

## Integrated Governance

### Thyrocare Technologies Limited

#### General information about company

Scrip code	539871	
NSE Symbol	THYROCARE	
MSEI Symbol	NOTLISTED	
ISIN	INE594H01019	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
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	During the Quarter ended on September 30, 2025 there were no acquisition of shares or voting rights by listed entities in an unlisted company, aggregating to 5% or any subsequent change in holding exceeding 2% in terms of the provisions of Para A(1) of Part A of Schedule III of LODR.
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	During the Quarter ended on September 30, 2025 there were no Fine or Penalty levied on the entity which are required to be reported in the Corporate Governance Report, hence not applicable.
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	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	false	During the Quarter ended on September 30, 2025 the Company has not given any loans/ guarantees /comfort letters / securities directly or indirectly to Promoter/Promoter Group or any other entity controlled by promoter or Promoter Group or Directors (including relatives) or any other entity controlled by them or KMPs or any other entity controlled by them.
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	t00551	
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

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						Textual Information(1)																		
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 for not providing PAN	Notes for not providing DIN
1	Mr	Rahul Guha	09588432	Executive Director	Chairperson	CEO-MD	false				Active	NA		04-05-2022				1	0	2	0			
2	Mr	Dharmil Nirupam Sheth	06999772	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		02-09-2021				1	0	1	0			
3	Mr	Hardik Kishor Dedhia	06660799	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		02-09-2021		23-07-2025		0	0	0	0	Others		
4	Mr	Dhaval Rajesh Shah	07485688	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		06-10-2021				1	0	1	0			
5	Mr	Alok Kumar Jagnani	00644360	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		24-07-2025				1	0	1	0			
6	Mrs	Indumati Gopinathan	06779331	Non-Executive - Independent Director	Not Applicable		false				Active	NA		12-08-2017	09-03-2024		78.21	1	1	0	0			
7	Mrs	Prapti Ishwar Gilada	07125024	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-07-2023	14-07-2023		26.17	1	1	3	1			
8	Mr	Harshil Jiten Vora	10232581	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-07-2023	14-07-2023		26.17	1	1	0	0			
9	Mr	Anandh Sundar	10409065	Non-Executive - Independent Director	Not Applicable		false				Active	NA		15-06-2024	15-06-2024		15.16	2	2	3	1			
10	Mr	Nishant A Shah	09025935	Non-Executive - Independent Director	Not Applicable		false				Active	NA		15-06-2024	15-06-2024		15.16	1	1	2	2			

**Text Block**

Textual Information(1)	Mr. Hardik Kishor Dedhia has resigned from the Directorship of the Company with effect from July 23, 2025 due to his personal reasons. The Disclosures of Directorship and Committees Position in other Companies is provided as on September 30, 2025.
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### Annexure I

<b>II. Composition of Committees</b>	
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	09025935	Nishant A Shah	Non-Executive - Independent Director	Chairperson	15-06-2024		
2	10409065	Anandh Sundar	Non-Executive - Independent Director	Member	15-06-2024		
3	07125024	Prapti Ishwar Gilada	Non-Executive - Independent Director	Member	14-07-2023		
4	09588432	Rahul Guha	Executive Director	Member	01-08-2022		

### 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	07125024	Prapti Ishwar Gilada	Non-Executive - Independent Director	Chairperson	31-10-2023		
2	06779331	Indumati Gopinathan	Non-Executive - Independent Director	Member	12-08-2017		
3	06999772	Dharmil Nirupam Sheth	Non-Executive - Non Independent Director	Member	14-07-2023		

### 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	07125024	Prapti Ishwar Gilada	Non-Executive - Independent Director	Chairperson	14-07-2023		
2	06999772	Dharmil Nirupam Sheth	Non-Executive - Non Independent Director	Member	02-09-2021		
3	06660799	Hardik Kishor Dedhia	Non-Executive - Non Independent Director	Member	02-09-2021	23-07-2025	
4	00644360	Alok Kumar Jagnani	Non-Executive - Non Independent Director	Member	24-07-2025		

**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	07125024	Prapti Ishwar Gilada	Non-Executive - Independent Director	Chairperson	14-07-2023		
2	06999772	Dharmil Nirupam Sheth	Non-Executive - Non Independent Director	Member	02-09-2021		
3	06660799	Hardik Kishor Dedhia	Non-Executive - Non Independent Director	Member	02-09-2021	23-07-2025	
4	09588432	Rahul Guha	Executive Director	Member	01-08-2022		
5	00644360	Alok Kumar Jagnani	Non-Executive - Non Independent Director	Member	24-07-2025		

### 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	06779331	Indumati Gopinathan	Non-Executive - Independent Director	Chairperson	14-07-2023		
2	06660799	Hardik Kishor Dedhia	Non-Executive - Non Independent Director	Member	02-09-2021	23-07-2025	
3	07485688	Dhaval Rajesh Shah	Non-Executive - Non Independent Director	Member	31-10-2023		
4	00644360	Alok Kumar Jagnani	Non-Executive - Non Independent Director	Member	24-07-2025		

**Other Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

**Annexure I**

<b>III. Meeting of Board of Directors</b>							
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	23-04-2025			true	9	7	5
2	23-07-2025	90		true	9	8	5

## 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	23-04-2025				true	4	4	3	0
2	Audit Committee	23-07-2025	90			true	4	4	3	0
3	Nomination and remuneration committee	23-04-2025				true	3	2	2	0
4	Nomination and remuneration committee	28-05-2025	34			true	3	2	1	0
5	Nomination and remuneration committee	23-07-2025	55			true	3	3	2	0
6	Corporate Social Responsibility Committee	23-04-2025				true	3	2	1	0
7	Stakeholders Relationship Committee	23-07-2025	90			true	3	3	1	0
8	Risk Management Committee	23-04-2025				true	4	3	1	0

### Annexure I

<b>V. Affirmations</b>		
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	Brijesh Kumar
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		

**Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)**

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

**Annexure III**

1	Name of signatory	Brijesh Kumar
2	Designation	Company Secretary and Compliance Officer

**Signatory Details**

Name of signatory	Brijesh Kumar
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	13-10-2025

**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 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
1	Assessment Unit, Income Tax Department	18-07-2024	Department has passed an order u/s 143(3) dated March 17, 2025 disallowing sales incentive. The Company has filed an appeal in response of the same with CIT(A) relating to FY 2020-21.	The CIT(A) has passed an order dated September 10, 2025, wherein the sales incentive has been allowed, and the order passed by the Department dated March 17, 2025, has been disposed of accordingly.
2	Deputy Commissioner of State Tax	06-01-2025	Notice received by the Company ASMT-10 regarding alleged Excess ITC availment for FY 2022-23. The Company has made the submission with required details & information. The response is awaited for personal hearing request.	The Company is awaiting response from the department in reference to submission made by the Company.
3	Assistant Commissioner (ST) Vidyanagar Circle, Commercial Taxes Department, Telangana ("Authority")	28-06-2025	Notices received for non-payment of Profession Tax for branches and employees under the Telangana Tax on Professions, Trades, Callings and Employments Act, 1987. The Company has filed its reply along with supporting documents. The Company will attend the personal hearing on the scheduled date and time or any adjournment as may communicated by the authority.	The Company has filed a final reply with the Department alongwith requisite documents on July 31, 2025. Awaiting for the order or intimation from the Department regarding the matter.