

ERAML/ANZEN/2023-24/18

May 25, 2023

BSE Limited P J Towers, Dalal Street, Fort, Mumbai - 400 001. Scrip Code: 543655,974399, 974400	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. Symbol : ANZEN
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Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report of Anzen India Energy Yield Plus Trust ("Anzen") for the financial year ended March 31, 2023

Pursuant to Regulation 26J of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, and the circulars issued thereon from time to time, please find attached the Annual Secretarial Compliance Report of Anzen for the period ended on March 31, 2023, issued by M/S. Ashita Kaul & Associates, practicing company secretaries.

Kindly take the same on record.

Thanking you,

For ANZEN INDIA ENERGY YIELD PLUS TRUST
(acting through its Investment Manager Edelweiss Real Assets Managers Limited)



JALPA PAREKH
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS 44507

CC:

Axis Trustee Services Limited Axis House, Bombay Dyeing Mills Compound Pandurang Budhkar Marg, Worli, Mumbai - 400 025	Catalyst Trusteeship Limited Windsor, 6th Floor, Office No - 604, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098
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ASHITA KAUL & ASSOCIATES
Company Secretaries
F-76-A, 1st Floor, Eternity Commercial Complex,
Teen Haath Naka, LBS Marg, Thane West 400604
Tel. No. 9892332128

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF
ANZEN INDIA ENERGY YIELD PLUS TRUST**
(An Infrastructure investment trust registered with SEBI vide Registration No. IN/InvIT/21-22/0020)
FOR THE YEAR ENDED 31ST MARCH 2023
(Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019)

To,
Anzen India Energy Yield Plus Trust
Plot No. 294/3, Edelweiss House, off CST Road,
Kalina, Santacruz – East,
Mumbai 400098

We have examined:

- a) all the documents and records made available to us and explanation provided by **Anzen India Energy Yield Plus Trust (the “Listed Entity”)** and **Edelweiss Real Assets Managers Limited (“the Investment Manager”)** acting as the 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 financial year ended 31st March, 2023 (“**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 (“**SEBI Regulations**”):

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

¹ Units of **Anzen India Energy Yield Plus Trust** have been listed on BSE Limited and National Stock Exchange of India Limited (“NSE”) since November 16, 2022.

Non-Convertible Debentures of **Anzen India Energy Yield Plus Trust** are listed on BSE since December 2, 2022.



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- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **Not Applicable**;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011– **Not Applicable**;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable**;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – **Not Applicable**;
- f) Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 read with circulars and guidelines issued thereunder.

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

- a) 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/guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
Not Applicable										



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b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. no	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of The Practicing Company Secretary	Management Response	Remarks
Not Applicable										

Additional Affirmations:

Sr. No.	Particulars	Compliance status (Yes/No/Not Applicable)	Observations/Remarks by PCS*
1.	<u>Secretarial standard:</u> The Compliance of listed entities are in accordance with the Secretarial Standards issued by the Institute of Company Secretaries of India.	Not Applicable	The Listed Entity being Infrastructure Investment Trust registered with SEBI is not subject to the Secretarial Standard,
2	<u>Adoption and timely updation of the policies:</u> <ul style="list-style-type: none"> • All applicable policies under SEBI regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	-



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3.	<u>Maintenance and disclosure on Website:</u> <ul style="list-style-type: none"> • The listed entity is maintaining a functional website. • Timely dissemination of the documents/information under separate section on website. • Web-links provided in annual corporate governance reports under Regulation 27 (2) are accurate and specific which re-directs to the relevant documents/section of the website. 	Yes	The Listed Entity has been listed on BSE and NSE since 16.11.2022, and since then the due disclosures have been made on the website.
4.	<u>Disqualification of Director:</u> None of the Director of the company are disqualified under section 164 of companies Act,2013	Yes	-
5.	<u>To examine details related to subsidiaries of listed entites:</u> <ol style="list-style-type: none"> a) Identification of material subsidiary companies. b) Requirements with respect to disclosure of material as well as other subsidiaries. 	Not Applicable	The Regulation 16 (1) (c) of the Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 is not applicable to Listed Entity.
6.	<u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI regulations and disposal of records as per policy of preservation of documents and archival policy prescribed under SEBI LODR regulations, 2015.	Yes	-
7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the committees at the start of	Yes	-



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	every financial year as prescribed in SEBI regulations.		
8.	<p><u>Related Party Transactions:</u></p> <p>a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the audit committee.</p>	Yes	-
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosures under regulation 30 alongwith Schedule III of SEBI LODR Regulations,2015 within the time limits prescribed thereunder.</p>	Yes	-
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) and 3(6) SEBI (Prohibition of Insider Trading), Regulations 2015.</p>	Yes	-
11.	<p><u>Actions taken by SEBI or stock exchange if any:</u></p> <p>No actions taken against the listed entity/its investment manager/directors/subsidiaries either by SEBI or by stock exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/ guidelines issued thereunder.</p>	Not Applicable	No Action taken during the review period.



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12.	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note.	Yes	-
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**For Ashita Kaul & Associates
Practicing Company Secretaries**



Ashita

**Proprietor
FCS 6988/CP 6529
Peer Review: 1718/2022**

**Place: Thane
Date: 15th May 2023
UDIN: F006988E000306232**

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.

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Annexure A

To,

Anzen India Energy Yield Plus Trust

Plot No. 294/3, Edelweiss House, off CST Road,
Kalina, Santacruz – East,
Mumbai 400098

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 Listed Entity. 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. Some part of Audit was conducted offline. We have also conducted online verification and examination of the relevant documents and records as facilitated by the listed entity for the purpose of issuing this Annual Secretarial Compliance Report. 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 listed entity.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of SEBI laws, rules, regulation and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of compliance done by the listed entity. .
6. The Annual Secretarial Compliance Report 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.

For Ashita Kaul & Associates
Practicing Company Secretaries

Place: Thane
Date: 15th May 2023
UDIN: F006988E000306232



Proprietor
FCS 6988/CP 6529
Peer Review: 1718/2022