

Mumbai Urja Marg Limited

Registered office: DLF Cyber Park, Tower-B, 9th Floor, Udyog Vihar Phase-III, Sector-20, Gurugram
-122008, Haryana, India | CIN: U40100HR2018PLC113474 | email id: secretarial.grid@sterlite.com
Ph. +91 124 456 2000 | www.mumbaiurjamarg.com



Date: 21/04/2025

**To,
The General Manager
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street Fort
Mumbai 400001**

Sub: Submission of Corporate Governance Report under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Ref: Scrip code: 976241
ISIN: INEOF6K08063**

Dear Sir/Madam,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find attached the Corporate Governance Report for the quarter ended 31st March 2025.

Yours faithfully,

For Mumbai Urja Marg Limited

**Pradeep Sand
Designation: Company Secretary & Compliance Officer
M. No. A43088**

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**Annexure 1****QUARTERLY INTEGRATED FILING (GOVERNANCE)****A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis**

1. Name of the Listed Entity: Mumbai Urja Marg Limited (“the Company”)
2. Quarter ending: March 31, 2025

I. Composition of Board of Directors: (Textual Information 1)												
Title (Mr . / Ms)	Name of the Director	PAN^s & DIN	Category (Chairperson /Executive/Non-Executive/in dependent/ Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
1.	Mr. Raji George	A**** ****E 10287 494	Non-Executive- Non-Independent Director	18-08-2023			-	10-05-1973	0	0	0	0

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2	Mr. Amit Ramnani	A**** ****J 10617 765	Non-Executive- Non-Independent Director	31-05-2024			-	25-07-1983	0	0	0	0
3	Ms. Ruhi Pande	A**** ****E 07756 804	Non-Executive- Non-Independent Director	21-04-2024			-	03-05-1974	0	0	0	0
		Whether Regular chairperson appointed: No										
		Whether Chairperson is related to managing director or CEO: No										
		\$PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category, write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean a total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.										

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**II. Composition of Committees: Textual Information 2**

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee					
2. Nomination & Remuneration Committee					
3. Risk Management Committee (if applicable)					
4. Stakeholders Relationship Committee					

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

Textual Information 1	The Company has listed its 245000 non-convertible debenture of INR 2450 crore on December 18, 2024, and as a result it become a high value debt listed entity as pursuant to regulation 15 1A of SEBI LODR Regulations 2015. Hence, the company ensures to comply with regulation 17 (Board composition) within six months of becoming a high value debt listed entity.
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Textual Information 2	The Company has listed its 245000 non-convertible debentures of Rs. 2450 crores and as a result, it become high value debt listed entity w.e.f. December 18, 2024, as pursuant to regulation 15 (1A) of SEBI LODR Regulations, 2015. Hence, the company ensures compliance with regulations 18 to 21 (i.e. Constitution of Mandatory Committees and its composition) within six months of becoming a high value debt listed entity.
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III. Meeting of Board of Directors: Textual Information 3					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met* Yes / No	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
	Yes	2	-	01-10-2024	
	Yes	2	-	14-11-2024	43
	Yes	3	-	22-11-2024	7
	Yes	2	-	04-12-2024	11
	Yes	3	-	16-12-2024	11
03-01-2025	No	3	-		17
20-01-2025	No	2	-		16
12-02-2025	No	3	-		22
13-03-2025	No	2	-		28

* To be filled in only for the current quarter meetings

Textual Information 3	The Company has listed its 245000 non-convertible debentures of Rs. 2450 crore and as a result, it become high value debt listed entity w.e.f. December 18,2024 as pursuant to regulation 15 (1A) of SEBI LODR Regulations, 2015. Hence, the company ensures to comply w.r.t appointment of the Independent Director as pursuant to regulation 17 of SEBI LODR Regulation within six months of becoming a high value debt listed entity.
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IV. Meeting of Committees: Text Block 4						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**

* to be filled in only for the current quarter meetings
** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is Optional

Text Block	
Textual Information 4	The Company has listed its 245000 non-convertible debentures of Rs. 2450 crore and as a result, it become high value debt listed entity w.e.f. December 18, 2024, as pursuant to regulation 15 (1A) of SEBI LODR Regulations, 2015. Hence, the company ensures compliance with regulations 18 to 21 (i.e. Constitution of Mandatory Committees and its composition) within six months of becoming a high value debt listed entity.

V. Affirmations: Textual Information 5
<ol style="list-style-type: none">1. The composition of the Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 20152. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015<ol style="list-style-type: none">a. Audit Committeeb. Nomination & remuneration committeec. Stakeholders relationship committeed. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.4. 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, 2015.5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

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Textual Information 5	The Company has listed its 245000 non-convertible debentures of Rs. 2450 crore and as a result, it become high value debt listed entity w.e.f. December 18, 2024 as pursuant to regulation 15 (1A) of SEBI LODR Regulations, 2015. Hence, the company ensures compliance with regulations 16 to 27 within six months of becoming a high value debt listed entity.
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Name & Designation : Pradeep Sand

Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO / CFO

Note: Information at Table I and II above needs to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement “same as previous quarter” may be given

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**B. INVESTOR GRIEVANCE REDRESSAL REPORT**

Investor Grievance Redressal Report	
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

C. 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:

S. 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
NIL					

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**D. 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:

S. 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
NIL					

E. 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:

S. 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

Name & Designation: Pradeep Sand
Company Secretary / Compliance Officer / Managing Director / CEO / CFO

Date: 21/04/2025
Place: Gurugram

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F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings i.e., 2nd and 4th quarter) HALF YEAR ENDING - 31st March 2025

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

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Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name & Designation:

Tarun Garg


GEO-/ CFO

Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/ for the Government or government company
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company; and
 - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

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**G. WEBSITE AFFIRMATIONS (applicable only for Annual Filing i.e., 4th quarter)**

I. Disclosure on website in terms of LODR Regulations		
Item	Compliance status (Yes/No/NA)	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	https://mumbaiurjamarg.com/about-us/
aa) Memorandum of Association and Articles of Association	NA	
ab) Brief profile of board of directors including directorship and full-time positions in body corporates	NA	
b) Terms and conditions of appointment of independent directors	No	We will comply with the same within 6 months of becoming high value debt listed entity i.e., December 18, 2024.
c) Composition of various committees of board of directors	No	
d) Code of conduct of board of directors and senior management personnel	No	We will comply with the same within 6 months of becoming high value debt listed entity i.e., December 18, 2024.
e) Details of establishment of vigil mechanism/ Whistle Blower policy	No	We will comply with the same within 6 months of becoming high value debt listed entity i.e., December 18, 2024.
f) Criteria of making payments to non-executive directors	No	We will comply with the same within 6 months of becoming high value debt listed entity i.e., December 18, 2024.
g) Policy on dealing with related party transactions	No	We will comply with the same within 6 months of becoming high value debt listed entity i.e., December 18, 2024.
h) Policy for determining 'material' subsidiaries	NA	The Company does not have any subsidiary.
i) Details of familiarization programmes imparted to independent directors	No	We will comply with the same within 6 months of becoming high value debt listed entity i.e., December 18, 2024.
j) email address for grievance redressal and other relevant details	Yes	https://mumbaiurjamarg.com/investor/

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k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://mumbaiurjamarg.com/investor/
l) Financial results	Yes	https://mumbaiurjamarg.com/investor/
m) Shareholding pattern	NA	
n) Details of agreements entered into with the media companies and/or their associates	NA	
o) (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.	NA	
oa) Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA	
p) New name and the old name of the listed entity	NA	
q) Advertisements as per regulation 47(1)	NA	
r) Credit rating or revision in credit rating obtained	Yes	https://mumbaiurjamarg.com/investor/
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	
t) Secretarial Compliance Report	NA	
u) Materiality Policy as per Regulation 30(4)	NA	
v) Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	NA	
w) Disclosures under regulation 30(8)	NA	
x) Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
y) Dividend distribution policy as specified in regulation 43A(1)	NA	
z) Annual return as provided under section 92 of the Companies Act, 2013	NA	
za) Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA	
✓ Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)		
✓ Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely update		

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H. AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing i.e., 4th quarter)

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Board composition</i>	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline.
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Quorum of Board meeting</i>	17(2A)	NA
<i>Review of Compliance Reports</i>	17(3)	NA
<i>Plans for orderly succession for Appointments</i>	17(4)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Code of Conduct</i>	17(5)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Fees/compensation</i>	17(6)	NA
<i>Minimum Information</i>	17(7)	NA
<i>Compliance Certificate</i>	17(8)	It will be placed in the ensuing Board Meeting.
<i>Risk Assessment & Management</i>	17(9)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Performance Evaluation of Independent Directors</i>	17(10)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Recommendation of Board</i>	17(11)	Yes
<i>Maximum number of directorships</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply

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		with the same within prescribed timeline.
<i>Meeting of Audit Committee</i>	18(2)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply with the same within prescribed timeline.
<i>Role of Audit Committee and information to be reviewed by the audit committee</i>	18(3)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline.
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Meeting of nomination & remuneration committee</i>	19(3A)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Role of Nomination and Remuneration Committee</i>	19(4)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2)and 20(2A)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Meeting of stakeholder relationship committee</i>	20 (3A)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Role of Stakeholders Relationship Committee</i>	20(4)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Meeting of Risk Management Committee</i>	21(3A)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Quorum of Risk Management Committee meeting</i>	21(3B)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline

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<i>Gap between the meetings of the Risk Management Committee</i>	21(3C)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Vigil Mechanism</i>	22	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6), & (8)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Approval for material related party transactions</i>	23(4)	NA
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA, The Company does not have any subsidiary.
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	NA
<i>Alternate Director to Independent Director</i>	25(1)	NA
<i>Maximum Tenure</i>	25(2)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism</i>	25(2A)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Meeting of independent directors</i>	25(3) & (4)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Familiarization of independent directors</i>	25(7)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Declaration from Independent Director</i>	25(8) & (9)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Directors and Officers insurance</i>	25(10)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply

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		the same within prescribed timeline
<i>Confirmation with respect to appointment of Independent Directors who resigned from the listed entity</i>	25(11)	NA
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26(3)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	No, The Company became high value debt listed w.e.f. December 18, 2024, hence, we will comply the same within prescribed timeline
<i>Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.</i>	26(6)	NA.
<i>Vacancies in respect Key Managerial Personnel</i>	26A(1) & 26A(2), 26A(3)	NA
<p>Note</p> <ol style="list-style-type: none"> 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2. If status is "No" details of non-compliance may be given here. 3. If the Listed Entity would like to provide any other information the same may be indicated here. 		
<p>III Affirmations:</p> <p>The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied: The Company does not have any subsidiary.</p>		

Mumbai Urja Marg Limited

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Name & Designation: Pradeep Sand

Company Secretary / Compliance Officer / Managing Director / CEO / CFO

Date: 21/04/2025

Place: Gurugram