

Integrated Governance

Black Box Limited

General information about company

Scrip code	500463	
NSE Symbol	BBOX	
MSEI Symbol	NOTLISTED	
ISIN	INE676A01027	
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?	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	No such instance to report during the quarter
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?	true	
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?	true	
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	a00997	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																								
Whether the listed entity has a Regular Chairperson																			true					
Whether Chairperson is related to MD or CEO																			false			Disqualification of Directors under section 164 of the Companies Act, 2013		
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	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	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(Refer Regulation 17A(1) of Listing Regulations)	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)	Reason for Cessation	Notes for not providing PAN	
1	Mr	Dilip Thakkar	00007339	Non-Executive - Independent Director	Chairperson		false				Active	Yes	26-09-2023	01-08-2018	01-08-2023		83	3	3	4	1			
2	Ms	Neha Nagpal	08842400	Non-Executive - Independent Director	Not Applicable		false				Active	NA		10-09-2020	10-09-2020		58	1	1	1	0			
3	Mr	Munesh Khanna	00202521	Non-Executive - Independent Director	Not Applicable		false				Active	NA		13-08-2024	13-08-2024		11	6	6	8	4			
4	Mr	Naresh Kothari	00012523	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		17-01-2019				1	1	0	0			
5	Mr	Anshuman Ruia	00008501	Executive Director	Not Applicable		false				Active	NA		10-09-2020				1	1	0	0			
6	Mr	Sanjeev Verma	06871686	Executive Director	Not Applicable		false				Active	NA		15-02-2014				1	1	1	0			
7	Mr	Deepak Kumar Bansal	07495199	Executive Director	Not Applicable		false				Active	NA		14-08-2019				1	1	0	0			

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee 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	00202521	Munesh Khanna	Non-Executive - Independent Director	Chairperson	22-10-2024		
2	00007339	Dilip Thakkar	Non-Executive - Independent Director	Member	01-08-2018		
3	08842400	Neha Nagpal	Non-Executive - Independent Director	Member	09-11-2023		

Nomination and remuneration committee

Whether the Nomination and remuneration committee 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	00202521	Munesh Khanna	Non-Executive - Independent Director	Chairperson	22-10-2024		
2	00012523	Naresh Kothari	Non-Executive - Non Independent Director	Member	17-01-2019		
3	00007339	Dilip Thakkar	Non-Executive - Independent Director	Member	01-08-2018		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee 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	00202521	Munesh Khanna	Non-Executive - Independent Director	Chairperson	22-10-2024		
2	06871685	Sanjeev Verma	Executive Director	Member	15-02-2014		
3	00007339	Dilip Thakkar	Non-Executive - Independent Director	Member	29-05-2019		

Risk Management Committee

Whether the Risk Management Committee 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	00202521	Munesh Khanna	Non-Executive - Independent Director	Chairperson	22-10-2024		
2	06871685	Sanjeev Verma	Executive Director	Member	02-04-2021		
3	08842400	Neha Nagpal	Non-Executive - Independent Director	Member	02-04-2021		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee 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	08842400	Neha Nagpal	Non-Executive - Independent Director	Chairperson	09-11-2023		
2	00202521	Munesh Khanna	Non-Executive - Independent Director	Member	22-10-2024		
3	06871685	Sanjeev Verma	Executive Director	Member	15-02-2014		

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00202521	Munesh Khanna	Ethics and Compliance Committee	Non-Executive - Independent Director	Chairperson	
2	08842400	Neha Nagpal	Ethics and Compliance Committee	Non-Executive - Independent Director	Member	
3	07495199	Deepak Kumar Bansal	Finance Committee	Executive Director	Member	
4	06871685	Sanjeev Verma	Finance Committee	Executive Director	Member	
5	00008501	Anshuman Ruia	Finance Committee	Executive Director	Member	
6	00012523	Naresh Kothari	Finance Committee	Non-Executive - Non Independent Director	Member	
7	00202521	Munesh Khanna	Finance Committee	Non-Executive - Independent Director	Member	

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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 attending the meeting*
1	11-02-2025			true	7	6	2
2	27-05-2025	104		true	7	7	3

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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 the meeting (other than Board of Directors)
1	Audit Committee	10-02-2025				true	3	2	2	0
2	Audit Committee	11-02-2025	0			true	3	2	2	0
3	Audit Committee	26-05-2025	103			true	3	3	3	0
4	Audit Committee	27-05-2025	0			true	3	3	3	0
5	Nomination and remuneration committee	11-02-2025				true	3	3	2	0
6	Nomination and remuneration committee	27-05-2025	104			true	3	3	2	0
7	Stakeholders Relationship Committee	11-02-2025				true	3	3	2	0
8	Stakeholders Relationship Committee	27-05-2025	104			true	3	3	2	0
9	Risk Management Committee	23-05-2025				true	3	3	2	0
10	Corporate Social Responsibility Committee	11-02-2025				true	3	2	1	0
11	Corporate Social Responsibility Committee	23-05-2025	100			true	3	3	2	0
12	Other Committee	23-05-2025		Ethics and Compliance Committee		true	2	2	2	0

Annexure I

V. 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	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)	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.	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.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

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Sr	Subject	Compliance status
1	Name of signatory	Aditya Goswami
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	false
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	

Signatory Details

Name of signatory	Aditya Goswami
Designation of person	Company Secretary and Compliance Officer
Place	Navi Mumbai
Date	29-07-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	10
No. of investor complaints disposed off during the Quarter	10
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:

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
1	State of California Occupational Safety and Health Appeals Board	Citations issued by the state health and safety agency against Norstan Communications, Inc. (Step-down subsidiary of Black Box Limited) following workplace injury. Settlement Agreement regarding resolution of September 15, 2022 employee injury matter between California Occupational Safety and Health Appeals Board and Norstan Coomunication Inc.	06-03-2023	Citation 1 (Failure to Report Work Connected Fatalities and Serious Injuries) Citation 2 (Failure to provide training on Illness and Injury Prevention Program to temporary workers) Citation 3 (Failure to test lift controls in accordance with the manufacturer's instructions prior to use to determine that such controls are in safe working conditions)	State of California Occupational Safety and Health Appeals Board agreed to settle the matter for a fine of approximately \$6,300 on May 19, 2025. The fine has been paid and the terms of the Settlement Agreement have been complied with by Norstan Communications Inc.
2	The Agenzia delle Entrate (Italian Revenue Agency)	Social Security payment and Payroll taxes for April 2025 and June 2025	01-04-2025	Social Security & Payroll taxes payment for Black Box Network Services S.R.L., Italy (Step-down subsidiary of Black Box Limited) was delayed. Interest payment and late payment fees applicable.	Amount of EUR 375.13 was paid to authorities for late payment (April '25 - 61 days, May '25 - 30 days)

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	Commissioner of Income Tax (A), Mumbai	22-11-2010	Disputes are as under pertaining to AY 2002-03: Whether transfer of Tata Fone Division by the Company to ITEL Industries Private Limited was not a slump sale. Whether no capital gain was taxable from the above transfer. Whether lease income is taxable as business income. Whether onus to prove that write off of obsolete stock was not bonafide was on the revenue without appreciating that assessee had failed to discharge primary onus to prove genuineness of its claim. Income Tax Department has filed appeal in High Court against order passed in favour of the Company. Next hearing date before High Court is awaited.	No change in status
2	Commissioner of Income Tax (A), Mumbai	22-11-2010	Issues are as under pertaining to AY 2003-04: Whether lease income is taxable as business income. Whether onus to prove that write off of obsolete stock was not bonafide was on the revenue without appreciating that assessee had failed to discharge primary onus to prove genuineness. Income Tax Department has filed appeal in High Court against order passed in favour of the Company. Next hearing date before High Court is awaited.	No change in status
3	Commissioner of Income Tax (A), Mumbai	15-04-2014	Income Tax department has disallowed certain expense which are in nature of : 1. Provision of Expense , 2. Renovation Expense Capitalised and 3. Change in Revenue Recognition Policy (Unearned Revenue) 4. Bad debts Written off The Company has received notice from the Commissioner of Appeals. Since we had received favourable order in the past for AY 2005-06 to AY 2009-10 in relation to unearned revenue, we expect the a similiar order for AY 2010-11. We have submitted additional evidence before CIT (A). The CIT(A) has forwarded the submission to the Asseeeing Officer for passing the remand report. We have been following up with the Assessing Officer regarding the same. During the quarter, we received the remand report from the Assessing Officer regarding the unearned revenue issue, which is in favour of the Company. We are currently awaiting further communication or notice from the CIT(A).	No change in status
4	Commissioner of Income Tax (A), Mumbai	05-09-2021	Assessing Officer has disallowed certain expense for AY 2017-18 as under: 1. Provision of Expense. 2. Capitalisation of Renovation Expense. Further, Assessing Officer has restricted the allowance of change in revenue recognition to the extent of returned loss. Hearing date before CIT(A) is awaited.	No change in status