

To  
Listing Department  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4<sup>th</sup> Floor, Plot No C 62 G – Block,  
Opp. Trident Hotel, Bandrakurla Complex,  
Bandra (E)  
Mumbai – 400 098,  
India.

Date: 21.05.2025

**Symbol: OEGIL**

Dear Sir,

**Sub - Annual Secretarial Compliance Report for the year 2024-25 pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and SEBI Circular No. CIR/CFD/CMD/27/2019 dated 08<sup>th</sup> February 2019 please find attached the Annual Secretarial Compliance Report for the year 2024-25 from Mr. V. K. Shankararamann, Practicing Company Secretary.

This is for your information and records.

Thanking you,

**For Operational Energy Group India Limited**

**Ramya Sachin Inamdar**  
**Company Secretary**



**Registered Office :**  
**A, 5th Floor, Gokul Arcade - East Wing,**  
**No. 2 & 2A, Sardar Patel Road, Adyar, Chennai - 600 020.**  
**Tel. : 044 - 4394 9300 (50 Lines)**  
**Fax : +91 - 44 - 2422 4156**  
**Web : [www.oegindia.com](http://www.oegindia.com) | [www.oegglobal.com](http://www.oegglobal.com)**  
**CIN : L40100TN1994PLC028309**



# V K SHANKARARAMANN

M.Com., F.C.S., B.G.L., D.L.T., D.L.A., M.B.A, M.Phil

*Practising Company Secretary*

Regd. Office : Kumaran Kudil, Flat No. A, Plot No.69, Anbu Nagar Main Road, Alwarthirunagar, Chennai - 600 087.  
Email : shankararamann@yahoo.co.in, 1967vks@gmail.com

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**Annual Secretarial Compliance Report Of**  
**M/S Operational Energy Group India Limited**  
**(CIN: L40100TN1994PLC028309)**  
**For the financial year ended March 31, 2025**  
**Pursuant To Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

I, V. K. Shankararamann, have examined:

- (a) all the documents and records made available to us, and explanation provided by **Operational Energy Group India Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification.

For the financial year ended **March 31 ,2025** ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015.
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; \*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; \*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; \*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) (other regulations as applicable) and circulars/ guidelines issued thereunder.

**\*(Not Applicable to the listed entity during the review period)**



**V K S & ASSOCIATES**  
*Company Secretaries*

Admn. Office : 1st Floor, 95 / 5, AVM Colony, 3rd Street, Virugambakkam, Chennai - 600 092.  
Phone No. : 044 - 2376 6853. Email : shankararamann@yahoo.co.in, 1967vks@gmail.com

Based on the above examination, I hereby report that, during the Review Period:

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder and Compliance status of the listed entity is appended as below:

- I. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr.No	Compliance Requirement (Regulations / circulars/ guide- lines including specific clause)	Regulation/Cir- cular No	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observation s Remarks of the Practicing Company Secretary	Management Response	Re- mark s
	NIL									

- II. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 March 2024	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Last year, there was an inadvertent four-day delay in complying with the provisions under Reg. 23 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by the listed entity. MSEI levied a penalty of ₹20,000+ GST for the delay. The management accepted the lapse and has paid the fine. The management assures that necessary measures and internal checks are being strengthened to ensure timely compliance with all the applicable SEBI regulations going forward.						

- III. We hereby report that, during the Review Period, the compliance status of the listed entity is appended as below:

Sl. No.	Compliance Requirement (Regulations/ Circulars/ guidelines including specific clause)	Compliance Status (Yes/No/ NA)	Observations/ Remarks of the Practicing Company Secretary
1.	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable-	YES	---
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities.</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	YES  YES	---  ---
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website.</li> </ul>	YES	---

	<ul style="list-style-type: none"> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/section of the website</li> </ul>	YES	---
		YES	---
4.	<b>Disqualification of Director</b> None of the Director(s) of the Company is / are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	YES	---
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> <b>(a)</b> Identification of material subsidiary companies <b>(b)</b> Disclosure requirement of material as well as other subsidiaries	YES	---
		YES	---
6.	<b>Preservation of Documents:</b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of reservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	---
7.	<b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI regulations.	YES	---
8.	<b>Related Party Transactions</b> (a) The listed entity has obtained prior approval of the Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained	YES  NA	---  The Company has obtained prior approval of the Audit Committee for all related party transactions entered during FY 2024-25.
9.	<b>Disclosure of events or information:</b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	---
10.	<b>Prohibition of Insider Trading</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	---
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been taken against the listed entity/its		No such action(s) has been taken

	promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	NA	
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries has/have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities	NA	Statutory Auditor did not resign during the year
13.	<b>Additional Non-compliances, if any</b> No additional non-compliance observed for any SEBI regulation / circular/guidance note etc.	NA	No such cases

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. - NA

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity

Place: Chennai  
Date:12.05.2025

FOR VKS&ASSOCIATES  
Company Secretaries



V K Shankararamann  
F.C.S No. 5592  
C.P. No.5255  
QR code : 74  
PR Code :332  
UDIN: F005592G000316947