



VIRESCENT
INFRASTRUCTURE

VIRESCENT INFRASTRUCTURE INVESTMENT MANAGER PRIVATE LIMITED

Company Identity Number - U74999MH2020PTC344288

Email: info@virescent.co.in

Registered Office: 10th Floor, Parinee Crescenzo, C- 30, G Block, Bandra Kurla Complex, Bandra (East)
Mumbai 400051 Maharashtra, India

May 28, 2022

National Stock Exchange of India Limited Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E), Mumbai-400051 Symbol- VIRESCENT	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai — 400 001 Security Code- 973576, 973577, 973578, 973769, 973770
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Subject: Annual Secretarial Compliance Report for the year ended on March 31, 2022

Dear Sir/ Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and SEBI Circular no CIR/CFD/CMD1/27/2019 dated February 08, 2019, we hereby submit the Annual Secretarial Compliance Report of Virescent Renewable Energy Trust for the year ended on March 31, 2022, issued by M/s. Mayekar & Associates, practicing company secretaries.

You are requested to take the same on record.

Thanking you,

For **Virescent Infrastructure Investment Manager Private Limited**
(acting in its capacity as the Investment Manager of Virescent Renewable Energy Trust)



Charmy Bhoot
Company Secretary and Compliance Officer

CC:

Axis Trustee Services Limited ("Trustee of the InvIT") Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400 025, Maharashtra, India	Catalyst Trusteeship Limited ("Debenture Trustee") Windsor, 6th floor, Office No.604, C.S.T Road, Kalina, Santacruz (East), Mumbai - 400098
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605 - Jai Kirti Apartment, 76 Tarel Palkhadi Road, Malad (west), Liberty Garden Rd. No. 2, Mumbai 64. Tel: +91-022-35670702 Email: office@csmayekar.com

Secretarial compliance report of Virescent Renewable Energy Trust (an Infrastructure Investment Trust registered with the SEBI vide Registration No. IN/InvIT/20-21/0018) for the year ended March 31, 2022

I, Jatin Prabhakar Patil (Partner of Mayekar & Associates, Practicing Company Secretaries) have examined:

- (a) all the documents and records made available to us and explanation provided by Virescent Renewable Energy Trust ("the listed entity"), and Virescent Infrastructure Investment Manager Private Limited acting as an Investment Manager of 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 year ended March 31, 2022 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) 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");

¹The 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- **Not Applicable during the review Period;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- **Not Applicable during the review Period;**

¹ Units of Virescent Renewable Energy Trust have been listed on National Stock Exchange of India Limited w.e.f. October 01, 2021.

Debt securities (Non-Convertible Debentures) of Virescent Renewable Energy Trust have been listed on BSE Ltd w.e.f. November 17, 2021 and February 09, 2022.

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable during the review Period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- **Not Applicable during the review Period;**
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 [erstwhile SEBI (Issue and Listing of Debt Securities) Regulations, 2008]; (complied to the extent applicable during the review period)
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **Not Applicable during the review Period**
- (h) The Securities and Exchange Board of India (Infrastructure Investment Trusts), Regulations, 2014 read with circulars and guidelines issues thereunder

and based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity and its Investment Manager have complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- (b) The listed entity and its Investment Manager have maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) There were no actions taken against the listed entity/ its Investment Manager / directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.
- (d) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the Review Period- **Not Applicable during the Audit Period.**

Place: Mumbai
Date: May 27, 2022



For Mayekar & Associates
Firm U.I.N - P2005MH007400
U.D.I.N - F007282D000412643

Jatin P. Patil

Jatin Prabhakar Patil
(Partner)
F.C.S - 7282
C.O.P - 7954

PR-777/2020