# **Integrated Governance**

#### **SMARTWORKS COWORKING SPACES LIMITED**

#### General information about company

| Scrip code  | 544447       |                |
|---|--------------|----------------|
| NSE Symbol  | SMARTWORKS   |                |
| MSEI Symbol   | NOTLISTED    |                |
| ISIN  | INE0NAZ01010 |                |
| 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        | Not Applicable |
| 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        | 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?               | false        | Not applicable |
| 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?       | true         |                |
| Risk management committee   | false        |                |
| Market Capitalisation as per immediate previous Financial Year  | Any other    |                |
| Is SCORE ID Available ?   | true         |                |
| SCORE Registration ID   | coms02079    |                |
| Reason For No SCORE ID  |              |                |
| Type of Submission  | Original     |                |
| Remarks (website dissemination)   |              |                |

|           |              |  |           |   |                   |       |  |               | Anne                            | xure I to be s                 | ubmitte           | ed by listed   | entity o                                    | n quarterly                       | basis                      |                      |                                     |  |   |             |  |
|-----------|--------------|--|-----------|---|-------------------|-------|--|---------------|---------------------------------|--------------------------------|-------------------|--|---|-----------------------------------|----------------------------|----------------------|-------------------------------------|--|---|-------------|--|
|           |              |  |           |   |                   |       |  |               |                                 | I. Com                         | positio           | n of Board   | of Direc                                    | tors                              |                            |                      |                                     |  |   |             |  |
| _         |              | s on composition                         |           |   | planatory         |       |  |               |                                 |                                |                   |  |   |                                   |                            |                      |                                     |  |   |             |  |
| _         |              | d entity has a Reg                       |           |   |                   |       |  |               |                                 |                                |                   |  |   |                                   | true                       |                      |                                     |  |   |             |  |
| Whe       | ther Chairpe | son is related to                        | MD or CEC | )   |                   | false | Disqualification of Directors under section 164 of the Companies Act, 2013 |               |                                 |                                |                   |  |   |                                   |                            |                      |                                     |  |   |             |  |
| Sr<br>no. | Title(Mr/Ms) | Name of the<br>Director                  | DIN       | Category 1<br>of directors                            | of                | 3 of  | Whether the director is disqualified?                                      | Start Date of | End Date of<br>disqualification | Details of<br>disqualification | Current<br>status | Whether<br>special<br>resolution<br>passed?<br>[Refer Reg.<br>17(1A) of<br>Listing<br>Regulations] | Date of<br>passing<br>special<br>resolution | Initial Date<br>of<br>appointment | Date of Re-<br>appointment | Date of<br>cessation | Tenure of<br>director(in<br>months) | No of<br>Directorship<br>in listed<br>entitites<br>including<br>this listed<br>entity(Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity(Refer<br>Regulation<br>17A(1) of<br>Listing | memberships | Stakeholde<br>Committee<br>held in<br>listed<br>entities<br>including<br>this listed<br>entity (Refe<br>Regulation |
| 1         | Mr           | Atul Gautam                              | 10641036  | Non-<br>Executive -<br>Non<br>Independent<br>Director | Chairpersor       | 1     | false  |               |                                 |                                | Active            | NA   |   | 21-06-2024                        |                            |                      |                                     | 1  | 0   | 2           | 1  |
| 2         | Mr           | Neetish Sarda                            | 07262894  | Executive<br>Director                                 | Not<br>Applicable | MD    | false  |               |                                 |                                | Active            | NA   |   | 17-12-2015                        |                            |                      |                                     | 1  | 0   | 0           | 0  |
| 3         | Mr           | Harsh Binani                             | 07717396  | Executive<br>Director                                 | Not<br>Applicable |       | false  |               |                                 |                                | Active            | NA   |   | 01-10-2019                        |                            |                      |                                     | 1  | 0   | 1           | 0  |
| 4         | Mr           | Virusangulam<br>Kumaramasamy<br>Subburaj | 02402775  | Non-<br>Executive -<br>Independent<br>Director        |                   |       | false  |               |                                 |                                | Active            | NA   |   | 16-07-2024                        | 03-08-2024                 |                      | 15                                  | 1  | 1   | 2           | 0  |
| 5         | Mr           | Rajeev Rishi                             | 03557148  | Non-<br>Executive -<br>Independent<br>Director        | Not<br>Applicable |       | false  |               |                                 |                                | Active            | NA   |   | 16-07-2024                        | 03-08-2024                 |                      | 15                                  | 1  | 1   | 1           | 1  |
| 6         | Mrs          | Puspha Mishra                            | 07898390  | Non-<br>Executive -<br>Independent<br>Director        | Not<br>Applicable |       | false  |               |                                 |                                | Active            | NA   |   | 03-08-2024                        | 03-08-2024                 |                      | 15                                  | 2  | 2   | 2           | 0  |
| 7         | Mr           | Ho Kiam<br>Kheong                        | 08661195  | Non-<br>Executive -<br>Non<br>Independent<br>Director | Not<br>Applicable |       | false  |               |                                 |                                | Active            | NA   |   | 16-07-2024                        |                            |                      |                                     | 1  | 0   | 1           | 0  |

| II Commandian of Commit                                      |     |
|--|-----|
| II. Composition of Commit                                    | ees |
| Disclosure of notes on composition of committees explanatory |     |

### **Audit Committee Details**

| Wł | nether the Audit Co | ommittee 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  | 03557148            | Rajeev Rishi                       | Non-Executive - Independent Director     | Chairperson             | 23-07-2024          |                   |         |
| 2  | 02402775            | Virusangulam Kumaramasamy Subburaj | Non-Executive - Independent Director     | Member                  | 23-07-2024          |                   |         |
| 3  | 10641036            | Atul Gautam                        | Non-Executive - Non Independent Director | Member                  | 23-07-2024          |                   |         |

### Nomination and remuneration committee

| Wh | ether the Nomina | tion and remuneration committee has a Regular Chairpe | erson                                    |                         |                     | true              |         |
|----|------------------|---|--|-------------------------|---------------------|-------------------|---------|
| Sr | DIN Number       | Name of Committee members                             | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1  | 03557148         | Rajeev Rishi  | Non-Executive - Independent Director     | Chairperson             | 23-07-2024          |                   |         |
| 2  | 02402775         | Virusangulam Kumaramasamy Subburaj                    | Non-Executive - Independent Director     | Member                  | 23-07-2024          |                   |         |
| 3  | 10641036         | Atul Gautam   | Non-Executive - Non Independent Director | Member                  | 23-07-2024          |                   |         |

### **Stakeholders Relationship Committee**

| Wh | ether the Stakeho | olders Relationship Committee has a Regular Chairpers | on                                       |             |            | true |  |
|----|-------------------|---|--|-------------|------------|------|--|
| Sr | DIN Number        | Date of Cessation                                     | Remarks                                  |             |            |      |  |
| 1  | 10641036          | Atul Gautam   | Non-Executive - Non Independent Director | Chairperson | 23-07-2024 |      |  |
| 2  | 02402775          | Virusangulam Kumaramasamy Subburaj                    | Non-Executive - Independent Director     | Member      | 23-07-2024 |      |  |
| 3  | 07717396          | Harsh Binani  | Executive Director                       | Member      | 23-07-2024 |      |  |
| 4  | 08661195          | Ho Kiam Kheong  | Non-Executive - Non Independent Director | Member      | 23-07-2024 |      |  |

### **Risk Management Committee**

| Wh | nether the Risk Mana | agement Committee has a Regular Chairpers | on                                   |                         |                     | true              |         |
|----|----------------------|---|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Sr | DIN Number           | Name of Committee members                 | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1  | 03557148             | Rajeev Rishi                              | Non-Executive - Independent Director | Chairperson             | 23-07-2024          |                   |         |
| 2  | 07717396             | Harsh Binani                              | Executive Director                   | Member                  | 23-07-2024          |                   |         |
| 3  | 07262894             | Neetish Sarda                             | Executive Director                   | Member                  | 23-07-2024          |                   |         |

### **Corporate Social Responsibility Committee**

| Wh | ether the Corporat | e Social Responsibility Committee has a Regular Chairp | erson                                |                         |                     | true              |         |  |
|----|--------------------|--|--------------------------------------|-------------------------|---------------------|-------------------|---------|--|
| Sr | DIN Number         | Name of Committee members                              | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |  |
| 1  | 07262894           | Neetish Sarda  | Executive Director                   | Chairperson             | 23-07-2024          |                   |         |  |
| 2  | 02402775           | Virusangulam Kumaramasamy Subburaj                     | Non-Executive - Independent Director | Member                  | 23-07-2024          |                   |         |  |
| 3  | 07717396           | Harsh Binani   | Executive Director                   | Member                  | 23-07-2024          |                   |         |  |

### **Other Committee**

| Wheth | ner the Corporate Socia | al Responsibility Committee has a Regular Chairperson | 1                       |                         | true                    |         |
|-------|-------------------------|---|-------------------------|-------------------------|-------------------------|---------|
| Sr    | DIN Number              | Name of Committee members                             | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
|       |                         |   | No records available    |                         |                         |         |

|     | III. Meeting of Board of Directors   |    |  |      |   |   |   |  |  |  |  |
|-----|--|----|--|------|---|---|---|--|--|--|--|
| Dis | 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  Notes for not providing Date  Quorum met (Yes/No)  Total Number of Directors as on date of the meeting directors including Independent Director) |    |  |      |   |   |   |  |  |  |  |
| 1   | 07-04-2025   |    |  | true | 7 | 7 | 3 |  |  |  |  |
| 2   | 13-06-2025   | 66 |  | true | 7 | 7 | 3 |  |  |  |  |
| 3   | 04-07-2025   | 20 |  | true | 7 | 7 | 3 |  |  |  |  |
| 4   | 14-07-2025   | 9  |  | true | 7 | 7 | 3 |  |  |  |  |
| 5   | 15-07-2025   | 0  |  | true | 7 | 7 | 3 |  |  |  |  |
| 6   | 12-08-2025   | 27 |  | true | 7 | 7 | 3 |  |  |  |  |
| 7   | 01-09-2025   | 19 |  | true | 7 | 5 | 2 |  |  |  |  |

|    |   |   |     |                         | IV. Meetir                   | ng of Committees                           |   |   |   |   |
|----|---|---|-----|-------------------------|------------------------------|--|---|---|---|---|
| Di | sclosure of notes or                      | n meeting of committees explanato   | ry  |                         |                              |  |   |   |   |   |
| Sr | Name of<br>Committee                      | Date(s) of meeting (Enter dates<br>of Previous quarter and Current<br>quarter in chronological order) |     | Name of other committee | Reson for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of<br>Directors in the<br>Committee as on date<br>of the meeting | Number of Directors<br>Present (All Directors<br>including Independent<br>Director) | No. of Independent<br>Directors attending<br>the meeting* | No. of members<br>attending the meeting<br>(other than Board of<br>Directors) |
| 1  | Audit Committee                           | 07-04-2025  |     |                         |                              | true                                       | 3   | 3   | 2   | 0   |
| 2  | Audit Committee                           | 13-06-2025  | 66  |                         |                              | true                                       | 3   | 3   | 3   | 0   |
| 3  | Audit Committee                           | 19-06-2025  | 5   |                         |                              | true                                       | 3   | 3   | 2   | 0   |
| 4  | Audit Committee                           | 04-07-2025  | 14  |                         |                              | true                                       | 3   | 3   | 2   | 0   |
| 5  | Audit Committee                           | 12-08-2025  | 38  |                         |                              | true                                       | 3   | 3   | 2   | 0   |
| 6  | Audit Committee                           | 01-09-2025  | 19  |                         |                              | true                                       | 3   | 3   | 2   | 0   |
|    | Nomination and remuneration committee     | 01-04-2025  |     |                         |                              | true                                       | 3   | 3   | 2   | 0   |
|    | Nomination and remuneration committee     | 01-09-2025  | 152 |                         |                              | true                                       | 3   | 3   | 2   | 0   |
|    | Stakeholders<br>Relationship<br>Committee | 01-09-2025  |     |                         |                              | true                                       | 4   | 4   | 1   | 0   |

|    | V. Affirmations  |                               |
|----|--|-------------------------------|
| Sı | Subject  | Compliance status<br>(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.   | false                         |
| 9  | Any comments/observations/advice of Board of Directors may be mentioned here:  | Textual Information(1)        |

### Text Block

| Textual Information(1) | Comment for point no. 8, The Company was not required to Place CG Report for Previous Quarter as Company gets listed on 17th July, 2025. |
|------------------------|--|

| Sr | Subject           | Compliance status                        |
|----|-------------------|--|
| 1  | Name of signatory | Punam Dargar                             |
| 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 |   |  |  |  |  |
|--|---|--|--|--|--|
| Other details of cyber security in   | 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.  | Sr. Date of the event Brief details of the                                  |  |  |  |  |
| 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<br>(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)                                  | NA                               |  |  |  |  |
| 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)                                  | NA                               |  |  |  |  |
| 8  | Whether 'Corporate Governance Report' disclosed in Annual Report   | 34(3) read with para C of<br>Schedule V | Yes                              |  |  |  |  |
| Ar | by other information to be provided  |   |                                  |  |  |  |  |

| 1 | Name of signatory | Punam Dargar                             |
|---|-------------------|--|
| 2 | Designation       | Company Secretary and Compliance Officer |

## **Signatory Details**

| Name of signatory     | Punam Dargar                             |
|-----------------------|--|
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | Kolkata                                  |
| Date                  | 27-10-2025                               |

### Additional Half yearly Disclosure DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)

| Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.  |   |  |  |
|---|---|--|--|
| I. Disclosure of Loans/ guarantees/comfort letters /securi  | ties etc.                                   |  |  |
| (A)Any loan or any other form of debt advanced by the listed entity di  | rectly or indirectly to                     |  |  |
| Entity  | Aggregate amount advanced during six months | Balance outstanding at the end of six months           |  |
| Promoter or any other entity controlled by them   | 0   |  | 0  |
| Promoter Group or any other entity controlled by them   | 4,61,45,000.00                              | 23   | ,96,05,875.00  |
| Directors (including relatives) or any other entity controlled by them  | 0   |  | 0  |
| KMPs or any other entity controlled by them   | 0   |  | 0  |
| (B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s)   | or any other form of debt av                | ailed By   |  |
| Entity  | Type (guarantee, comfort letter etc.)       | Aggregate amount of issuance during six months         | Balance outstanding at the end of six months(taking into account any invocation) |
| Promoter or any other entity controlled by them   | 0   | 0  | 0  |
| Promoter Group or any other entity controlled by them   | 0   | 0  | 0  |
| Directors (including relatives) or any other entity controlled by them  | 0   | 0  | 0  |
| KMPs or any other entity controlled by them   | 0   | 0  | 0  |
| (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by  |   |  |  |
| Entity  | Type of security (cash, shares etc.)        | Aggregate value of security provided during six months | Balance outstanding at the end of six months                                     |
| Promoter or any other entity controlled by them   | 0   | 0  | 0  |
| Promoter Group or any other entity controlled by them   | 0   | 0  | 0  |
| Directors (including relatives) or any other entity controlled by them  | 0   | 0  | 0  |
| KMPs or any other entity controlled by them   | 0   | 0  | 0  |
| (D) Additional Information  |   |  |  |
| II. Affirmations  |   |  |  |
| Affirmations  | Compliance Status                           | Cor  | npany Remarks  |
| All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. | true  |  |  |
| Name  |   |  |  |
| Designation   |   |  |  |
| Place   |   |  |  |
| Date  |   |  |  |

#### **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 Ot | ther Information for Disclosure of Acquisition of Shares or V  |  |  |  |  |  |
|--------|--|--|--|--|--|--|
| Sr.No. | 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 O  | ther Information      | for Disclosure of Imposition of F                            |  |  |  |  |  |
|--------|-----------------------|--|--|--|--|--|--|
| Sr.No. | Name of the authority | Nature and details of the action(s) taken or order(s) passed | 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  |  |  |  |  |  |  |
|-----------|--|--|--|--|--|--|--|
| Sr.No.    | Name of the opposing party   | Current status of the litigation / dispute |  |  |  |  |  |
|           | 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 |  |  |  |  |  |  |