



SIMRAN SINGH AND ASSOCIATES

Company Secretaries (Peer Review Firm)

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Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,

HINDUSTAN GREEN ENERGY LIMITED

B-7/3 CH Harsukh Marg Safdar

Jung Enclave, Disst Park,

Delhi 110029

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by "**Hindustan Green Energy Limited**" (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute-books, forms and returns filed and other records maintained by "**Hindustan Green Energy Limited**" ("the Company") for the financial year ended on 31st March, 2025 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made there under;
- 2) Foreign Exchange Management Act, 1999 and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- 3) Other laws as are and to the extent applicable to the Company as per the Management representations, given below:



- (i) Factories Act, 1948
- (ii) Minimum Wages Act, 1948
- (iii) Payment of Wages Act, 1936
- (iv) Employee State Insurance Act, 1948
- (v) Payment of Bonus Act 1965
- (vi) Payment of Gratuity Act, 1972
- (vii) Equal Remuneration Act, 1976
- (viii) Employee Compensation Act, 1923
- (ix) The Environment Protection Act, 1986
- (x) The Air(Prevention and control of Pollution) Act, 1981
- (xi) Employee Provident Fund and Miscellaneous Provisions Act, 1952.
- (xii) Food Safety and Standards Act, 2006

I further report that

- (i) The Secretarial Standards issued by The Institute of Company Secretaries of India with respect to General and Board meetings during the period under review.
- (ii) The Company has not entered into listing agreements with any Stock Exchange, being an unlisted entity.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

- 1) *Few forms were filed after the expiry of 30 days from the date of passing of resolution with late fees; this should be reported as compliance by reference of payment of additional fees.*

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There is no change in the composition of the Board of Directors during the period under review.



Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent on time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board meetings, as represented by the management, were taken unanimously.

I further report that

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that

There is no non-compliance/observation/audit qualification, reservation or adverse remarks in respect of the Board Structures/system and processes relating to the Audit period.

Place: New Delhi
Date: 08.09.2025

For Simran Singh and Associates

Simran Singh
Simran Singh
Practicing Company Secretary
FCS No. 12603
CP No.: 26188

NOTE: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

'Annexure A'

To,
The Members,
HINDUSTAN GREEN ENERGY LIMITED
B-7/3 CH Harsukh Marg Safdar
Jung Enclave, Disst Park,
Delhi 110029

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company as the same have been subject to review by the Statutory Financial Auditor and any other designated professional.
4. The Compliances done by the company of the applicable Financial Laws like Direct and Indirect Tax Laws have not been reviewed by us as the same have been subject to review by the Statutory Financial Auditor and any other designated professional.
5. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: New Delhi
Date: 08.09.2025

For Simran Singh and Associates



Simran Singh

Simran Singh
Practicing Company Secretary
FCS No. 12603
C P No.: 26188