

**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	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	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?	false	There is not imposition Fine Or Penalty applicable to the company during the quarter
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 Whether Chairperson is related to MD or CEO										Textual Information(1) 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	No 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)	No of post of Chairperson in Audit/ Stakeholder Committee	Reason for Cessation	Note					
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		100.10	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			97.90	1	1	2	2							
6	Mrs	PADMAJA KRISHNAN	03155610	Non-Executive - Independent Director	Not Applicable		false				Active	NA		24-03-2020	24-03-2025			69.70	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			17.10	1	1	0	0							
8	Ms	SHUBHI NIGAM	11385232	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		26-11-2025					1	0	0	0							

**Text Block**

Textual Information(1)

Ms. Shubhi Nigam (DIN: 11385232), who is part of promoter group, appointed as an Additional Director of the Company in the category of Non-Executive Non Independent with effect from 26th November 2025.

**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	17-07-2025			true	7	7	4
2	28-10-2025	102		true	7	5	3
3	26-11-2025	28		true	7	6	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	17-07-2025				true	3	3	3	0	
2	Audit Committee	28-10-2025	102			true	3	3	3	0	
3	Audit Committee	26-11-2025	28			true	3	3	3	0	
4	Nomination and remuneration committee	26-11-2025				true	3	3	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)		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		
Sr.	Date of the event	Brief details of the event
No records available		

**Signatory Details**

Name of signatory	Aman Mourya
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	15-01-2026

**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
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
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)