



Integrated Filing (Governance) for the quarter ended 31st December 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	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?	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?	Yes
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?	No
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:

- During the quarter ended 31st December 2025, the Company has not acquired any shares or voting rights in any Unlisted Company.
- During the quarter ended 31st December 2025, there are no updates with respect to ongoing Tax litigations or disputes.

## 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)	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		49.19	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		79.04	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		49.19	6	4	10	5
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		77.05	3	3	2	0
6	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	
7	Mr	Chirantan Chatterjee	1.1E+07	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	08167106	Sharng Bhrit Prasanna Bhanu Pratap Narayan Sharma	Executive Director	Member	01-04-2024	
3	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	08167106	Sharng Bhrit Prasanna Bhanu Pratap Narayan Sharma	Executive Director	Member	01-04-2024	
6	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	08167106	Sharng Bhrit Prasanna Bhanu Pratap Narayan Sharma	Executive Director	Member	01-04-2024	
5	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	12-08-2025		Yes	7	7	4
2	08-11-2025	87	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	12-08-2025		Yes	4	4	3	0
2	Audit Committee	08-11-2025	87	Yes	4	4	3	0
3	Nomination and remuneration committee	12-08-2025		Yes	4	4	4	0
4	Stakeholders Relationship Committee	12-08-2025		Yes	3	3	1	0
5	Stakeholders Relationship Committee	08-11-2025	87	Yes	3	3	1	0
6	Risk Management Committee	12-08-2025		Yes	6	6	4	0
7	Risk Management Committee	08-11-2025	87	Yes	6	6	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 <b>a.</b> <b>Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b.</b> <b>Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c.</b> <b>Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d.</b> <b>Risk management committee (applicable to the top 1000 listed entities)</b>	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 30th September 2025 was placed at the Board Meeting held on 8th November 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.

#### Signatory Details

Name of Signatory	Manish Agarwal
Designation of person	Company Secretary & Compliance Officer
Place	Kolkata
Date	22-01-2026

**Investor Grievance Details**

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	2
No. of investor complaints disposed off during the Quarter	2
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**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:**

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
1	Deputy State Tax Officer (Int.), Roving Squad, Commercial Taxes Department, Tamil Nadu	Levy of penalty under Section 129(1) of CGST Act, 2017 amounting to INR 1,34,935	03-12-2025	Detention of goods for alleged discrepancy in the "bill to" and "ship to" address vis-à-vis GSTIN details of the customer.	There is no financial or operational impact on the activities of the company since the said penalty was levied owing to wrong disclosure by the customer. The said amount has been duly recovered from the customer.
2	Commercial Tax Officer, Sriperumbudur, Kancheepuram, Tamil Nadu	Order u/s 73 of the CGST Act, 2017 pursuant to completion of GST Audit for FY 2021-22 levying penalty of INR 20,000	11-12-2025	Levy of penalty for alleged claim of ineligible ITC	There is no financial or operational impact on the activities of the company since the amount is immaterial. The company is in the process of taking appropriate steps against the said order.
3	Excise And Taxation Officer-cum- State Tax Officer, Hoshiarpur - Ward No.3, Punjab	Order u/s 73 of the CGST Act, 2017 pursuant to completion of GST Audit for FY 2021-22 levying penalty of INR 50,000	16-12-2025	Levy of penalty for non-compliance with circular No. 170/02/2022-GST	There is no financial or operational impact on the activities of the company since the amount is immaterial. The company had strong grounds on merits to contest the case, however, considering the low quantum, it has paid the said sum to close the proceedings.