

General information about company

Scrip code	523704
NSE Symbol	MASTEK
MSEI Symbol	NOTLISTED
ISIN	INE759A01021
Name of the entity	MASTEK LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Yearly
Date of Quarter Ending	31-03-2025
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities
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
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?	No
Is SCORE ID Available ?	Yes
SCORE Registration ID	m00945
Type of Submission	Original

Composition of Board of Directors

Whether the listed entity has a Regular Chairperson Yes
 Whether Chairperson is related to MD or CEO No

Title (Mr./ Ms.)	Name of the Director	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Initial Date of Appointment	Date of Reappointment	Date of cessation	Tenure (in months)	Date of Birth	Number of Directorship in listed entities including this listed entity [Refer Regulation 17A(1)]	Number of Independent Directorship in listed entities including this listed entity [Refer proviso to Regulation 17A(1) and 17A (2)]	Number of memberships in Audit/ Stakeholders Relationship Committee(s) including this listed entity [Refer Regulation 26(1)]	Number of post of Chairperson in Audit / Stakeholders Relationship Committee held in listed entities including this listed entity [Refer Regulation 26(1)]
			Non-Executive - Non Independent Director-									
Mr	ASHANK DATTA DESAI	00017767	Chairperson related to promoter	06-06-1982	21-09-2023			16-05-1951	2	1	2	1
Mr	KETAN MEHTA	00129188	Non-Executive - Non Independent Director	29-12-2020	20-09-2024			09-09-1958	1	0	1	1
Mr	RAJEEV KUMAR GROVER	00058165	Non-Executive - Independent Director	28-01-2020	28-01-2020		62.03	28-07-1964	1	1	1	1
Mr	SURESH CHOITHRAM VASWANI	02176528	Non-Executive - Independent Director	11-12-2022	11-12-2022		27.21	02-01-1960	3	3	4	0
Mr	UMANG TEJKARAN NAHATA	00323145	Executive Director	10-08-2024	10-08-2024			29-04-1979	1	0	1	0
Ms	MARILYN FRANCES JONES	10301799	Non-Executive - Independent Director	05-09-2023	05-09-2023		18.25	19-10-1955	1	1	1	0

Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	RAJEEV KUMAR GROVER	Non-Executive - Independent Director - Chairperson	28-01-2020	
		SURESH CHOITHRAM VASWANI	Non-Executive - Independent Director - Member	17-01-2023	
		ASHANK DATTA DESAI	Non-Executive - Non Independent Director - Member	05-10-2007	
		MARILYN FRANCES JONES	Non-Executive - Independent Director - Member	19-10-2023	
Nomination and remuneration committee	Yes	SURESH CHOITHRAM VASWANI	Non-Executive - Independent Director - Chairperson	17-01-2023	
		KETAN MEHTA	Non-Executive - Non Independent Director - Member	01-02-2021	
		RAJEEV KUMAR GROVER	Non-Executive - Independent Director - Member	28-01-2020	
Stakeholders Relationship Committee	Yes	KETAN MEHTA	Non-Executive - Non Independent Director - Chairperson	19-10-2023	
		SURESH CHOITHRAM VASWANI	Non-Executive - Independent Director - Member	17-01-2023	
		UMANG TEJKARAN NAHATA	Executive Director - Member	19-10-2023	
Risk Management Committee	Yes	ASHANK DATTA DESAI	Non-Executive - Non Independent Director - Chairperson	01-04-2021	
		RAJEEV KUMAR GROVER	Non-Executive - Independent Director - Member	01-04-2021	
		UMANG TEJKARAN NAHATA	Executive Director - Member	19-10-2023	
		MARILYN FRANCES JONES	Non-Executive - Independent Director - Member	19-10-2023	
Corporate Social Responsibility Committee	Yes	RAJEEV KUMAR GROVER	Non-Executive - Independent Director - Chairperson	01-02-2021	
		ASHANK DATTA DESAI	Non-Executive - Non Independent Director - Member	26-04-2013	
		UMANG TEJKARAN NAHATA	Executive Director - Member	19-10-2023	

Meeting of Board of Directors

Dates of meeting of Previous quarter and Current quarter	Maximum gap between any two consecutive meetings (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	Number of independent directors present
18-10-2024		Yes	6	6	3
16-01-2025	89	Yes	6	6	3

Meetings of Committees

Name of the Committee	Dates of meeting of Previous quarter and Current quarter	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	Number of independent directors present	No. of members attending the meeting (other than Board of Directors)
Audit Committee	18-10-2024		Yes	4	4	3	0
Audit Committee	16-01-2025	89	Yes	4	4	3	0
Nomination and remuneration committee	10-10-2024		Yes	3	3	2	0
Nomination and remuneration committee	05-01-2025	86	Yes	3	3	2	0
Nomination and remuneration committee	16-01-2025	10	Yes	3	3	2	0
Stakeholders Relationship Committee	09-10-2024		Yes	3	3	1	0
Stakeholders Relationship Committee	09-01-2025	91	Yes	3	3	1	0
Risk Management Committee	09-10-2024		Yes	4	4	2	0
Risk Management Committee	09-01-2025	91	Yes	4	4	2	0
Corporate Social Responsibility Committee	10-10-2024		Yes	3	3	1	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

Sr	Subject	
1	Name of signatory	Dinesh Kalani
2	Designation	Company Secretary and Compliance Officer
3	Place	Mumbai
4	Date	11-04-2025

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

Other details of cyber security incidence or breaches or loss of data event

[Add Notes](#)

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

Annexure II

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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
As per regulation 46(2) of the LODR:				
1.1	Details of business	Yes		https://www.mastek.com/about-us/
1.2	Memorandum of Association and Articles of Association	Yes		https://www.mastek.com/wp-content/uploads/2025/01/Mastek-MOA-AOA.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://www.mastek.com/leadership/
2	Terms and conditions of appointment of independent directors	Yes		https://www.mastek.com/wp-content/uploads/2021/12/Appointment-Letter-to-Independent-Director.pdf
3	Composition of various committees of board of directors	Yes		https://www.mastek.com/wp-content/uploads/2022/04/List-of-Board-Committees-Members_new.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.mastek.com/wp-content/uploads/2022/08/Code-of-Conduct-for-Senior-Management.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.mastek.com/wp-content/uploads/2022/07/Group-Whistle-Blower-Policy.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.mastek.com/wp-content/uploads/2022/07/Nomination-Remuneration-Policy-For-Board-of-Directors-Key-Managerial-Personnel.pdf
7	Policy on dealing with related party transactions	Yes		https://www.mastek.com/wp-content/uploads/2022/09/RelatedPartyTransactionsPolicy.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.mastek.com/wp-content/uploads/2022/07/Policy-for-determining-Material-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		chrome-extension://efaidnbmnnnibpcajpcglclefindmkaj/https://www.mastek.com/wp-content/uploads/2024/08/Induction-and-Familiarisation-Programme-for-Independent-Directors-2024.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.mastek.com/contact-us/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.mastek.com/investors/
12	Financial results	Yes		https://www.mastek.com/investor-financial-information/
13	Shareholding pattern	Yes		https://www.mastek.com/investors-corporate-governance/shareholding-pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		https://www.mastek.com/investor-financial-information/
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes		https://www.mastek.com/investors/financial-information/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.mastek.com/wp-content/uploads/2024/04/CoveringletterNewspaperAdsigned.pdf
18	Credit rating or revision in credit rating obtained	Yes		https://www.mastek.com/wp-content/uploads/2024/04/SE-intimation-Credit-Rating.pdf
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.mastek.com/investor-financial-information/subsidiaries
20	Secretarial Compliance Report	Yes		https://www.mastek.com/wp-content/uploads/2024/04/Annual-Secretarial-Audit-Compliance-Report-May-29-2024.pdf
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.mastek.com/wp-content/uploads/2022/07/Policy-on-Determination-of-Materiality-for-Disclosure-of-Events-or-Information_0-1.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.mastek.com/wp-content/uploads/2022/07/Policy-on-Determination-of-Materiality-for-Disclosure-of-Events-or-Information_0-1.pdf
23	Disclosures under regulation 30(8)	Yes		https://www.mastek.com/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://www.mastek.com/wp-content/uploads/2022/07/Dividend-Distribution-Policy.pdf
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.mastek.com/wp-content/uploads/2024/09/MGT-7-Annual-Return-2023-24.pdf
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBE) Regulations, 2021	Yes		https://www.mastek.com/investors/corporate-information/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.mastek.com/investors/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.mastek.com/
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	
Any other information to be provided				Add Notes

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Dinesh Kalani
2	Designation	Company Secretary and Compliance Officer

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

Any Other Information for Disclosure of Imposition of Fine or Penalty

Add Notes

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	Office of The Superintendent of Stamps, Gandhinagar, Gujarat	Penalty of Rs 2500 for Late Filing of NCLT Order for Adjudication with Office of The Superintendent of Stamps, Gandhinagar, Gujarat	03-01-2025	The Company delayed the payment of Rs.300/- in the matter of Merger of Meta Soft Tech Systems Private Limited (Wholly owned Subsidiary) with the Company. Hence, the Superintendent of Stamps, Gandhinagar levied a penalty of Rs.2500/- on the Company.	No impact on financial, operations or other activities of the Listed Entity