

# Integrated Filing-Governance

General information about company	
Scrip Code	543264
NSE Symbol	NURECA
MSEI Symbol	NOTLISTED
ISIN	INE0DSF01015
Name of the entity	NURECA LIMITED
Date of start of financial year	01-Apr-2024
Date of end of financial year	31-Mar-2025
Reporting Quarter	Yearly
Date of Quarter Ending	31-Mar-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
Reason For Part C Of Annexure I Disclosure Of Acquisition Of Shares Or Voting Rights In Unlisted Companies Is Not Applicable To The Entity	Not Applicable during the Quarter ended 31st March 2025
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
Reason For Part D Of Annexure I Disclosure Of Imposition Of Fine Or Penalty Is Not Applicable To The Entity	Not Applicable during the Quarter ended 31st March 2025
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
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
Reason For Part F Of Annexure I Disclosure Of Loans Or Guarantees Or Comfort Letters Or Securities Etc Is Not Applicable To The Entity	Not Applicable during the Quarter ended 31st March 2025
Risk management committee	Yes
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	COMN00516
Reason For No SCORE ID	
Type of Submission	Revision
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

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**Annexure I**

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**Annexure I to be submitted by listed entity on quarterly basis**

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**I. Composition of Board of Directors**

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## Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Whether the listed entity has a Regular Chairperson		Yes	Yes	Disqualification of Directors	Start Date disqualific
					Category 1 of directors	Category 2 of directors				
1	Mr.	SAURABH GOYAL	AJAPG4217C	00136037	Executive Director	Chairperson related to Promoter	MD	02-Jan-1986	No	
2	Mr.	VIJAY KUMAR SHARMA	ABKPS6305H	02449088	Non-Executive - Independent Director	Not Applicable		19-Dec-1958	No	
3	Ms.	CHARU SINGH	DKUPS4006K	07822158	Non-Executive - Independent Director	Not Applicable		13-Oct-1985	No	
4	Ms.	RUCHITA AGARWAL	AFZPA8576R	08941249	Non-Executive - Independent Director	Not Applicable		06-Apr-1984	No	
5	Mr.	VIKRAM CHOUDHERY	AFUPC4608R	00509297	Non-Executive - Independent Director	Not Applicable		13-Apr-1986	No	
6	Mr.	ARYAN GOYAL	AIUPG7578H	00002869	Executive Director	Not Applicable		26-Jul-1983	No	
7	Mr.	RAJINDER SHARMA	BHLPS3385M	00317133	Executive Director	Not Applicable		12-Dec-1964	No	
8	Mr.	RUPINDER TEWARI	AAOPT0044R	07009485	Non-Executive - Independent Director	Not Applicable		27-Sep-1956	No	
9	Mr.	KULDIP KUMAR BHASIN	AENPB4380F	09250008	Non-Executive - Independent Director	Not Applicable		28-Apr-1950	No	

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**Annexure 1**

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**II. Composition of Committees**

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Disclosure of notes on composition of committees explanatory	
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<b>Audit Committee Details</b>	
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	Ren
1	07822158	CHARU SINGH	Non-Executive - Independent Director	Chairperson	29-Oct-2020		
2	08941249	RUCHITA AGARWAL	Non-Executive - Independent Director	Member	29-Oct-2020		
3	00509297	VIKRAM CHOUDHERY	Non-Executive - Independent Director	Member	29-Mar-2021	01-Jan-2025	
4	07009485	RUPINDER TEWARI	Non-Executive - Independent Director	Member	01-Jan-2025		
5	09250008	KULDIP KUMAR BHASIN	Non-Executive - Independent Director	Member	01-Jan-2025		
6	02449088	VIJAY KUMAR SHARMA	Non-Executive - Independent Director	Member	24-Oct-2024	01-Jan-2025	

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**Nomination and remuneration committee**

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Whether the Nomination and remuneration committee has a Regular Chairperson	Yes
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Ren
1	07822158	CHARU SINGH	Non-Executive - Independent Director	Chairperson	29-Oct-2020		
2	08941249	RUCHITA AGARWAL	Non-Executive - Independent Director	Member	29-Oct-2020		
3	09250008	KULDIP KUMAR BHASIN	Non-Executive - Independent Director	Member	01-Jan-2025		
4	00509297	VIKRAM CHOUDHERY	Non-Executive - Independent Director	Member	10-Aug-2023	01-Jan-2025	

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**Stakeholders Relationship Committee**

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Whether the Stakeholders Relationship Committee has a Regular Chairperson	Yes
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Ren
1	07822158	CHARU SINGH	Non-Executive - Independent Director	Chairperson	29-Oct-2020		
2	08941249	RUCHITA AGARWAL	Non-Executive - Independent Director	Member	29-Mar-2021		
3	00136037	SAURABH GOYAL	Executive Director	Member	10-Nov-2021		

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**Risk Management Committee**

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Whether the Risk Management Committee has a Regular Chairperson	Yes
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Rem
1	08941249	RUCHITA AGARWAL	ID	Chairperson	12-Aug-2022		
2	07822158	CHARU SINGH	ID	Member	16-Jun-2021		
3	00136037	SAURABH GOYAL	ED	Member	16-Jun-2021		
4	07009485	RUPINDER TEWARI	ID	Member	01-Jan-2025		
5	00002869	ARYAN GOYAL	ED	Member	12-Aug-2022	01-Jan-2025	

**Annexure 1**

**III. Meeting of Board of Directors**

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 attend the meeting*
1	24-Oct-2024			Yes	7	4	2
2	24-Jan-2025	91		Yes	9	7	5
3	24-Feb-2025	30		Yes	9	6	5

**Annexure 1**

**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 meeting (other than Board of Directors)
1	Audit Committee	24-Oct-2024				Yes	4	2	2	0
2	Audit Committee	24-Jan-2025	91			Yes	4	4	4	0
3	Nomination and remuneration committee	14-Nov-2024				Yes	3	2	2	0
4	Nomination and remuneration committee	24-Jan-2025	70			Yes	3	3	3	0
5	Risk Management Committee	07-Dec-2024				Yes	4	2	2	0

**Annexure 1****VI. 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

9	Any comments/observations/advice of Board of Directors may be mentioned here:
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**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Aryan Goyal
2	Designation	CEO

<b>Details of Cyber security incidence</b>	
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	
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
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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
1.1	Details of business	Yes		Nureca Limited - Health and wellness
1.2	Memorandum of Association and Articles of Association	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
1.3	Brief profile of board of directors including directorship and full time positions in body corporates	Yes		Leadership - Nureca Limited
2	Terms and conditions of appointment of independent directors	Yes		Microsoft Word - Terms&Coditions_Independent_Directors
3	Composition of various committees of board of directors	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
4	Code of conduct of board of directors and senior management personnel	Yes		CODE OF CONDUCT FOR BOARD OF DIRECTORS AND SENIOR MANAGEMENT.pdf
5	Details of establishment of vigil mechanism or whistle blower policy	Yes		Whistle-Blower-Policy.pdf
6	Criteria of making payments to non-executive directors	Yes		Nomination-and-Remuneration-Policy.pdf
7	Policy on dealing with related party transactions	Yes		Policy for consideration and approval of related party transaction effective from April 01, 2022.pdf
8	Policy for determining material subsidiaries	Yes		Microsoft Word - 18_Material_Subsidary
9	Details of familiarization programmes imparted to independent directors	Yes		Familiarization-programme-2024-1.pdf
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		cs@nureca.com, naresh.gupta@nureca.com
11	Email address for grievance redressal and other relevant details	Yes		cs@nureca.com
12	Financial results	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
13	Shareholding pattern	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	Schedule of analyst or institutional investor meet and presentation prepared by listed entity for analyst or institutional investor meet	NA		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
20	Secretarial compliance report	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
21	Materiality policy as per regulation 30 (4)	Yes		Policy-on-Materiality-of-Event-or-Information.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		Disclosure-Under-Regulation-30-5-Of-The-SEBI-Listing-Obligations-And-Disclosure-Requirements-Regulations-2015-w.e.f.-February-01-2025.pdf
23	Disclosures under regulation 30(8)	Yes		Microsoft Word - NLL_Preservation_of_documents_Policy

24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend distribution policy as specified in regulation 43A (1)	Yes		Dividend Distribution Policy.pdf
26.1	Annual return as provided under section 92 of the Companies Act 2013	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
26.2	Employee benefit scheme documents framed in terms of SEBI (SBEB) regulations 2021			
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		Investor Relations- Disclosures under Regulation 46 of the LOI Regulations - Nureca Limited
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation	Yes		<a href="http://www.nureca.com">www.nureca.com</a>
29	Disclosure of notes on website in terms of Listing Regulations explanatory			

**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)	Yes	
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)	Yes	
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)	NA	
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)	Yes	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
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	

**Annexure II**

1	Name of signatory	ARYAN GOYAL
2	Designation	CEO

<b>Additional Half yearly Disclosure</b>			
Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.			
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(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 availed By</b>			
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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(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</b>			
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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
Affirmations	Compliance Status		Company 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.	\$intratedCg.get("CG_YN_!integratedFillingMasterDto.cgMasterVO.anx4aAffirmComplStatus")		
Name			

Designation			
Place			
Date			

<b>Signatory Details</b>	
Name of signatory	Aryan Goyal
Designation of person	CEO
Place	Chandigarh
Date	30-Apr-2025

<b>Investor Grievance Details</b>	
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

**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

**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	GST Department, UT Chandigarh	27-Nov-2024	NA	Proceeding dropped
2	GST Department, Punjab	18-Nov-2024	NA	Proceeding dropped
3	GST Department, Punjab	22-Feb-2024	Pending with GST dept	Pending with GST dept
4	GST Department, Maharashtra	31-Oct-2023	Pending with GST dept	Proceeding dropped
5	GST Department, Karnataka	19-Oct-2023	Pending with GST dept	Pending with GST dept
6	GST Department, Karnataka	17-Mar-2025	Pending with GST dept	Pending with GST dept

