

**Integrated Filing (Governance) for the quarter ended 30th June 2025****General information about company**

Scrip code	517146
NSE Symbol	USHAMART
MSEI Symbol	NOTLISTED
ISIN	INE228A01035
Name of the entity	USHA MARTIN LIMITED
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?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
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?	No
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?	No
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?	Yes
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	U00080
Type of Submission	Original

Notes:

1. During the quarter ended 30th June 2025, the Company has not acquired any shares or voting rights in any Unlisted Company.
2. During the quarter ended 30th June 2025, there were no such instances of imposition of fine or penalty.

COMPOSITION OF BOARD																			
Whether the listed entity has a Regular Chairperson: YES																			
Whether Chairperson is related to MD or CEO: NO																			
Sr	Title (Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	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 & reason	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)
1	Mr	Rajeev Jhawar	00086164	Executive Director	Not Applicable	MD	11-11-1964	No	Active	NA		19-05-1998	19-05-2023			1	0	1	0
2	Mr	Venkatachalam Ramakrishna Iyer	02194830	Non-Executive - Independent Director	Not Applicable		29-04-1954	No	Active	NA		12-11-2021	12-11-2021		43.19	1	1	2	1
3	Mr	Vijay Singh Bapna	02599024	Non-Executive - Independent Director	Chairperson		28-08-1948	No	Active	Yes	20-06-2023	27-05-2019	27-05-2023		73.04	3	3	4	2
4	Mr	Sethurathnam Ravi	00009790	Non-Executive - Independent Director	Not Applicable		12-07-1959	No	Active	NA		12-11-2021	12-11-2021		43.19	6	4	9	4
5	Mrs	Ramni Nirula	00015330	Non-Executive - Independent Director	Not Applicable		27-05-1952	No	Active	Yes	17-06-2024	26-07-2019	26-07-2024		71.05	3	3	2	0
6	Mr	Tapas Gangopadhyay	10122397	Non-Executive - Non Independent Director	Not Applicable		13-08-1958	No	Active	NA		27-04-2023		30-04-2025 (others)		0	0	0	0
7	Mr	Sharng Bhrit Prasanna Bhanu Pratap Narayan Sharma	08167106	Executive Director	Not Applicable		13-03-1974	No	Active	NA		01-04-2024				1	0	1	0
8	Mr	Chirantan Chatterjee	10506056	Executive Director	Not Applicable		23-12-1969	No	Active	NA		12-05-2025				1	0	1	0

COMPOSITION OF COMMITTEES						
AUDIT COMMITTEE						
Whether the Audit Committee has a Regular Chairperson: Yes						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	02599024	Vijay Singh Bapna	Non-Executive - Independent Director	Chairperson	26-07-2019	
2	00086164	Rajeev Jhawar	Executive Director	Member	25-05-2020	
3	00009790	Sethurathnam Ravi	Non-Executive - Independent Director	Member	12-11-2021	
4	02194830	Venkatachalam Ramakrishna Iyer	Non-Executive - Independent Director	Member	27-04-2023	
NOMINATION AND REMUNERATION COMMITTEE						
Whether the Nomination and Remuneration Committee has a Regular Chairperson: Yes						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00015330	Ramni Nirula	Non-Executive - Independent Director	Chairperson	26-07-2019	
2	02599024	Vijay Singh Bapna	Non-Executive - Independent Director	Member	25-10-2021	
3	02194830	Venkatachalam Ramakrishna Iyer	Non-Executive - Independent Director	Member	12-11-2021	
4	00009790	Sethurathnam Ravi	Non-Executive - Independent Director	Member	12-11-2021	
STAKEHOLDERS RELATIONSHIP COMMITTEE						
Whether the Stakeholders Relationship Committee has a Regular Chairperson: Yes						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	02194830	Venkatachalam Ramakrishna Iyer	Non-Executive - Independent Director	Chairperson	12-11-2021	
2	10122397	Tapas Gangopadhyay	Non-Executive - Non Independent Director	Member	27-04-2023	30-04-2025
3	08167106	Sharng Bhrit Prasanna Bhanu Pratap Narayan Sharma	Executive Director	Member	01-04-2024	
4	10506056	Chirantan Chatterjee	Executive Director	Member	12-05-2025	
RISK MANAGEMENT COMMITTEE						
Whether the Risk Management Committee has a Regular Chairperson: Yes						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	02599024	Vijay Singh Bapna	Non-Executive - Independent Director	Chairperson	20-05-2021	
2	00015330	Ramni Nirula	Non-Executive - Independent Director	Member	20-05-2021	
3	02194830	Venkatachalam Ramakrishna Iyer	Non-Executive - Independent Director	Member	12-11-2021	
4	00009790	Sethurathnam Ravi	Non-Executive - Independent Director	Member	11-02-2022	
5	10122397	Tapas Gangopadhyay	Non-Executive - Non Independent Director	Member	27-04-2023	30-04-2025
6	08167106	Sharng Bhrit Prasanna Bhanu Pratap Narayan Sharma	Executive Director	Member	01-04-2024	
7	10506056	Chirantan Chatterjee	Executive Director	Member	12-05-2025	
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson: Yes						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	02599024	Vijay Singh Bapna	Non-Executive - Independent Director	Chairperson	10-11-2020	
2	00015330	Ramni Nirula	Non-Executive - Independent Director	Member	26-07-2019	
3	00009790	Sethurathnam Ravi	Non-Executive - Independent Director	Member	27-04-2023	
4	10122397	Tapas Gangopadhyay	Non-Executive - Non Independent Director	Member	27-04-2023	30-04-2025
5	08167106	Sharng Bhrit Prasanna Bhanu Pratap Narayan Sharma	Executive Director	Member	01-04-2024	
6	10506056	Chirantan Chatterjee	Executive Director	Member	12-05-2025	

MEETING OF BOARD						
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)	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	29-01-2025	-	Yes	7	6	4
2	31-03-2025	60	Yes	7	7	4
3	12-05-2025	41	Yes	7	7	4

MEETING OF COMMITTEES								
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)	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	29-01-2025		Yes	4	4	3	0
2	Audit Committee	31-03-2025	60	Yes	4	4	3	0
3	Audit Committee	12-05-2025	41	Yes	4	4	3	0
4	Stakeholders Relationship Committee	29-01-2025		Yes	3	2	1	0
5	Stakeholders Relationship Committee	12-05-2025	102	Yes	3	3	1	0
6	Nomination and remuneration committee	12-05-2025		Yes	4	4	4	0
7	Corporate Social Responsibility Committee	12-05-2025		Yes	4	4	3	0
8	Risk Management Committee	29-01-2025		Yes	6	5	4	0

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	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to 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.	Yes
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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Note: The Corporate Governance Report for the Quarter ended 31st March 2025 was placed at the Board Meeting held on 12th May 2025.

Sr	Subject	Compliance status
1	Name of signatory	Manish Agarwal
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.	No

Signatory Details	
Name of Signatory	Manish Agarwal
Designation of person	Company Secretary & Compliance Officer
Place	Kolkata
Date	30-07-2025

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 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	Assessing Officer, Circle 3, Ranchi	21-01-2011	<p>Last disclosure made on 14th August 2023:</p> <p>The Assessment Order dated 21st January 2011, issued under Sections 143(3)/144C of the Income Tax Act, 1961, in relation to Assessment Year 2007-08, pertains inter alia to upward adjustments in export revenue, non-levy of fees for corporate guarantees issued by the Company, interest charged on loans to a Group company arising from disputes over arm's length pricing, and disallowance of profit claimed under Section 80IA.</p>	The Income Tax Appellate Tribunal has passed its order providing substantial relief to the Company. The Company is taking necessary steps to give effect to the above order of the Income Tax Appellate Tribunal.
2	Commissioner of CGST & CX, Jamshedpur	04-05-2018	<p>Last disclosure made on 14th August 2023:</p> <p>The Company has received Show Cause Notice dated 4th May 2018 from the Office of Commissioner, Jamshedpur for the period April 2017 to June 2018 with respect to the amount of service tax credit distributed amounting to Rs.34.67 crores by the Mines Division of the Company to the erstwhile Steel Plant at Jamshedpur as an Input Service Distributor. The Department is of the view that the Company is not entitled to transfer the Service Tax Credit which was paid on various input services employed at the Mines Division for excavation of minerals. The detailed response to the Show Cause Notice was submitted by the Company in the month of August'18. The matter is still pending for final order.</p>	The Company received a favourable order from the Commissioner of CGST & CX dropping the proposed adjustment in the show cause notice and providing relief to the Company.