

Date: May 22, 2025

To,
National Stock Exchange of India Ltd.,
Address: Exchange Plaza, C-1, Block G, Bandra
Kurla Complex, Bandra (E), Mumbai-400051,
Maharashtra, India.
NSE Scrip Symbol: OLAELEC

To,
BSE Limited
Address: Phiroze Jeejeebhoy Towers
Dalal Street Mumbai- 400001,
Maharashtra, India.
BSE Scrip Code: 544225

SUBJECT: SUBMISSION OF ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025.

Dear Sir/ Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, we hereby enclose copy of Annual Secretarial Compliance Report for the Financial Year 2024-25, dated May 22, 2025, issued by Mr. Pramod S M, Partner of BMP & Co. LLP, Practicing Company Secretaries.

This Annual Secretarial Compliance Report will also be made available on the website of the Company and can be accessed using the below link: <https://www.olaelectric.com/investor-relations/announcements>.

We request you to take the above on your record.

**Thanking You,
Yours faithfully,
For and on behalf of OLA ELECTRIC MOBILITY LIMITED**

**Pritam Das Mohapatra
Company Secretary & Compliance Officer
M. No.: A24685
Place: Bengaluru**

Encl: as above

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF OLA ELECTRIC MOBILITY LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025**

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

To,
The Members,
Ola Electric Mobility Limited
CIN: L74999KA2017PLC099619
Wing C, Prestige RMZ Startech,
Hosur Road, Municipal Ward No.67,
Municipal No. 140, Koramangala VI Bk, Bangalore,
Bangalore South, Karnataka, India, 560095.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices of Ola Electric Mobility Limited (hereinafter referred as ‘the listed entity’ or ‘Company’), having its registered office at Wing C, Prestige RMZ Startech, Hosur Road, Municipal Ward No.67, Municipal No. 140, Koramangala VI Bk, Bangalore South, Karnataka, India, 560095. Secretarial Review was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity’s books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on 31st March 2025, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We, BMP & Co. LLP, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by 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 31st March 2025 (“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



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- (a) 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”);

The 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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; - Not Applicable as the Company did not buyback any of its securities during the financial year under review.
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - Not applicable as the Company has not issued any debt securities during the financial year under review
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; - Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review; and
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; – Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review;
and circulars/ 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: -



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Sr. no.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Actions taken by	Type of Action	Details of violation	Fine amount	Observation s/ Remarks of the Practicing Company Secretary	Management Response	Re marks
1	Regulations 4(1)(d), 4(1)(f), 4(1)(h) and 30(6) of the SEBI (LODR) Regulations, 2015 – Channels for disseminating information shall ensure equal, timely, and cost-efficient access to relevant information for all investors.	Regulations 4(1)(d), 4(1)(f), 4(1)(h) and 30(6) of the SEBI (LODR) Regulations, 2015	Delayed disclosure of material information pertaining to the Company's store expansion plans.	SEBI	Administrative warning letter	The Company disclosed a press release dated December 2, 2024, titled "Ola Electric accelerates distribution network to 4,000 stores in December 4X expansion drive to boost business growth and EV adoption" on both BSE and NSE. However, prior to this, Mr. Bhavish Aggarwal, Promoter and Chairman-cum-Managing Director, announced it on ·X (formerly Twitter). SEBI subsequently issued an administrative warning	NIL (Administrative warning letter was issued on December 2, 2024, titled "Ola Electric accelerates distribution network to 4,000 stores in December 4X expansion drive to boost business growth and EV adoption" on the BSE and NSE portals. However, before disclosing it	During the review period, it was observed that the Company issued a press release on December 2, 2024, titled "Ola Electric accelerates distribution network to 4,000 stores in December 4X expansion drive to boost business growth and EV adoption" on the BSE and NSE portals.	The Company acknowledged the communication received from the Securities and Exchange Board of India (SEBI) dated 7 th January 2025 conveying an administrative warning to the Company regarding delayed disclosure of material information pertaining to the Company's store expansion plans.	-



					<p>for violation of Regulations 4(1)(d), 4(1)(f), 4(1)(h), and 30(6) of the SEBI (LODR) Regulations, 2015, which require listed entities to ensure equal, timely, and cost-efficient access to relevant information for all investors through proper disclosure channels.</p>	<p>to the stock exchanges, Mr. Bhavish Aggarwal, Promoter and Chairman-cum-Managing Director, announced it on X (formerly Twitter). SEBI issued an administrative warning for non-compliance with Regulations 4(1)(d), 4(1)(f), 4(1)(h), and 30(6) of the SEBI (LODR) Regulations, 2015, requiring equal, timely, and cost-efficient information access for all investors. The Company has noted the</p>	
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								advisory and will take necessary steps to ensure such instances do not recur.	
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. no.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended..... (the years are to be mentioned)	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Not applicable						

(c) We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks from PCS
1.	<u>Secretarial Standard</u> The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	NA
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 	Yes	NA



	Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.		
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website. • Timely dissemination of the documents/information under a separate section on the website. • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website. 	Yes	NA
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	NA	Not applicable as none of the directors are disqualified
5.	<u>Details related to Subsidiaries of listed entities:</u> <p>(a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.</p>	Yes	NA
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	NA
7.	<u>Performance Evaluation:</u>	Yes	NA

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	The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.		
8.	<u>Related Party Transactions:</u> <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	NA
9.	<u>Disclosure of events or information:</u> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	No	An administrative warning letter was issued by SEBI dated 7 th January 2025, for delayed disclosure of material information pertaining to the Company's store expansion plans.
10.	<u>Prohibition of Insider Trading:</u> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	NA
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> <p>No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI</p>	Yes	An administrative warning letter was issued by SEBI dated 7 th January 2025, for delayed disclosure of material information pertaining to the Company's store expansion plans.

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	through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.		
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	Not applicable during the year under review
13.	<u>No additional non-compliances observed:</u> No additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	NA	No additional non-compliance was observed for SEBI regulation/circular/ guidance note during the year under review.
14.	Listed Entity has complied with the following requirements for disclosure of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the SEBI LODR Regulations, 2015: a. The scheme document has been uploaded on the website of the listed entity after obtaining shareholder approval as required under SEBI (SBEB) Regulations, 2021. b. The documents uploaded on the website mandatorily have minimum information to be disclosed to shareholders as per SEBI (SBEB) Regulations, 2021. The rationale for redacting information from the documents and the justification as to how such	Yes	



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	redacted information would affect competitive position or reveal commercial secrets of the listed entity was placed before the board of directors for consideration and approval.		
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Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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 BMP & Co. LLP,
Company Secretaries




Pramod S M
Partner
FCS No: 7834
CP No: 13784

Place: Bangalore

Date: 22nd May 2025

PR No.: 6387/2025

UDIN: F007834G000405957

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