

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	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2024
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 There is no acquisition made by the entity in any unlisted entity during the last quarter ended December 31, 2024.
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 There is no imposition of Fine or Penalty is applicable to the entity.
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**

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	Not pro
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		26-09-2022	04-10-2024		27	2	2	1	1		
4	Mr	Abhay Deshpande Raosaheb	Non-Executive - Independent Director	Not Applicable		false				Active	No		26-09-2022	26-09-2022		28	1	1	1	1		
5	Mr	Aravamudan Krishna Kumar	Non-Executive - Independent Director	Not Applicable		false				Active	No		26-09-2022	26-09-2022		27	3	3	3	1		
6	Mrs	Prema Tandon	Non-Executive - Independent Director	Not Applicable		false				Active	No		26-09-2022	26-09-2022		27	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		

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		

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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	30-07-2024			true	6	6	3
2	25-09-2024	56		true	6	6	3
3	04-10-2024	8		true	6	6	3
4	30-10-2024	25		true	7	7	4
5	13-11-2024	13		true	7	7	4

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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	30-07-2024				true	3	3	2	0
2	Audit Committee	25-09-2024	56			true	3	3	2	0
3	Audit Committee	30-10-2024	34			true	3	3	2	0
4	Audit Committee	13-11-2024	13			true	3	3	2	0
5	Risk Management Committee	30-07-2024				true	3	3	1	0
6	Nomination and remuneration committee	29-07-2024				true	3	3	2	0
7	Nomination and remuneration committee	04-10-2024	66			true	3	3	2	0
8	Nomination and remuneration committee	30-10-2024	25			true	3	3	3	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	HARI PRIYA
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	HARI PRIYA
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	14-02-2025

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 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	Directorate General of Goods and Services Tax Intelligence, Mumbai Zonal Unit (the "DGGI")	15-06-2023	The matter is currently pending.	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: a. Order imposing a penalty under CGST Act, 2017 amounting to Rs 42,30,635/- and b. Order imposing a penalty under SGST Act, 2017 amounting to Rs. 42,30,635/- Based on the Company's assessment, appeals will be filed and the Company is hopeful of a favorable outcome at an appellate level and does not reasonably expect the said Orders to have any material financial impact on the Company.
4	Directorate General of Goods and Services Tax Intelligence, Mumbai Zonal Unit (the "DGGI")	15-06-2023	The matter is currently pending.	The matter is currently pending.