Integrated Governance

POWERICA LIMITED

General information about company

Scrip code	544744	
NSE Symbol	POWERICA	
MSEI Symbol	NOTLISTED	
ISIN	INE921L01032	
Date of start of financial year	01-04-2026	
Date of end of financial year	31-03-2027	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	Yes	
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	Annexure I (Part F) is not applicable for the reporting quarter. Therefore, the relevant tab has been selected as No.
Risk management committee	No	
Market Capitalisation as per immediate previous Financial Year	Any other	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	comp01003	
Reason For No SCORE ID		
Type of Submission	Revision	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	Textual Information(1)
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	BHARAT OBEROI	00083664	Executive Director	Chairperson	MD	No				Active	NA		01-11-2003	23-12-2025			1	0	1	0			
2	Ms	RENU NARESH OBEROI	00114588	Executive Director	Not Applicable		No				Active	NA		28-09-2017	01-04-2024			1	0	0	0			
3	Mr	PRADEEP OMPRAKASH GUPTA	00013424	Executive Director	Not Applicable		No				Active	NA		02-09-2016	01-04-2024			1	0	1	0			
4	Mr	JAI RAM OBEROI	10361810	Executive Director	Not Applicable		No				Active	NA		30-04-2025				1	0	2	0			
5	Mr	UDAYA SHANKAR JENA	09613584	Non-Executive - Independent Director	Not Applicable		No				Active	No		24-06-2022	24-06-2022		51.07	1	1	0	1			
6	Mr	TAPAN RAY	00728682	Non-Executive - Independent Director	Not Applicable		No				Active	No		21-06-2025	21-06-2025		15.1	1	1	1	0			
7	Ms	SOWMYA CHATURVEDI	08173748	Non-Executive - Independent Director	Not Applicable		No				Active	No		01-04-2025	01-04-2025		18	1	1	0	0			
8	Mr	SUNIL GODWIN LOBO	06477020	Non-Executive - Independent Director	Not Applicable		No				Active	No		27-06-2024	27-06-2024		27.04	1	1	1	1			
9	Mr	RABINDRA NATH NAYAK	02658070	Non-Executive - Independent Director	Not Applicable		No				Active	Yes	10-06-2026	21-04-2026	21-04-2026		5.1	4	4	3	1			
10	Mr	MAHESWAR SAHU	00034051	Non-Executive - Non Independent Director	Not Applicable		No				Active	No		07-08-2026				7	4	1	4			

Text Block

Textual Information(1)	At the 42nd Annual General Meeting of the Company held on September 24, 2026, the members approved the re-appointment of the following directors for the respective terms set out below: 1. Ms. Renu Naresh Oberoi as a Whole-time Director of the Company for a further term of three (3) years, effective April 1, 2027. 2. Mr. Pradeep Omprakash Gupta as a Whole-time Director of the Company for a further term of three (3) years, effective April 1, 2027. 3. Mr. Udaya Shankar Jena as an Independent Director of the Company for a second term of five (5) years, effective June 24, 2027. 4. Mr. Sunil Godwin Lobo as an Independent Director of the Company for a second term of five (5) years, effective June 27, 2027.

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09613584	UDAYA SHANKAR JENA	Non-Executive - Independent Director	Chairperson	24-06-2022		
2	06477020	SUNIL GODWIN LOBO	Non-Executive - Independent Director	Member	30-04-2025		
3	00728682	TAPAN RAY	Non-Executive - Independent Director	Member	14-07-2025		
4	10361810	JAI RAM OBEROI	Executive Director	Member	30-04-2025		
5	02658070	RABINDRA NATH NAYAK	Non-Executive - Independent Director	Member	28-05-2026		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06477020	SUNIL GODWIN LOBO	Non-Executive - Independent Director	Chairperson	27-06-2024		
2	09613584	UDAYA SHANKAR JENA	Non-Executive - Independent Director	Member	24-06-2022		
3	08173748	SOWMYA CHATURVEDI	Non-Executive - Independent Director	Member	30-04-2025		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06477020	SUNIL GODWIN LOBO	Non-Executive - Independent Director	Chairperson	30-04-2025		
2	00083664	BHARAT OBEROI	Executive Director	Member	30-07-2018		
3	10361810	JAI RAM OBEROI	Executive Director	Member	30-04-2025		
4	00013424	PRADEEP OMPRAKASH GUPTA	Executive Director	Member	30-04-2025		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00083664	BHARAT OBEROI	Executive Director	Chairperson	30-04-2025		
2	00013424	PRADEEP OMPRAKASH GUPTA	Executive Director	Member	30-04-2025		
3	10361810	JAI RAM OBEROI	Executive Director	Member	30-04-2025		
4	09613584	UDAYA SHANKAR JENA	Non-Executive - Independent Director	Member	30-04-2025		
5	06477020	SUNIL GODWIN LOBO	Non-Executive - Independent Director	Member	30-04-2025		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00083664	BHARAT OBEROI	Executive Director	Chairperson	13-05-2013		
2	10361810	JAI RAM OBEROI	Executive Director	Member	30-04-2025		
3	06477020	SUNIL GODWIN LOBO	Non-Executive - Independent Director	Member	21-04-2026		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	21-04-2026			Yes	8	8	4
2	28-05-2026	36		Yes	9	9	5
3	07-08-2026	70		Yes	10	9	5

Text Block

Textual Information(1)	Mr. Maheswar Sahu was appointed as an Additional Director in the capacity of Non-Executive Non-Independent Director at the Board Meeting held on August 7, 2026. As his appointment was approved at the beginning of the meeting, he attended the remainder of the meeting and, accordingly, has been considered present for the meeting.

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	21-04-2026				Yes	4	4	3	0
2	Audit Committee	28-05-2026	36			Yes	4	4	3	0
3	Audit Committee	07-08-2026	70			Yes	5	5	4	0
4	Nomination and remuneration committee	21-04-2026				Yes	3	3	3	0
5	Nomination and remuneration committee	07-08-2026	107			Yes	3	3	3	0
6	Corporate Social Responsibility Committee	28-05-2026				Yes	3	3	1	0
7	Corporate Social Responsibility Committee	07-08-2026	70			Yes	3	3	1	0
8	Risk Management Committee	07-08-2026				Yes	5	5	2	0

Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Ms. Anita Praful Renuse
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event
No records available		

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Ms. Anita Praful Renuse
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Ms. Anita Renuse
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	29-10-2026

Investor Grievance Details

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

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:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					Textual Information(1)
Sr.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
1	Windfusion Renewable Private Limited	26-06-2026	0.00%	100.00%	100.00%
2	Whisperwind Renewable Private Limited	27-06-2026	0.00%	100.00%	100.00%

Text Block

Textual Information(1)	Windfusion Renewable Private Limited and Whisperwind Renewable Private Limited were incorporated as a wholly-owned subsidiary of Powerica Limited on June 26, 2026 and June 27, 2026 respectively. The same was disclosed in the previous quarter. However, the suscription money was transferred on July 28, 2026 and shares has been alloted to Powerica Limited on July 30, 2026, hence, the same has been reported in this quarter.

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:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.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
1	Employees' State Insurance Corporation (ESIC), Regional Office, Chennai	ESIC under the provisions of Regulation 31C of the ESI (General) Regulation, 1950, read with Section 85B(I) of the ESI Act, levied a penalty of Rs. 2,537 on account of delayed payment of ESI contributions. The penalty have been paid by the Company.	20-07-2026	Delay in payment of the employer's and employees' shares of ESI contributions within the prescribed time and manner under Section 40 of the ESI Act, read with the applicable provisions of the ESI (General) Regulations, 1950.	There is no impact on financial, operation or other activities of the listed entity
2	Employees' State Insurance Corporation (ESIC), Regional Office, Chennai	The Employees' State Insurance Corporation (ESIC), Regional Office, Chennai, raised a demand for interest of Rs. 5,264 under Section 39(5) of the ESI Act, read with Regulation 31A of the ESI (General) Regulation, 1950, on account of delayed payment of ESI contributions. The Company has paid the interest amount of Rs. 5,264 to ESIC.	20-07-2026	Interest of Rs. 5,264 was levied by ESIC in connection with the delayed remittance of ESI contributions under the applicable provisions of the ESI Act, and the ESI (General) Regulation, 1950. The Company has duly paid the interest amount.	There is no impact on financial, operation or other activities of the listed entity

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:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.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
1	Centralized Processing Center, Income Tax Department, Bengaluru	29-06-2026	With respect to assessment year 2025-2026, the Company has received notice under section 154 of the Income Tax Act, 1961, amounting to Rs. 31,13,00750/- due to non consideration of advance tax, TDS and TCS paid by the Company for the above stated assessment year. The Company has filed the rectification under section 154 of the IT Act 1961.	Awaiting order from Centralized Processing Center, Income Tax Department, Bengaluru