

## Integrated Governance

### ZAGGLE PREPAID OCEAN SERVICES LIMITED

#### General information about company

Scrip code	543985
NSE Symbol	ZAGGLE
MSEI Symbol	NOTLISTED
ISIN	INE07K301024
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	30-06-2025
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?	true
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true
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?	false The Company has not made any acquisitions of shares and voting rights in unlisted companies during the quarter ended June 30, 2025. However, on June 05, 2025, we had intimated exchanges that the Company has agreed to acquire 100% shares capital and voting rights in Greenedge Enterprises Private Limited and Dice Enterprises Private Limited from the existing shareholders of Greenedge Enterprises Private Limited and Dice Enterprises Private Limited respectively.
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?	false The Company does not have any fines and penalties for the quarter ended June 30, 2025.
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?	true
Risk management committee	true
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities
Is SCORE ID Available ?	true
SCORE Registration ID	COMZ00845
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

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																							
Whether the listed entity has a Regular Chairperson							true																
Whether Chairperson is related to MD or CEO							false																
							Disqualification of Directors under section 164 of the Companies Act, 2013																
Sr no.	Title(Mr/Ms)	Name of the Director	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	Raj P Narayanam	Executive Director	Chairperson		false				Active	NA	30-04-2012	01-06-2023				1	0	1	0			
2	Mr	Avinash Ramesh Godkhindi	Executive Director	Not Applicable	CEO-MD	false				Active	NA	07-05-2012	07-05-2024				1	0	1	0			
3	Mr	Arun Vijaykumar Gupta	Non-Executive - Independent Director	Not Applicable		false				Active	No	04-10-2024	04-10-2024			8.28	2	2	3	1			
4	Mr	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Not Applicable		false				Active	No	26-09-2022	26-09-2022			33.05	1	1	1	1			
5	Mr	Aravamudan Krishna Kumar	Non-Executive - Independent Director	Not Applicable		false				Active	No	26-09-2022	26-09-2022			33.05	3	3	4	1			
6	Mrs	Prerna Tandon	Non-Executive - Independent Director	Not Applicable		false				Active	No	26-09-2022	26-09-2022			33.05	1	1	1	0			
7	Mr	Virat Sunil Diwanji	Non-Executive - Non Independent Director	Not Applicable		false				Active	No	04-10-2024					1	0	0	0			

**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					true	
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Chairperson	29-09-2022		
2	Aravamudan Krishna Kumar	Non-Executive - Independent Director	Member	29-09-2022		
3	Raj P Narayanam	Executive Director	Member	29-09-2022		

**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Aravamudan Krishna Kumar	Non-Executive - Independent Director	Chairperson	29-09-2022		
2	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Member	29-09-2022		
3	Arun Vijaykumar Gupta	Non-Executive - Independent Director	Member	29-09-2022		
4	Virat Sunil Diwanji	Non-Executive - Non Independent Director	Member	07-02-2025		

**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Arun Vijaykumar Gupta	Non-Executive - Independent Director	Chairperson	29-09-2022		
2	Prerna Tandon	Non-Executive - Independent Director	Member	29-09-2022		
3	Avinash Ramesh Godkhindi	Executive Director	Member	29-09-2022		

**Risk Management Committee**

Whether the Risk Management Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Raj P Narayanam	Executive Director	Chairperson	19-11-2022		
2	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Member	19-11-2022		
3	Avinash Ramesh Godkhindi	Executive Director	Member	19-11-2022		

**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Raj P Narayanam	Executive Director	Chairperson	29-09-2022		
2	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Member	29-09-2022		
3	Avinash Ramesh Godkhindi	Executive Director	Member	29-09-2022		



## Annexure I

## III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

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	07-02-2025			true	7	6	3
2	27-03-2025	47		true	7	6	3
3	12-05-2025	45		true	7	7	4

## 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	Reason 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	07-02-2025				true	3	3	2	0
2	Audit Committee	12-05-2025	93			true	3	3	2	0
3	Nomination and remuneration committee	04-02-2025				true	3	3	3	0
4	Nomination and remuneration committee	12-05-2025	96			true	4	4	3	0
5	Risk Management Committee	07-02-2025				true	3	3	1	0
6	Corporate Social Responsibility Committee	07-02-2025				true	3	3	1	0
7	Corporate Social Responsibility Committee	12-05-2025	93			true	3	3	1	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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
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)	Yes
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.	true
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.	true
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	HARIPRIYA
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	false
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	

**Signatory Details**

Name of signatory	HARIPRIYA
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	30-07-2025

**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 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	Commissioner of Central Tax, 2. Directorate General of GST Intelligence - Hyderabad Zonal Unit	13-11-2019	The Company had filed an appeal against the demand notice before the Honorable Customs, Excise and Service tax Appellate Tribunal (CESTAT).	The Company had filed an appeal against the demand notice before the Honorable Customs, Excise and Service tax Appellate Tribunal (CESTAT).
2	Income Tax Department, Ministry of Finance, Government of India	29-03-2024	The Company had filed an appeal against the demand notice before the Honorable Commissioner of Income Tax (Appeal).	The Company has filed an appeal against the demand notice before the Honorable Commissioner of Income Tax (Appeal).
3	Commissioner of CGST & Central Excise, Thane, Maharashtra	03-02-2025	The Company has received the summary of order dated February 3, 2025 from the Joint Commissioner, Rangareddy, Telangana in relation to the assessment proceedings conducted for the financial year 2017-18 order imposing a penalty amounting to Rs. 84,61,270/- and Rs. 25,000/- on each Director respectively, under CGST Act, 2017, SGST Act, 2017 and IGST Act, 2017. The Company has filed an appeal against the demand notice before the Commissioner (Appeals), Mumbai.	The Company and the Directors have filed an appeal against the demand notice before the Commissioner (Appeals), Mumbai.
4	Commissioner of CGST & Central Excise, Palghar, Bandra (E), Maharashtra	25-02-2025	The Company has received the summary of order dated February 25, 2025 imposing a penalty amounting to Rs 2,59,32,290/- under IGST Act, 2017 on Company and Rs. 2,00,000 under CGST Act, 2017, SGST Act, 2017 on Director from Additional Commissioner, Rangareddy, Telangana in relation to the assessment proceedings conducted for the financial year 2017-18. The Company has filed an appeal against the demand notice before the Commissioner (Appeals-III), Mumbai.	The Company and the directors have filed an appeal against the demand notice before the Commissioner (Appeals-III) and Commissioner (Appeals), Mumbai respectively.