# 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 | 01-04-2026 | |
| Date of end of financial year | 31-03-2027 | |
| Reporting Quarter Type | Half Yearly | |
| Date of Quarter Ending | 30-09-2026 | |
| 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? | No | There is no tax litigation or disputes is ongoing in terms of the provisions of Para B(8) of Part A of Schedule III of LODR read with SEBI Master Circular. Accordingly, there is no update. |
| 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 o

| 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 | D ce |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | Mr | Rajiv I Modi | 01394558 | Non-Executive - Non Independent Director | Chairperson related to Promoter | | No | | | | Active | NA | | 01-12-2015 | 29-09-2026 | |
| 2 | Mr | Amitabha Banerjee | 05152456 | Executive Director | Not Applicable | | No | | | | Active | NA | | 01-12-2015 | | |
| 3 | Mr | Badri Narayan Mahapatra | 02479848 | Non-Executive - Non Independent Director | Not Applicable | | No | | | | Active | NA | | 30-09-2016 | | |
| 4 | Mr | Rajiv Rajiv Modi | 10276899 | Non-Executive - Non Independent Director | Not Applicable | | No | | | | Active | NA | | 28-10-2024 | | |
| 5 | Mr | Amit Lalitkumar Doshi | 01603380 | Non-Executive - Non Independent Director | Not Applicable | | No | | | | Active | NA | | 28-10-2024 | | |
| 6 | Mr | Krishan Kumar Gupta | 03476812 | Non-Executive - Independent Director | Not Applicable | | No | | | | Active | NA | | 26-10-2024 | 26-10-2024 | |
| 7 | Mrs | Preetha Reddy | 00001871 | Non-Executive - Independent Director | Not Applicable | | No | | | | Active | NA | | 28-10-2024 | 28-10-2024 | |
| 8 | Mr | Dharamchand Harakchand Jain | 02425815 | Non-Executive - Independent Director | Not Applicable | | No | | | | Active | NA | | 28-10-2024 | 28-10-2024 | |
| 9 | Mr | Abhay Arvind Gupte | 02145565 | Non-Executive - Independent Director | Not Applicable | | No | | | | Active | NA | | 19-02-2025 | 19-02-2025 | |
| 10 | Mr | Vivek Vishwas Wathodkar | 08486382 | Non-Executive - Independent Director | Not Applicable | | No | | | | Active | NA | | 03-02-2026 | 03-02-2026 | |

## 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 | 28-10-2024 | | |
| 3 | 02145565 | Abhay Arvind Gupte | Non-Executive - Independent Director | Member | 31-07-2025 | | |
| 4 | 08486382 | Vivek Vishwas Wathodkar | Non-Executive - Independent Director | Member | 08-05-2026 | | |
| 5 | 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 | | |
| 4 | 08486382 | Vivek Vishwas Wathodkar | Non-Executive - Independent Director | Member | 08-05-2026 | | |

**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 | 02145565 | Abhay Arvind Gupte | Non-Executive - Independent Director | Member | 08-05-2026 | | |

**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 | 31-07-2025 | | |
| 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) |
| 4 | 08486382 | Vivek Vishwas Wathodkar | Non-Executive - Independent Director | Member | 08-05-2026 | | |

**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 | 31-07-2025 | | |

**Text Block**

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

**Other Committee**

| 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 | 08-05-2026 | | | Yes | 10 | 10 | 5 |
| 2 | 06-08-2026 | 89 | | Yes | 10 | 10 | 5 |
| 3 | 13-08-2026 | 6 | | Yes | 10 | 9 | 4 |

## 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 | Reson 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 | 08-05-2026 | | | | Yes | 4 | 4 | 3 | 0 |
| 2 | Audit Committee | 06-08-2026 | 89 | | | Yes | 5 | 5 | 4 | 0 |
| 3 | Nomination and remuneration committee | 08-06-2026 | | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Nomination and remuneration committee | 17-07-2026 | 38 | | | Yes | 4 | 4 | 3 | 0 |
| 5 | Nomination and remuneration committee | 13-08-2026 | 26 | | | Yes | 4 | 4 | 3 | 0 |
| 6 | Risk Management Committee | 08-05-2026 | | | | Yes | 3 | 3 | 2 | 0 |
| 7 | Risk Management Committee | 06-08-2026 | 89 | | | Yes | 4 | 4 | 3 | 0 |
| 8 | Corporate Social Responsibility Committee | 06-08-2026 | | | | Yes | 4 | 3 | 1 | 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 | |
| No records available | |

## Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

| III. Affirmations | | | | |
|---|---|---|---|---|
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is 'No' details of non-compliance may be given here. |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report | 24A(1) | Yes | |
| 6 | Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report | 24A(1A), 24A(1B), 24A(1C) | Yes | |
| 7 | Submission of Annual Secretarial Compliance Report | 24A(2) | Yes | |
| 8 | Whether 'Corporate Governance Report' disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

## Annexure III

| | | |
|---|---|---|
| 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 | 23-10-2026 |

## 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 |
| No records available | | | | |