

Integrated Filing-Governance

General information about company	
Scrip Code	000000
NSE Symbol	PHOGLOBAL
MSEI Symbol	NOTLISTED
ISIN	INE0FPO01018
Name of the entity	PHOENIX OVERSEAS LIMITED
Date of start of financial year	01-Apr-2025
Date of end of financial year	31-Mar-2026
Reporting Quarter	Quarterly
Date of Quarter Ending	30-Jun-2025
Type of company	SME
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?	No
Reason For Part A Of Annexure I Compliance Report On Corporate Governance Is Not Applicable To The Entity	With reference to the captioned subject-matter, this is to inform you that as per (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the Corporate Governance provisions as specified in Regulation 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clause (b) to (i) and (t) of sub-regulation 46 and para C, D and E of Schedule V shall not apply in respect of listed companies which have listed its specified securities on the SME Exchange. Phoenix Overseas Limited has listed its specified securities on the SME Exchange. Phoenix Overseas Limited is exempted from compliance with the Corporate Governance provisions as specified in Regulation 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clause (b) to (i) and (t) of sub-regulation 46 and para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given that its specified securities are listed on the National Stock Exchange of India Limited (SME Emerge Platform). In accordance with the exemption granted under Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company is submitting quarterly compliance report on corporate governance for the quarter ended 30th June, 2025 as mentioned in Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements), 2015.
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?	Yes
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 for this quarter ended 30th June, 2025. No penalty and fine is imposed for this quarter.
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
Reason For Part E Of Annexure I Disclosure Of Updates To Ongoing Tax Litigations Or Disputes Is Not Applicable To The Entity	Not Applicable for this quarter ended 30th June, 2025.
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?	
Risk management committee	
Market Capitalisation as per immediate previous Financial Year	
Is SCORE ID Available ?	Yes

SCORE Registration ID	comp00926
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										
Whether Chairperson is related to MD or CEO										
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Disqualification of Directors	
									Whether the director is disqualified?	Start Date of disqualification

Annexure 1**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory	
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Audit Committee Details	
Whether the Audit Committee has a Regular Chairperson	

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessa

Nomination and remuneration committee	
Whether the Nomination and remuneration committee has a Regular Chairperson	

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessa

Stakeholders Relationship Committee	
Whether the Stakeholders Relationship Committee has a Regular Chairperson	

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessa

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. Directors present at the meeting
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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*
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Annexure 1**VI. Affirmations**

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

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	
2	Designation	

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	
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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Signatory Details	
Name of signatory	
Designation of person	
Place	
Date	

Investor Grievance Details	
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 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 voting rights) as a quarter
1	BCL BIO ENERGY PRIVATE LIMITED	29-May-2025	29.00	22.00	51.00

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, operational activities of the listed entity, quantifiable in monetary 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 pr 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 t dispute

