General information about company Scrip code 500159 **NOTLISTED** NSE Symbol MSEI Symbol NOTLISTED ISIN INE085D01033 METROGLOBAL LIMITED Name of the entity Date of start of financial year 01-04-2024 Date of end of financial year 31-03-2025 Reporting Quarter Type Yearly Date of Quarter Ending 31-03-2025 Type of company **Equity** Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Yes Compliance Report on Corporate Governance is applicable to the entity? Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Yes Grievance Redressal Report is Applicable to the entity? Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure Not Applicable for the Quarter of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? Ended on March 31, 2025 Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure Not Applicable for the Quarter of Imposition of Fine or Penalty is Applicable to the entity? Ended on March 31, 2025 Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure Not Applicable for the Quarter No Ended on March 31, 2025 of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity? Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Not Applicable for the Quarter Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity? Ended on March 31, 2025 Not Applicable Risk management committee Any other Market Capitalisation as per immediate previous Financial Year Yes Is SCORE ID Available? SCORE Registration ID g00102 Reason For No SCORE ID Type of Submission Original Remarks (website dissemination) Remarks for Exchange (not for Website Dissemination) **Annexure I** Annexure I to be submitted by listed entity on quarterly basis I. Composition of Board of Directors Textual Disclosure of notes on composition of board of directors explanatory Information(1) Whether the listed entity has a Regular Chairperson Yes Whether Chairperson is related to MD or CEO Yes Title (Mr Category 3 of Date of Category 2 of directors Name of the Director PAN DIN Category 1 of directors / Ms) directors Birth Chairperson related 18-06-Gautamkumar AATPJ8985A 00160167 Mr **Executive Director** MD Mithalal Jain to Promoter 1952 Rahul Gautamkumar 19-10-ADOPJ7811R | 01813781 **Executive Director** Not Applicable Mr 1983 Jain 15-04-Non-Executive - Non Krati Rahul Jain 07150442 Not Applicable AAAPT9006H Mrs **Independent Director** 1987 Prashant Mohanlal Non-Executive -22-01-02589654 AISPK1061F Not Applicable Mr Kheskani **Independent Director** 1984 Non-Executive -15-04-Balveermal 05321014 ARQPS1325P Not Applicable Mr Kewalmal Singhvi **Independent Director** 1949 Monika Gaurav Non-Executive -21-06-AJSPC0130E 07224521 Not Applicable Mr **Independent Director** 1988 Gupta I. Composition of Board of Directors Disqualification of Directors under section 164 of the Companies Act, 2013 Whether the director is disqualified? Start Date of disqualification End Date of disqualification Details of disqualification Current status Active No No Active No Active No Active No Active 6 No Active I. Composition of Board of Directors No of post of No of Number of Chairperson Independent No of memberships in Audit/ Directorship Directorship Whether in Audit/ Stakeholder in listed in listed special Stakeholder Committee Tenure entities entities resolution Date of Committee(s) held in Notes for Notes for Initial Date Reason of including including passed? passing Date of Re-Date of including this listed this listed this listed of director for [Refer Reg. listed entity entities providing providing special appointment cessation appointment entity (Refer entity [with Cessation (in 17(1A) of resolution (Refer including PAN DIN months) Regulation reference to Listing Regulation this listed 17A of proviso to Regulations] 26(1) of entity (Refer regulation Listing Regulation Listing Regulations) 17A(1) & 26(1) of Regulations) reg. 17A(2)] Listing Regulations) 14-09-12-11-0 0 0 NA 1 2011 2021 14-09-12-11-2 0 2 0 NA 1 2011 2021 07-04-01-10-3 0 0 NA 1 0 2015 2018 01-04-01-04-4 72 NA 1 1 1 1 2019 2024 27-09-10-08-5 7 7 0 1 Yes 7.22 2024 2024 10-08-6 7.22 2 2 0 NA 1 2024 **Text Block** Position of Chairperson and Managing Director is held by the same person. Further, Shri Gautam M. Textual Information(1) Jain, being a Promoter of the Company, is categorised as Chairperson related to Promoter in the XBRL filing. **Annexure 1 II. Composition of Committees** Disclosure of notes on composition of committees explanatory Textual Information(1) **Annexure 1 Text Block** The Committees which are mandatory under the SEBI Listing Regulations and Companies Act, 2013, have only been considered for reporting under this Section. As per Section 135(9) of the Companies Act, 2013, where the amount to be spent by a Company does not exceed fifty lakhs rupees, the requirement Textual Information(1) for constitution of the CSR Committee shall not be applicable, accordingly CSR Committee of the Committee dissolved and the functions of CSR Committee shall be discharged by the Board of Directors of the Company. **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes Name of Committee Date of DIN Category 2 of Date of Category 1 of directors Remarks Number members directors **Appointment** Cessation Prashant Mohanlal Non-Executive -02589654 Chairperson 01-10-2024 **Independent Director** Kheskani Rahul Gautamkumar 01813781 03-02-2012 **Executive Director** Member Non-Executive -07224521 Monika Gaurav Gupta Member 01-10-2024 **Independent Director** Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Number directors Cessation members Appointment Prashant Mohanlal Non-Executive -02589654 07-02-2019 Chairperson Kheskani Independent Director Balveermal Kewalmal Non-Executive -05321014 Member 01-10-2024 Singhvi **Independent Director** Non-Executive -07224521 Monika Gaurav Gupta Member 01-10-2024 **Independent Director Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes DIN Name of Committee Date of Category 2 of Date of Category 1 of directors Remarks directors Number members Appointment Cessation Balveermal Kewalmal Non-Executive -05321014 Chairperson 01-10-2024 Singhvi **Independent Director** Rahul Gautamkumar 01813781 **Executive Director** Member 20-08-2020 Jain Prashant Mohanlal Non-Executive -02589654 Member 07-02-2019 Kheskani Independent Director **Risk Management Committee** Whether the Risk Management Committee has a Regular Chairperson DIN Name of Committee Date of Date of Category 1 of Category 2 of Remarks Number members directors directors Appointment Cessation **Corporate Social Responsibility Committee** Whether the Corporate Social Responsibility Committee has a Regular Chairperson DIN Name of Committee Category 1 of Category 2 of Date of Date of Remarks Number members directors directors Appointment Cessation **Other Committee** Category 1 of directors **DIN Number** Name of Committee members Name of other committee Category 2 of directors | Remarks **Annexure 1** Annexure 1 **III. Meeting of Board of Directors** Disclosure of notes on meeting of board of directors explanatory Number of Date(s) of Date(s) of No. of Whether Maximum gap Total Number Notes for Directors present* meeting (if Independent meeting (if between any two requirement of of Directors (All directors not any) in the any) in the Directors No. including consecutive (in providing Quorum met as on date of previous current attending the number of days) Date (Yes/No) the meeting Independent meeting* quarter quarter Director) 13-11-2024 Yes 2 12-02-2025 90 3 Yes 6 **Annexure 1 IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory Date(s) of No. of Total meeting Maximum Number of members Number of No. of Whether Directors attending (Enter dates gap Independent Directors Reason of Previous Name of requirement Present (All between the Name of Directors for not in the guarter and Directors meeting any two other of Quorum attending Committee providing Committee committee including Current consecutive (other met the as on date date (in number (Yes/No) Independent quarter in than of the meeting* chronological of days) Director) Board of meeting order) Directors) Stakeholders 13-11-2024 Relationship Yes Committee Nomination and 13-11-2024 Yes remuneration committee Audit 13-11-2024 Committee Stakeholders Relationship 12-02-2025 90 Yes 2 Committee Nomination and 12-02-2025 Yes 3 remuneration committee Audit 2 12-02-2025 Yes Committee **Annexure 1 IV. Meeting of Committees** Date(s) of No. of Total Maximum Number of meeting members Number of No. of attending (Enter dates gap Whether Directors Independent Directors Reason Present (All of Previous between Name of requirement the Name of in the Directors for not other of Quorum Directors quarter and any two meeting Committee attending providing Committee including Current consecutive committee met (other date as on date the (in number (Yes/No) Independent than quarter in of the meeting* Director) chronological of days) Board of meeting order) Directors) Separate Other meeting of 21-03-2025 36 Yes 3 Committee Independent **Directors Annexure 1** V. Affirmations Compliance status Subject (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure NA requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as Yes specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes Textual Any comments/observations/advice of Board of Directors may be mentioned here: Information(1) **Annexure 1** Subject Compliance status Name of signatory Hetal Rajeshbhai Koradia Designation Company Secretary and Compliance Officer **Text Block** The report submitted for the previous quarter ended December 31, 2024 had been placed before Board of Directors. No comments / observations / advice were received from the Board of Directors. This Textual Information(1) report will be placed before Board of Directors at its next meeting. Any comments / observations / advice of Board of Directors will be mentioned in the report of next quarter. Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of LODR Regulation If status is No Compliance details of non-Sr Item status Web address compliance may (Yes/No/NA) be given here. As per regulation 46(2) of the LODR: Details of business Yes https://www.metrogloballimited.com/ Memorandum of Association Yes https://www.metrogloballimited.com/moa-aoa/ and Articles of Association Brief profile of board of directors including Yes https://www.metrogloballimited.com/board-of-directors/ directorship and full-time positions in body corporates Terms and conditions of https://www.metrogloballimited.com/wp-Yes content/uploads/2020/08/MGL-Code-of-Conduct-forappointment of independent directors Independent-Directors.pdf Composition of various committees of board of Yes https://www.metrogloballimited.com/committees/ directors Code of conduct of board of https://www.metrogloballimited.com/wp-Yes directors and senior content/uploads/2023/02/MGL-Code_of_Conduct_BOD.pdf management personnel Details of establishment of https://www.metrogloballimited.com/wp-Yes content/uploads/2020/08/MGL-Whistle-Blower-Vigilvigil mechanism/ Whistle Blower policy Mechanism-Policy.pdf https://www.metrogloballimited.com/wp-Criteria of making payments Yes content/uploads/2020/08/MGL-Nomination-and-Remunerationto non-executive directors Policy-v2.pdf https://www.metrogloballimited.com/wp-Policy on dealing with related Yes content/uploads/2020/08/Policy-on-Related-Party-Transactionsparty transactions v2.pdf Policy for determining NA material subsidiaries https://www.metrogloballimited.com/wp-Details of familiarization content/uploads/2023/02/MGLprogrammes imparted to Yes independent directors Familiarization_programme_independent_directors.pdf Email address for grievance redressal and other relevant https://www.metrogloballimited.com/grievance-redressal/ details Contact information of the designated officials of the listed entity who are Yes https://www.metrogloballimited.com/grievance-redressal/ responsible for assisting and handling investor grievances https://www.metrogloballimited.com/quarterly-and-half-yearly-Financial results Yes reports/ https://www.metrogloballimited.com/shareholding-pattern-Shareholding pattern Yes Details of agreements entered into with the media NAcompanies and/or their associates Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of LODR Regulation As per regulation 46(2) of the LODR: (I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or NA institutional investors meet, post earnings or quarterly calls prior to beginning of such events. Audio recordings, video recordings, if any, and transcripts 15.2 of post earnings or quarterly calls, by whatever name NA called, conducted physically or through digital means New name and the old name of the listed entity NA Advertisements as per regulation 47 (1) Yes https://www.metrogloballimited.com/corporate-announcements/ Credit rating or revision in credit rating obtained NA Separate audited financial statements of each subsidiary of https://www.metrogloballimited.com/financial-statements-ofthe listed entity in respect of a relevant financial year subsidiary/ Yes Secretarial Compliance Report https://www.metrogloballimited.com/corporate-announcements/ https://www.metrogloballimited.com/wpcontent/uploads/2023/02/Policy-on-Determination-of-Materiality Policy as per Regulation 30 (4) Materiality-of-Disclosures.pdf https://www.metrogloballimited.com/wp-Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required content/uploads/2023/02/Policy-on-Determination-of-Yes under regulation 30(5) Materiality-of-Disclosures.pdf Disclosures under regulation 30(8) Yes https://www.metrogloballimited.com/ Statements of deviation(s) or variations(s) as specified in NA regulation 32 Dividend Distribution policy as per Regulation 43A(1) NA Annual return as provided under section 92 of the 26.1 https://www.metrogloballimited.com/mgt-7/ Companies Act, 2013 Employee Benefit scheme documents framed in terms of NA SEBI (SBEB) Regulations, 2021 Confirmation that the above disclosures are in a separate https://www.metrogloballimited.com/ section as specified in regulation 46(2) Compliance with regulation 46(3) with respect to accuracy https://www.metrogloballimited.com/ of disclosures on the website and timely updating **Annexure II** II. Annual Affirmations If status is Noldetails of non-Compliance status Particulars Regulation Number compliance may be given (Yes/No/NA) Independent director(s) have been appointed in terms \16(1)(b) Yes of specified criteria of independence and/or eligibility 17(1), 17(1A) & 17(1C), 17(1D) & **Board** composition Yes 17(1E) Meeting of Board of directors 17(2) Yes Quorum of Board meeting 17(2A) Yes 17(3) **Review of Compliance Reports** Yes 17(4) Plans for orderly succession for appointments Yes 17(5) Code of Conduct Yes 17(6) Fees/compensation Yes **Minimum Information** 17(7) Yes **Compliance Certificate** 17(8) Yes **Annexure II II. Annual Affirmations** If status is Noldetails of non-Regulation Compliance status Particulars Number compliance may be given here. (Yes/No/NA) 11 Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors 17(10) Yes Recommendation of Board 17(11) Yes 14 | Maximum number of Directorships 17A Yes Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Role of Audit Committee and information to be 18(3) Yes reviewed by the audit committee Composition of nomination & remuneration 19(1) & (2) Yes committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination and Remuneration 19(3A) Yes Committee **Annexure II II. Annual Affirmations** If status is Noldetails of non-compliance Compliance status **Regulation Number Particulars** (Yes/No/NA) may be given here. Role of Nomination and Remuneration 19(4) Yes Committee 20(1), 20(2) & Composition of Stakeholder Relationship Yes Committee 20(2A) Meeting of Stakeholders Relationship 20(3A) Committee Role of Stakeholders Relationship 20(4) Yes Committee Composition and role of risk management 21(1),(2),(3),(4) NA committee 26 | Meeting of Risk Management Committee NA 21(3A) Quorum of Risk Management Committee 21(3B) NAmeeting Gap between the meetings of the Risk 21(3C) NA Management Committee 22 29 Vigil Mechanism Yes 23(1), (1A), (5), Yes Policy for related party Transaction (6), & (8)Annexure II **II. Annual Affirmations** Regulation If status is Noldetails of non-Compliance status Sr Particulars Number (Yes/No/NA) compliance may be given here. Prior or Omnibus approval of Audit Committee for all 23(2), (3) Yes related party transactions Approval for material related party transactions 23(4) Yes Disclosure of related party transactions on consolidated 23(9) Yes Composition of Board of Directors of unlisted material 24(1) NA Subsidiary Other Corporate Governance requirements with respect to 24(2),(3),(4), Yes subsidiary of listed entity (5) & (6)25(1) NA Alternate Director to Independent Director 25(2) Yes Maximum Tenure Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate 25(2A) Yes mechanism Meeting of independent directors Yes 25(3) & (4) 25(7) Yes 40 | Familiarization of independent directors **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars compliance may be given Number (Yes/No/NA) 41 Declaration from Independent Director 25(8) & (9) Yes Directors and Officers insurance 25(10) NA Confirmation with respect to appointment of Independent 25(11) Yes Directors who resigned from the listed entity 44 | Memberships in Committees 26(1) Yes Affirmation with compliance to code of conduct from members of Board of Directors and Senior management 26(3) Yes Policy with respect to Obligations of directors and senior 26(2) & 26(5) management Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of 26(6) NA the listed entity 26A(1) & Vacancies in respect Key Managerial Personnel Yes 26A(2), 26A(3) Any other information to be provided - Add Notes **Annexure II** Name of signatory Hetal Rajeshbhai Koradia Designation Company Secretary and Compliance Officer Annexure II **III. Affirmations Compliance status Particulars** (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements NA with respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** Name of signatory Hetal Rajeshbhai Koradia 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 No breaches or loss of data or documents during the quarter Number of cyber security incidence or breaches or loss of data event occurred during the quarter Brief details of Sr. Date of the event the event **Signatory Details** Hetal Rajeshbhai Koradia Name of signatory Company Secretary and Compliance Officer Designation of person Place Ahmedabad Date 05-04-2025 **Investor Grievance Details** No. of investor complaints pending at the beginning of Quarter 0 0 No. of investor complaints received during the Quarter No. of investor complaints disposed off during the Quarter No. of investor complaints those remaining unresolved at the end of the Quarter