

July 12, 2019

To,

**The Manager,**  
Department of Corporate Services,  
BSE Limited,  
Dalal Street, Fort,  
**Mumbai – 400 001**

**Dear Sir/Madam,**

**Subject: Corporate Governance Report for the Quarter ended June 30, 2019**

**Ref.:-Scrip Code - 531260**

This is with reference to the captioned subject please find enclosed herewith Certificate in respect of Non-applicability of Corporate Governance Report pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for quarter ended June 30, 2019 for SunEdison Infrastructure Limited.

You are requested to take on record and oblige

**Thanking you,**

**For SunEdison Infrastructure Limited**

*Suresh Babu R.V.*



**R V Suresh Babu**  
**Company Secretary**

**July 12, 2019**

**The Manager,**  
Department of Corporate Services,  
BSE Limited,  
P.J.Towers,  
Dalal Street, Fort  
**Mumbai – 400 001**

**Dear Sir/Madam,**

**Scrip Code: 531260**

**Subject: Certificate for Non-applicability of Corporate Governance Report for the Quarter Ended June 30, 2019**

Pursuant to Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the compliance with the Corporate Governance provisions specified in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V shall not apply to the following class of Companies:

- a. The Listed companies having paid up equity share capital not exceeding Rupees Ten Crore and Net worth not exceeding Rupees Twenty Five Crores as on the last day of the previous Financial Year;
- b. Companies whose specified securities are listed on the SME Exchange.

We hereby certify that, for the quarter ended June 30, 2019 the paid up Equity Share Capital of the Company is Rs. 4,48,99,000/- (Rupees Four Crore Fourty Eight Lakhs and Ninety Nine Thousand Only) and Net Worth is Rs. 4,67,32,946/- (Rupees Four Crore Sixty Seven Lakhs Thirty Two Thousand Nine Hundred and Fourty Six Only) as on March 31, 2019. (Since the Accounts of the Company for the Quarter Ended June 30, 2019 is under Limited Review, so the company is not in a position to provide the Net Worth as on June 30, 2019).



As the Company falls in the ambit of aforesaid exemption (a); hence compliance with Corporate Governance provisions specified in aforesaid Regulations shall not be applicable to the Company.

**Thanking you,**

**For SunEdison Infrastructure Limited**

*Suresh Babu R.V.*

A circular purple ink stamp with the text "SUNEDISON INFRASTRUCTURE LIMITED" around the perimeter and a small star at the bottom.

**R V Suresh Babu**  
**Company Secretary**