

## 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	Half Yearly
Date of Quarter Ending	30-09-2025
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?	true
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 September 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
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?	false As per Annexure I (Part F) of SEBI Circular dated December 31, 2024, the disclosure of loans / guarantees / comfort letters / securities etc, is not applicable to the company for the quarter ended September 30, 2025.
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																								
Disclosure of notes on composition of board of directors explanatory						Textual Information(1)																		
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	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	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		11.28	2	2	3	1			
4	Mr	Abhay Deshpande Raosaheb		Non-Executive - Independent Director	Not Applicable		false				Active	No		26-09-2022	26-09-2022		36,05	1	1	1	1			
5	Mr	Aravamudan Krishna Kumar		Non-Executive - Independent Director	Not Applicable		false				Active	No		26-09-2022	26-09-2022		36.05	3	3	4	1			
6	Mrs	Prerna Tandon		Non-Executive - Independent Director	Not Applicable		false				Active	No		26-09-2022	18-09-2025		36,05	1	1	1	0			
7	Mr	Virat Sunil Diwanji		Non-Executive - Non Independent Director	Not Applicable		false				Active	No		04-10-2024		29-09-2025		0	0	0	0	Others		

**Text Block**

Textual Information(1)	Mr. Virat Sunil Diwanji (DIN: 07021146) has resigned from the directorship of the Company w.e.f September 29, 2025
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Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory	
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### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00427314	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Chairperson	29-09-2022		
2	00871792	Aravamudan Krishna Kumar	Non-Executive - Independent Director	Member	29-09-2022		
3	00410032	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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00871792	Aravamudan Krishna Kumar	Non-Executive - Independent Director	Chairperson	29-09-2022		
2	00427314	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Member	29-09-2022		
3	05131228	Arun Vijaykumar Gupta	Non-Executive - Independent Director	Member	29-09-2022		
4	07021146	Virat Sunil Diwanji	Non-Executive - Non Independent Director	Member	07-02-2025	29-09-2025	Textual Information(1)

**Text Block**

Textual Information(1)	Mr. Virat Sunil Diwanji has resigned as Non-Executive Non Independent Director of the Company and consequently ceased as Member of Nomination and Remuneration Committee w.e.f September 29, 2025
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### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05131228	Arun Vijaykumar Gupta	Non-Executive - Independent Director	Chairperson	29-09-2022		
2	09652432	Prerna Tandon	Non-Executive - Independent Director	Member	29-09-2022		
3	05250791	Avinash Ramesh Godkhindi	Executive Director	Member	29-09-2022		



### Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00410032	Raj P Narayanam	Executive Director	Chairperson	19-11-2022		
2	00427314	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Member	19-11-2022		
3	05250791	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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00410032	Raj P Narayanam	Executive Director	Chairperson	29-09-2022		
2	00427314	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Member	29-09-2022		
3	05250791	Avinash Ramesh Godkhindi	Executive Director	Member	29-09-2022		
4	09652432	Prerna Tandon	Non-Executive - Independent Director	Member	14-08-2025		

### Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
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							
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	12-05-2025			true	7	7	4
2	14-08-2025	93		true	7	7	4
3	29-09-2025	45		true	7	6	3

## Annexure I

### IV. Meeting of Committees

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	12-05-2025				true	3	3	2	0
2	Audit Committee	14-08-2025	93			true	3	3	2	0
3	Audit Committee	29-09-2025	45			true	3	3	2	0
4	Nomination and remuneration committee	12-05-2025				true	4	4	3	0
5	Nomination and remuneration committee	14-08-2025	93			true	4	4	3	0
6	Nomination and remuneration committee	29-09-2025	45			true	4	3	2	0
7	Risk Management Committee	14-08-2025				true	3	3	1	0
8	Corporate Social Responsibility Committee	12-05-2025				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		
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)
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)	No
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	HARIPRIYA
2	Designation	Company Secretary and Compliance Officer

**Signatory Details**

Name of signatory	HARIPRIYA
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	30-10-2025

**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 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					
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	Greenedge Enterprises Private Limited	30-09-2025	0.00	55.56	55.56

**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
No records available					

**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 has filed an appeal against the demand notice before the Honorable Customs, Excise and Service tax Appellate Tribunal (CESTAT).	The Company has 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 has 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 and the Directors have filed an appeal against the demand notice before the Commissioner (Appeals), Mumbai.	The Company and the Directorshas 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 and the directors have filed an appeal against the demand notice before the Commissioner (Appeals-III) and Commissioner (Appeals), Mumbai respectively.	The Company and the directors have filed an appeal against the demand notice before the Commissioner (Appeals-III) and Commissioner (Appeals), Mumbai respectively.