half-year ended, the Company has not advanced, directly or indirectly, any loans, guarantees, comfort letters, or securities, etc. to the Promoter, Promoter Group, Directors (including their relatives), Key Managerial Personnel (KMPs), or any other entities controlled by them.
Risk management committee	Yes
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	comi00548
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN
1	Mr	Rajiv I Modi	01394558	Non-Executive - Non Independent Director	Chairperson related to Promoter		No				Active	NA		01-12-2015				1	0	0	0		
2	Mr	Amitabha Banerjee	05152456	Executive Director	Not Applicable		No				Active	NA		01-12-2015				1	0	2	0		
3	Mr	Badri Narayan Mahapatra	02479848	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		30-09-2016				1	0	1	1		
4	Mr	Rajiv Rajiv Modi	10276899	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		28-10-2024				1	0	2	1		
5	Mr	Amit Lalitkumar Doshi	01603380	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		28-10-2024				1	0	1	0		
6	Mr	Krishan Kumar Gupta	03476812	Non-Executive - Independent Director	Not Applicable		No				Active	NA		26-10-2024	26-10-2024		17.06	1	1	1	0		
7	Mrs	Preetha Reddy	00001871	Non-Executive - Independent Director	Not Applicable		No				Active	NA		28-10-2024	28-10-2024		17.04	3	2	2	0		
8	Mr	Dharamchand Harakchand Jain	02425815	Non-Executive - Independent Director	Not Applicable		No				Active	NA		28-10-2024	28-10-2024		17.04	1	1	5	3		
9	Mr	Abhay Arvind Gupte	02145565	Non-Executive - Independent Director	Not Applicable		No				Active	NA		19-02-2025	19-02-2025		13.13	1	1	2	1		
10	Mr	Vivek Vishwas Wathodkar	08486382	Non-Executive - Independent Director	Not Applicable		No				Active	NA		03-02-2026	03-02-2026		1.29	1	1	0	0		

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02425815	Dharamchand Harakchand Jain	Non-Executive - Independent Director	Chairperson	13-11-2024		
2	03476812	Krishan Kumar Gupta	Non-Executive - Independent Director	Member	29-03-2019		
3	02145565	Abhay Arvind Gupte	Non-Executive - Independent Director	Member	28-10-2024		
4	05152456	Amitabha Banerjee	Executive Director	Member	09-11-2023		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03476812	Krishan Kumar Gupta	Non-Executive - Independent Director	Chairperson	27-10-2024		Textual Information(1)
2	02425815	Dharamchand Harakchand Jain	Non-Executive - Independent Director	Member	13-11-2024		
3	02479848	Badri Narayan Mahapatra	Non-Executive - Non Independent Director	Member	28-10-2024		

Text Block

Textual Information(1)

Recategorised as Chairperson with effect from 28-10-2024

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02479848	Badri Narayan Mahapatra	Non-Executive - Non Independent Director	Chairperson	14-08-2024		Textual Information(1)
2	01603380	Amit Lalitkumar Doshi	Non-Executive - Non Independent Director	Member	13-11-2024		
3	10276899	Rajiv Rajiv Modi	Non-Executive - Non Independent Director	Member	13-11-2024		
4	02425815	Dharamchand Harakchand Jain	Non-Executive - Independent Director	Member	13-11-2024		

Text Block

Textual Information(1)

Recategorised as Chairperson with effect from 28-10-2024

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02145565	Abhay Arvind Gupte	Non-Executive - Independent Director	Chairperson	13-11-2024		
2	03476812	Krishan Kumar Gupta	Non-Executive - Independent Director	Member	13-11-2024		
3	05152456	Amitabha Banerjee	Executive Director	Member	13-11-2024		Textual Information(1)

Text Block

Textual Information(1)

Recategorised as Member with effect from 31-07-2025

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01603380	Amit Lalitkumar Doshi	Non-Executive - Non Independent Director	Chairperson	13-11-2024		
2	02479848	Badri Narayan Mahapatra	Non-Executive - Non Independent Director	Member	14-08-2024		Textual Information(1)
3	05152456	Amitabha Banerjee	Executive Director	Member	24-09-2022		
4	02425815	Dharamchand Harakchand Jain	Non-Executive - Independent Director	Member	13-11-2024		

Text Block

Textual Information(1)

Recategorised as Member with effect from 13-11-2024

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	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	12-11-2025			Yes	10	9	4
2	03-02-2026	82		Yes	9	8	3
3	30-03-2026	54		Yes	10	10	5

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting 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	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	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	12-11-2025				Yes	4	4	3	0
2	Audit Committee	03-02-2026	82			Yes	4	4	3	0
3	Audit Committee	30-03-2026	54			Yes	4	4	3	0
4	Nomination and remuneration committee	01-11-2025				Yes	3	3	2	0
5	Nomination and remuneration committee	26-12-2025				Yes	3	3	2	0
6	Nomination and remuneration committee	03-02-2026				Yes	3	3	2	0
7	Nomination and remuneration committee	07-03-2026	31			Yes	3	3	2	0
8	Stakeholders Relationship Committee	30-12-2025				Yes	4	4	1	0
9	Risk Management Committee	30-03-2026	89			Yes	3	3	2	0

Annexure I

V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	Yes
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.	Yes
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.	Yes
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:	

Annexure I

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

Details of Cyber security incidence

Whether 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		No
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		
Sr.	Date of the event	Brief details of the event
No records available		

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of LODR Regulation

Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.	Web address
1.1	Details of business	Yes		https://www.irmenergy.com/corporate/
1.2	Memorandum of Association and Articles of Association	Yes		https://www.irmenergy.com/wp-content/uploads/2025/02/MOA-and-AOA-IRM-Energy.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://www.irmenergy.com/board-of-directors/
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/wp-content/uploads/2026/03/Composition-of-Committee.pdf
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	Yes		https://www.irmenergy.com/wp-content/uploads/2026/03/criteria-for-payment-to-NED.pdf
7	Policy on dealing with related party transactions	Yes		https://www.irmenergy.com/wp-content/uploads/2022/12/Policy-on-RPT_version-3.0.pdf
8	Policy for determining '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/2026/04/Familiarisation-Program-till-FY-2025-26-1.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	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		https://www.irmenergy.com/investor/#financial-statements
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes		https://www.irmenergy.com/investor/#financial-statements
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/2022/12/SEIntimationreg305signed.pdf
23	Disclosures under regulation 30(8)	Yes		https://www.irmenergy.com/investor/#corporate-announcements
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
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.irmenergy.com/investor/#financial-statements
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		
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		-
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' 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)	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	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
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)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

47	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	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	
Any other information to be provided				

Annexure II

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

Annexure II

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	

Annexure II

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	29-04-2026

Investor Grievance Details

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 Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
No records available					

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:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
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	28-04-2025	The Company received order dated January 28, 2025 from Joint Commissioner, Central Goods & Services Tax on February 04, 2025 demanding penalty under Section 74 of the Central Goods and Services Tax Act, 2017 read with relevant provisions of the State Goods and Services Tax Act, 2017 amounting to Rs. 61,15,042/-. The Company has already paid the amount of GST under reverse charge basis and the same has been appropriated by the Authority in its order. Appeal was pending before Honourable Appellate Authority, Commissioner (Appeals), Central GST against the demand of penalty amounting to Rs. 61,15,042.	Hearing in respect of the said appeal was held in December 2025, and the appellate authority, vide its order dated 16.01.2026, has allowed the appeal in favour of the Company by quashing the demand of Rs. 61,15,042.