

Integrated Governance

NEWGEN SOFTWARE TECHNOLOGIES LIMITED

General information about company

Scrip code	540900	
NSE Symbol	NEWGEN	
MSEI Symbol	NOTLISTED	
ISIN	INE619B01017	
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	There are no acquisition of shares or voting rights in unlisted companies during the quarter
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?	true	
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 500 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	COMZ00178	
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							true	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: nc provi PA
1	Mr	DIWAKAR NIGAM	00263222	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		01-04-1993	01-06-2024			1	0	1	0		
2	Mr	VARADARAJAN TIRUMALAI SUNDARAJA IYENGAR	00263115	Executive Director	Not Applicable		false				Active	NA		05-06-1992	01-06-2024			1	0	1	0		
3	Mrs	PRIYADARSHINI NIGAM	00267100	Executive Director	Not Applicable		false				Active	NA		20-09-1997	01-06-2024			1	0	0	0		
4	Mr	SAURABH SRIVASTAVA	00380453	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	23-06-2022	30-08-2017	30-08-2022		94.10	1	1	1	0		
5	Mr	SUBRAMANIAM RAMNATH IYER	00524187	Non-Executive - Independent Director	Not Applicable		false				Active	NA		22-11-2017	22-11-2022		91.90	1	1	2	2		
6	Mrs	PADMAJA KRISHNAN	03155610	Non-Executive - Independent Director	Not Applicable		false				Active	NA		24-03-2020	24-03-2025		63.70	1	1	1	0		
7	Mr	SUDHIR KUMAR SETHI	00058105	Non-Executive - Independent Director	Not Applicable		false				Active	NA		30-07-2024	30-07-2024		11.10	1	1	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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00380453	SAURABH SRIVASTAVA	Non-Executive - Independent Director	Member	18-09-2017		
2	00524187	SUBRAMANIAM RAMNATH IYER	Non-Executive - Independent Director	Chairperson	21-11-2017		
3	03155610	PADMAJA KRISHNAN	Non-Executive - Independent Director	Member	09-07-2024		

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	00524187	SUBRAMANIAM RAMNATH IYER	Non-Executive - Independent Director	Chairperson	22-11-2017		
2	00380453	SAURABH SRIVASTAVA	Non-Executive - Independent Director	Member	18-09-2017		
3	03155610	PADMAJA KRISHNAN	Non-Executive - Independent Director	Member	09-07-2024		

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	00524187	SUBRAMANIAM RAMNATH IYER	Non-Executive - Independent Director	Chairperson	22-11-2017		
2	00263222	DIWAKAR NIGAM	Executive Director	Member	14-06-2017		
3	00263115	VARADARAJAN TIRUMALAI SUNDARAJA IYENGAR	Executive Director	Member	14-06-2017		

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	03155610	PADMAJA KRISHNAN	Non-Executive - Independent Director	Chairperson	25-05-2021		
2	00263222	DIWAKAR NIGAM	Executive Director	Member	25-05-2021		
3	00524187	SUBRAMANIAM RAMNATH IYER	Non-Executive - Independent Director	Member	25-05-2021		
4	99999999	VIRENDER JEET	CHIEF EXECUTIVE OFFICER	Member	25-05-2021		Textual Information(1)
5	99999999	SURENDER JEET RAJ	EVP GLOBAL BUSINESS STRATEGY AND HR	Member	25-05-2021		Textual Information(2)

Text Block

Textual Information(1)	Mr Virender Jeet, being a KMP in the Company does not have DIN.However, his PAN number is AAOPJ2433N
Textual Information(2)	Mr. Surender Jeet Raj, being a KMP in the Company does not have DIN. However his PAN number is ABSPR1660C

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	00267100	PRIYADARSHINI NIGAM	Executive Director	Chairperson	12-06-2014		
2	00263115	VARADARAJAN TIRUMALAI SUNDARAJA IYENGAR	Executive Director	Member	12-06-2014		
3	03155610	PADMAJA KRISHNAN	Non-Executive - Independent Director	Member	09-07-2024		

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	00263115	VARADARAJAN TIRUMALAI SUNDARAJA IYENGAR	Finance & Operations Committee	Executive Director	Chairperson	
2	00263222	DIWAKAR NIGAM	Finance & Operations Committee	Executive Director	Member	
3	00267100	PRIYADARSHINI NIGAM	Finance & Operations Committee	Executive 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	20-01-2025			true	7	7	4
2	21-03-2025	59		true	7	7	4
3	02-05-2025	41		true	7	7	4
4	27-05-2025	24		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	20-01-2025				true	3	3	3	0
2	Audit Committee	21-03-2025	59			true	3	3	3	0
3	Audit Committee	01-05-2025	40			true	3	3	3	0
4	Nomination and remuneration committee	20-01-2025				true	3	3	3	0
5	Nomination and remuneration committee	01-05-2025	100			true	3	3	3	0
6	Risk Management Committee	21-03-2025				true	3	3	2	2
7	Stakeholders Relationship Committee	01-05-2025	40			true	3	3	1	0
8	Corporate Social Responsibility Committee	01-05-2025				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	Aman Mourya
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	Aman Mourya
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	11-07-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

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
1	Central GST Audit-II, Delhi	Order passed by Office of the Central GST Audit-II, Delhi. Penalty paid for FY 2018-19 - INR 1,96,159	22-05-2025	a) Excess Availment of ITC b) Common ITC Reversal c) Wrong Availment of ITC in respect of default of Supplier d) Non Reversal of blocked ITC	None, there is no material impact on financials, operations or other activities of the Company.
2	Central GST Audit-II, Delhi	Order passed by Office of the Central GST Audit-II, Delhi. Penalty paid for FY 2019-20 - INR 1,03,392	22-05-2025	a) Penalty for wrong filing of GST Return b) Short Payment of Tax Liability of GST c) Common ITC Reversal d) Wrong Availment of ITC in respect of default of Supplier e) Non Reversal of blocked ITC	None, there is no material impact on financials, operations or other activities of the Company.
3	Central GST Audit-II, Delhi	Order passed by Office of the Central GST Audit-II, Delhi. Penalty paid for FY 2020-21 - INR 1,16,903	22-05-2025	a) Non Payment of Late fee b) Penalty for wrong filing of GST Return c) Common ITC Reversal d) Wrong Availment of ITC in respect of default of Supplier e) Non Reversal of blocked ITC	None, there is no material impact on financials, operations or other activities of the Company.
4	Central GST Audit-II, Delhi	Order passed by Office of the Central GST Audit-II, Delhi. Penalty paid for FY 2021-22 - INR 43,994	22-05-2025	a) Common ITC Reversal b) Non Reversal of blocked ITC	None, there is no material impact on financials, operations or other activities of the Company.
5	Central GST Audit-II, Delhi	Order passed by Office of the Central GST Audit-II, Delhi. Penalty paid for FY 2022-23 - INR 70,290	22-05-2025	a) Excess Availment of ITC b) Non Payment of Interest on delayed GST payment c) Common ITC Reversal d) Non Reversal of blocked ITC	None, there is no material impact on financials, operations or other activities of the Company.
6	Central GST Audit-II, Delhi	Order passed by Office of the Central GST Audit-II, Delhi. Penalty paid for FY 2023-24 - INR 48,858	22-05-2025	a) Non Payment of Interest on delayed GST payment b) Common ITC Reversal c) Non Reversal of blocked ITC	None, there is no material impact on financials, operations or other activities of the Company.

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	CIT(Appeal) Income Tax	29-09-2023	Pending for Hearing before CIT(A)	Pending for Hearing before CIT(A)
2	CIT(Appeal) Income Tax	30-12-2023	Pending for Hearing before CIT(A)	Pending for Hearing before CIT(A)