



May 14, 2024

To,

National Stock Exchange of India Limited "Exchange Plaza" Bandra-Kurla Complex, Bandra (East) Mumbai - 400051 Scrip Symbol: IRMENERGY	BSE Limited Phiroze Jeejebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code: 544004
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Sub: Monitoring Agency Report for the quarter ended March 31, 2024 as per Regulation 32(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 32(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Regulation 41 (4) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, we hereby enclose the Monitoring Agency Report dated May 13, 2024, issued by CRISIL Ratings Limited, Monitoring Agency, for the quarter ended March 31, 2024, in respect of utilization of proceeds of the Initial Public Offer (IPO) of equity shares of the Company.

You are requested to take the aforesaid information on your record.

Thanking you,

Yours sincerely,

For IRM Energy Limited

Shikha Jain
Company Secretary &
Compliance Officer

**Monitoring Agency Report for
IRM Energy Limited
for the quarter ended
March 31, 2024**

CRL/MAR/IRENPL/2023-24/1091

May 13, 2024

To

IRM Energy Limited

4th Floor, Block 8,

Magnet Corporate Park,

Near Sola Bridge, S.G. Highway,

Ahmedabad – 380 054, Gujarat

Dear Sir,

**Monitoring Agency Report for the quarter ended March 31, 2024 - in relation to the Initial Public Offer
("IPO") of IRM Energy Limited ("the Company")**

Pursuant to Regulation 41(2) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and Monitoring Agency Agreement dated October 09, 2023, enclosed herewith the Monitoring Agency Report, issued by CRISIL Ratings Limited, Monitoring Agency, as per Schedule XI of the SEBI ICDR Regulations towards utilization of proceeds of IPO for the quarter ended March 31, 2024.

Request you to kindly take the same on records.

Thanking you,

For and on behalf of CRISIL Ratings Limited



Sushant Sarode

Director, Ratings (LCG)

Report of the Monitoring Agency (MA)

Name of the issuer: IRM Enegry Limited

For quarter ended: March 31, 2024

Name of the Monitoring Agency: CRISIL Ratings Limited

(a) Deviation from the objects: Not applicable

(b) Range of Deviation: Not applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit-related analyses. We confirm that we do not perceive any conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Signature: 

Name and designation of the Authorized Signatory: Sushant Sarode

Designation of Authorized person/Signing Authority: Director, Ratings (LCG)

1) Issuer Details:

Name of the issuer:	IRM Energy Limited
Names of the promoter:	a. Rajiv Indravadan Modi b. Rajiv Indravadan Modi (on behalf of IRM Trust) c. Cadila Pharmaceuticals Limited
Industry/sector to which it belongs:	LPG/CNG/PNG/LNG Supplier

2) Issue Details

Issue Period:	Wednesday, October 18, 2023, to Friday, October 20, 2023
Type of issue (public/rights):	Initial Public Offer (IPO)
Type of specified securities:	Equity Shares
IPO Grading, if any:	NA
Issue size:	Fresh issuance of Rs 5,449.96 million (Net proceeds of Rs 4,964.96 million)

**CRISIL Ratings shall be monitoring the net proceeds.*

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

Particulars	Reply	Source of information/certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Management undertaking, Statutory auditor certificate [^] , Final Offer Document, Bank Statements	No Comments	No Comments
Whether shareholder approval has been obtained in case of material deviations from expenditures disclosed in the Offer Document?	NA	Management undertaking	No Comments	No Comments
Whether the means of finance for the disclosed objects of the issue has changed?	NA		No Comments	No Comments
Is there any major deviation observed over the earlier monitoring agency reports?	No		No Comments	No Comments
Whether all Government/statutory approvals related to the object(s) have been obtained?	Yes		No Comments	No Comments
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	NA		No Comments	No Comments
Are there any favorable events improving the viability of these object(s)?	NA		No Comments	No Comments
Are there any unfavorable events affecting the viability of the object(s)?	NA		No Comments	No Comments
Is there any other relevant information that may materially affect the decision making of the investors?	No		No Comments	No Comments

NA represents Not Applicable

[^]Certificate dated April 23, 2024, issued by M/s Mukesh M Shah & Co., Chartered Accountants (Firm Registration Number: 106625W), Statutory Auditors of the Company.

4) Details of object(s) to be monitored:

i. Cost of the object(s):

Sr. No.	Item Head	Source of information/certification considered by MA for preparation of report	Original cost (as per the Offer Document) (Rs in million)	Revised Cost (Rs in million)	Comment of the MA	Comments of the Board of Directors		
						Reason of Cost revision	Proposed financing option	Particulars of firm arrangements made
1	Funding capital expenditure requirements for development of the City Gas Distribution network in the Geographical Areas of Namakkal and Tiruchirappalli (Tamil Nadu) in Fiscal 2024\$, Fiscal 2025, Fiscal 2026 and Fiscal 2027	Management undertaking, Statutory auditor certificate^, Final offer document	3,072.62	NA	No comments	No Comments	No Comments	No Comments
2	Prepayment or repayment of all or a portion of certain outstanding borrowings availed by the Company		1,350.00	NA	No comments	No Comments	No Comments	No Comments
3	General Corporate Purposes#		536.01	542.34	Refer Note below	No Comments	No Comments	No Comments
Total		-	4,958.63	-	-	-	-	-

^Certificate dated April 23, 2024, issued by M/s Mukesh M Shah & Co., Chartered Accountants (Firm Registration Number: 106625W), Statutory Auditors of the Company.

#The amount utilised for general corporate purposes does not exceed 25% of the Gross Proceeds (amounting to Rs 1,362.49 million) from the Fresh Issue.

Note:

Net proceeds are revised from Rs 4,958.63 million to Rs 4,964.96 million due to undersubscription of shares under employee quota which were expected to be allotted at discount. The additional shares were allotted to QIB/HNI/Retail categories without discount and hence, the Company got additional subscription of shares amounting to Rs 6.33 million.

ii. Progress in the object(s):

Sr. No.	Item Head#	Source of information/certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document (Rs in million)	Amount utilized (Rs in million)			Total unutilized amount (Rs in million)	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter	During the quarter	At the end of the quarter			Reasons for idle funds	Proposed course of action
1	Funding capital expenditure requirements for development of the City Gas Distribution network in the Geographical Areas of Namakkal and Tiruchirappalli (Tamil Nadu) in Fiscal 2024\$, Fiscal 2025, Fiscal 2026 and Fiscal 2027	Management undertaking, Statutory auditor certificate ^, Final Offer Document, Bank Statements	3,072.62	Nil	65.00	65.00	3,007.62	No comments	No Comments	No Comments
2	Prepayment or repayment of all or a portion of certain outstanding borrowings availed by the Company		1,350.00	1,350.00	Nil	1,350.00	Nil	Fully utilised during the quarter ended December 31, 2024	No Comments	No Comments
3	General Corporate Purposes#		542.34	0.00	0.07	0.07	542.27	Refer to point 5 below for details	No Comments	No Comments
Total			4,964.96	1,350.00	65.07	1,415.07	3,549.89	-	-	-

^Certificate dated April 23, 2024, issued by M/s Mukesh M Shah & Co., Chartered Accountants (Firm Registration Number: 106625W), Statutory Auditors of the Company.

#Brief description of objects:

Object of the Issue	Description of objects as per the offer document filed by the issuer
<p>Funding capital expenditure requirements for development of the City Gas Distribution network in the Geographical Areas of Namakkal and Tiruchirappalli (Tamil Nadu) in Fiscal 2024\$, Fiscal 2025, Fiscal 2026 and Fiscal 2027</p>	<p>The Company has obtained authorization to lay, build, operate and expand the CGD network for the Geographical Areas of Namakkal and Tiruchirappalli, under the Petroleum and Natural Gas Regulatory Board (Authorizing Entities to Lay, Build, Operate or Expand City or Local Natural Gas Distribution Networks) Regulations, 2008, from PNGRB, pursuant to PNGRB’s letter dated March 15, 2022. The Company is required to undertake capital expenditure on a continuous basis in connection with various facets of development of the CGD network in the Geographical Areas of Namakkal and Tiruchirappalli, commencing from March 15, 2022, or as may be prescribed by PNGRB.</p>
<p>Prepayment or repayment of all or a portion of certain outstanding borrowings availed by the Company</p>	<p>The Company has entered into financing arrangements for availing certain term loans and working capital loans. The Company may utilise the Net Proceeds for part or full repayment of any such additional loan or loans obtained to refinance any of their existing loans.</p>
<p>General Corporate Purposes#</p>	<p>General corporate purposes may include, but are not restricted to,</p> <ul style="list-style-type: none"> (i) Part or full prepayment / repayment of the borrowings, (ii) capital expenditure, (iii) strategic initiatives, (iv) funding growth opportunities, including acquisitions, and (v) meeting exigencies, brand building, meeting expenses incurred by the Company, as may be applicable. <p>The quantum of utilisation of funds towards the aforementioned purposes will be determined by the Company’s Board of Directors based on the amount actually available under the head “General Corporate Purposes” and the corporate requirements of the Company.</p>

iii. Deployment of unutilised proceeds[^]:

S. No.	Type of instrument where amount is invested	Amount invested (in million)	Maturity date	Earnings as on March 31, 2024 (in million)	Return on Investment (%)	Market value as at the end of quarter (in million)
1	FD 25380300004671 - Bank of Baroda	1,600.00	10-11-2024	45.00	7.55%	1,645.00
2	FD 033523030002377 - Union Bank of India	150.00	04-06-2024	3.43	7.35%	153.43
3	FD 033523030002378 - Union Bank of India	150.00	04-06-2024	3.43	7.35%	153.43
4	FD 033523030002379 - Union Bank of India	150.00	04-06-2024	3.43	7.35%	153.43
5	FD 033523030002380 - Union Bank of India	150.00	04-06-2024	3.43	7.35%	153.43
6	FD 033523030002381 - Union Bank of India	150.00	04-06-2024	3.43	7.35%	153.43
7	FD 033523030002382 - Union Bank of India	150.00	04-06-2024	3.43	7.35%	153.43
8	FD 033523030002383 - Union Bank of India	200.00	04-06-2024	4.57	7.35%	204.57
9	FD 25380300004750 - Bank of Baroda	600.00	12-04-2025	4.74	7.70%	604.74
10	FD 25380300004799 - Bank of Baroda	12.31	25-01-2025	0.15	6.85%	12.46
11	Bank of Baroda - IRM Energy Limited*	202.62	-	-	-	202.62
12	Public Issue A/c of the Company maintained with HDFC Bank	34.96	-	-	-	34.96
	Total	3,549.89	-	75.04	-	3,624.93

[^]On the basis of management undertaking and certificate dated April 23, 2024, issued by M/s Mukesh M Shah & Co., Chartered Accountants (Firm Registration Number: 106625W), Statutory Auditors of the Company.

*Separate account opened by the Company for utilization of IPO proceeds.

iv. Delay in implementation of the object(s):

(Rs in million)

Object(s)	Completion Date		Delay (no. of days/months)	Comments of the Board of Directors	
	As per the Offer Document	Actual		Reason of delay	Proposed course of Action
Funding capital expenditure requirements for development of the City Gas Distribution network in the Geographical Areas of Namakkal and Tiruchirappalli (Tamil Nadu) in Fiscal 2024\$, Fiscal 2025, Fiscal 2026 and Fiscal 2027	Fiscal 2024 – 354.33	Refer note	Refer note	No Comments	No Comments
Prepayment or repayment of all or a portion of certain outstanding borrowings availed by the Company	Fiscal 2024 – 1,350.00	Fiscal 2024 – 1,350.00	NA	No Comments	No Comments
General corporate purpose	Fiscal 2024 – 250.00	Refer Note	Refer Note	No Comments	No Comments

Note:

On the basis of management undertaking and certificate dated April 23, 2024, issued by M/s Mukesh M Shah & Co., Chartered Accountants (Firm Registration Number: 106625W), Statutory Auditors of the Company, there is no delay in the implementation as compared to what was mentioned in the Prospectus.

The Prospectus specifies that “In the event of the estimated utilisation of the Net Proceeds in a scheduled Fiscal being not undertaken in its entirety, the remaining Net Proceeds shall be utilised in subsequent Fiscals, as may be decided by our Company, in accordance with applicable laws”, hence, balance net proceeds which remain unutilised for each of the objects of the issue during this fiscal will be utilised in next fiscal.

5) Details of utilization of proceeds stated as General Corporate Purpose^ amount in the offer document^:

S. No	Item heads	Amount (Rs in million)	Remarks
1	Meeting expenses incurred by the Company	0.07*	Bank letter of credit and transaction charges on vendor payments

^On the basis of management undertaking and certificate dated April 23, 2024, issued by M/s Mukesh M Shah & Co., Chartered Accountants (Firm Registration Number: 106625W), Statutory Auditors of the Company.

Disclaimers:

- a) *This Report is prepared by CRISIL Ratings Limited (hereinafter referred to as "Monitoring Agency" / "MA" / "CRL"). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever.*
- b) *This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.*
- c) *Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.*
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- f) *The MA report is intended for the jurisdiction of India only. This report does not constitute an offer of services. Without limiting the generality of the foregoing, nothing in the report is to be construed as CRL providing or intending to provide any services in jurisdictions outside India, where it does not have the necessary licenses and/or registration to carry out its business activities referred to above.*
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