KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES

PARTNERS

CS R.KANNAN

CS AISHWARYA

SRI SANKARA GURUKRIPA ILLAM
Regd OFF. : No. 6A, 10th Street,
New Colony, Adambakkam,
Chennai - 600 088
E -mail : gkrkgram@yahoo.in
Ph: 044 - 40051764

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,
The Members,
SWELECT Energy Systems Limited
CIN: L93090TN1994PLC028578
SWELECT HOUSE, No. 5, Sir P. S. Sivasamy Salai,
Mylapore, Chennai, Tamil Nadu, 600004

We, KRA & ASSOCIATES, Practicing Company Secretaries, have been appointed as the Secretarial Auditor vide a resolution passed by the shareholders of **SWELECT Energy Systems Limited** (hereinafter referred to as 'the Company'), having CIN: L93090TN1994PLC028578 and having its registered office at 'SWELECT HOUSE', No. 5, Sir P.S. Sivasamy Salai, Mylapore, Chennai - 600 004, India in the Annual General Meeting held on 25th July, 2025.

We are issuing this certificate under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "**the Regulations**"), for the year ended March 31st, 2026 in relation to the 'Employee Stock option scheme 2026' approved by the Company.

This certificate is to be placed before the members of the Company in its ensuing Annual General Meeting for the Financial Year ended 31st March, 2026 ('review period').

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Secretarial Auditor's Responsibility:

Pursuant to the Regulations, it is our responsibility to provide reasonable assurance that the Schemes have been implemented in accordance with these regulations and in accordance with the resolutions of the Company approved by its members.

R.KANNAN
C.P.No:3363
KRA & ASSOCIATES

Verification:

The Company has implemented SWELECT Employees Stock Option Scheme, 2025 in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the Special Resolutions passed by the members of the Company in the Thirtieth Annual General Meeting dated July 25, 2025.

For the purpose of verifying the compliance of the Regulations, we have examined the following:

1. SWELECT Employees Stock Option Scheme, 2025 Scheme(s)received from/furnished by the Company;
2. Articles of Association of the Company;
3. Resolution passed by the Nomination and Remuneration Committee at its meeting held on 30th June, 2025;
4. Resolutions passed by the Board of Directors at their meeting held on 30th June, 2025;
5. Special Resolutions passed by Members on Thirtieth Annual General Meeting held on 25th July, 2025;
6. Relevant Accounting Standards as prescribed by the Central Government;
7. Statement filed with recognized Stock Exchange(s) as specified in Part D of Schedule 1 in accordance With Regulation 10(b) of these Regulations;
8. Relevant provisions of the Regulations, Companies Act,2013 and Rules made thereunder;

Certification:

In our opinion and to the best of my knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers, we certify that the Company has implemented the **"SWELECT Employees Stock Option Scheme, 2025"** in accordance with the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Resolution(s) in the Thirtieth Annual General Meeting.

R.KANNAN
C.P.No:3363
KRA & ASSOCIATES

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificates based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information, and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

For KRA & ASSOCIATES
Practicing Company Secretaries

R. KANNAN
C.P.No:3363
KRA & ASSOCIATES

Date: May 21, 2026
Place: Chennai

R. KANNAN
Senior Partner
M.no: F6718/CP NO:3363
PR No:5562/2024
UDIN: F006718H000478332