

## **Integrated Governance**

### **MAZDA LIMITED**

#### **General information about company**

Scrip code	523792	
NSE Symbol	MAZDA	
MSEI Symbol	NOTLISTED	
ISIN	INE885E01042	
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	31-12-2025	
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	Not applicable during the quarter ended on 31st December, 2025.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of false Fine or Penalty is Applicable to the entity?	false	Not applicable during the quarter ended on 31st December, 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?	false	Not applicable during the quarter ended on 31st December, 2025.
Risk management committee	false	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	M00150	
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										true											
Whether the listed entity has a Regular Chairperson										Disqualification of Directors under section 164 of the Companies Act, 2013											
Whether Chairperson is related to MD or CEO										false											
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(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 26(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 Chairpersons in Audit Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	MOHIB KHERICHA	00010365	Non-Executive - Non Independent Director	Chairperson		false				Active	NA		12-09-1992	09-09-2024			3	0	4	1
2	Mrs	SHEILA MODY	00496561	Non-Executive - Non Independent Director	Not Applicable		false				Active	Yes	17-09-2021	20-09-1991	18-09-2025			1	0	1	1
3	Mrs	HOUTOXI CONTRACTOR	00499260	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		02-10-1992	09-09-2024			1	0	0	0
4	Mr	SAMUEL CROLL-III	01407244	Non-Executive - Non Independent Director	Not Applicable		false				Active	Yes	22-09-2023	12-09-1992	22-09-2023			1	0	0	0
5	Mr	PERCY AVARI	00499114	Executive Director	Not Applicable		false				Active	NA		29-01-2003	01-04-2023			1	0	1	0
6	Mrs	SHANAYA MODY KHATUA	01241585	Executive Director	Not Applicable		false				Active	NA		22-01-2007	01-04-2023			1	0	0	0
7	Mr	MIHIR MEHTA	10733016	Non-Executive - Independent Director	Not Applicable	Shareholder Director	false				Active	NA		09-09-2024	09-09-2024		15.22	1	1	1	0
8	Mr	ASHOK KAVDIA	00054601	Non-Executive - Independent Director	Not Applicable	Shareholder Director	false				Active	NA		09-09-2024	09-09-2024		15.22	2	2	3	2
9	Mrs	SHETAL BHATT	10733013	Non-Executive - Independent Director	Not Applicable	Shareholder Director	false				Active	NA		09-09-2024	09-09-2024		15.22	1	1	2	0

**Text Block**

Textual Information(1)

Samuel Croll III being the foreign national, PAN is not available.

## 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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00054601	ASHOK KAVDIA	Non-Executive - Independent Director	Chairperson	09-09-2024		
2	00010365	MOHIB KHERICHA	Non-Executive - Non Independent Director	Member	29-01-2003		
3	10733016	MIHIR MEHTA	Non-Executive - Independent Director	Member	09-09-2024		
4	10733013	SHETAL BHATT	Non-Executive - Independent Director	Member	09-09-2024		

### 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	10733013	SHETAL BHATT	Non-Executive - Independent Director	Chairperson	09-09-2024		
2	10733016	MIHIR MEHTA	Non-Executive - Independent Director	Member	09-09-2024		
3	00496561	SHEILA MODY	Non-Executive - Non Independent Director	Member	29-07-2014		

### 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	00496561	SHEILA MODY	Non-Executive - Non Independent Director	Chairperson	29-05-2014		
2	00499114	PERCY AVARI	Executive Director	Member	29-05-2014		
3	00054601	ASHOK KAVDIA	Non-Executive - Independent Director	Member	09-09-2024		
4	10733013	SHETAL BHATT	Non-Executive - Independent Director	Member	09-09-2024		

## Risk Management Committee

### Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00496561	SHEILA MODY	Non-Executive - Non Independent Director	Chairperson	29-05-2014		
2	00499114	PERCY AVARI	Executive Director	Member	29-05-2014		
3	10733016	MIHIR MEHTA	Non-Executive - Independent Director	Member	09-09-2024		
4	10733013	SHETAL BHATT	Non-Executive - Independent Director	Member	09-09-2024		

### 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
1	00010365	MOHIB KHERICHA	EXECUTIVE COMMITTEE	Non-Executive - Non Independent Director	Chairperson	
2	00496561	SHEILA MODY	EXECUTIVE COMMITTEE	Non-Executive - Non Independent Director	Member	
3	00499114	PERCY AVARI	EXECUTIVE COMMITTEE	Executive Director	Member	
4	10733013	SHETAL BHATT	EXECUTIVE COMMITTEE	Non-Executive - Independent Director	Member	

### 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	05-08-2025			true	9	8	3
2	12-11-2025	98		true	9	9	3

**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	05-08-2025				true	4	4	3	0
2	Audit Committee	12-11-2025	98			true	4	4	3	0

### Annexure I

Sr	Subject	V. Affirmations	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)	NA	
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	NISHITH KAYASTH
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		

### Signatory Details

Name of signatory	NISHITH KAYASTH
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	13-01-2026

### **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
No records available					

**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
No records available				

