INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance

1. **Name of the Listed Entity**: DEN NETWORKS LIMITED

2. **Quarter ending:** SEPTEMBER 30, 2026

I. Composition of Board of Directors												
Title (Mr. / Ms.)	**Name of the Director**	**DIN**	**Category (Chairperson /Executive/Non-Executive/independent/ Nominee)**	**Initial Date of Appointment**	**Date of Re-appointment**	**Date of Cessation**	**Tenure***	**Date of Birth**	**No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]**	**No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A (1)] & reg. 17A(2)]**	**No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)**	**No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)**
Mr.	SAMEER MANCHANDA	00015459	Chairperson-Non-Executive - Non Independent Director	15-09-2007	19-09-2008	-	-	17-06-1961	1	0	1	0
Mr.	ANUJ JAIN	08351295	Non-Executive – Non Independent Director	29-03-2019	23-09-2019	-	-	06-03-1967	1	0	0	0

Ms.	GEETA KALYANDAS FULWADAYA	03341926	Non-Executive - Non Independent Director	29-03-2019	23-09-2019	-	-	17-11-1979	3	0	1	0
Mr.	SAURABH SANCHETI	08349457	Non-Executive - Non Independent Director	29-03-2019	23-09-2019	-	-	08-03-1985	2	0	1	0
Mr.	RAJENDRA DWARKADAS HINGWALA	00160602	Non-Executive - Independent Director	21-12-2019	21-12-2022	-	81.1	26-08-1952	3	3	6	5
Mr.	RAHUL DUTT	08872616	Non-Executive - Independent Director	22-09-2022	22-09-2022	-	48.09	24-08-1976	5	5	7	0
Mr.	ACHUTHAN SIDDHARTH	00016278	Non-Executive - Independent Director	22-09-2022	22-09-2022	-	48.09	16-05-1953	4	4	10	4
Ms.	NAINA KRISHNA MURTHY	01216114	Non-Executive - Independent Director	14-07-2023	14-07-2023	-	38.17	15-09-1971	5	5	5	0
	Whether Regular Chairperson appointed: Yes											
	Whether Chairperson is related to Managing Director or CEO: No											

Note:

1.	Mr. Sameer Manchanda, Chairperson is a part of the Promoter Group of the Company.
2.	Approval of the shareholders obtained by means of special resolution for continuation of directorship of Mr. Rajendra Dwarkadas Hingwala on the Board of the Company, after he attains the age of 75 years, during the second term of office as an Independent Director.

II. 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
1. Audit Committee	Yes	RAJENDRA DWARKADAS HINGWALA	Chairperson - Non-Executive - Independent Director	22-09-2022	
		SAURABH SANCHETI	Member - Non-Executive - Non-Independent Director	23-09-2019	
		RAHUL DUTT	Member - Non-Executive - Independent Director	22-09-2022	
		NAINA KRISHNA MURTHY	Member - Non-Executive - Independent Director	09-11-2023	
2. Nomination and Remuneration Committee	Yes	RAJENDRA DWARKADAS HINGWALA	Chairperson - Non-Executive - Independent Director	22-09-2022	
		SAMEER MANCHANDA	Member - Non-Executive - Non-Independent Director	06-07-2009	
		NAINA KRISHNA MURTHY	Member - Non-Executive - Independent Director	09-11-2023	

3. Risk Management Committee (if applicable)	Yes	RAJENDRA DWARKADAS HINGWALA	Chairperson - Non-Executive - Independent Director	22-09-2022	
		SAMEER MANCHANDA	Member - Non-Executive - Non-Independent Director	15-01-2019	
		SAURABH SANCHETI	Member - Non-Executive - Non-Independent Director	23-09-2019	
		NAINA KRISHNA MURTHY	Member - Non-Executive - Independent Director	09-11-2023	
4. Stakeholders Relationship Committee	Yes	RAJENDRA DWARKADAS HINGWALA	Chairperson - Non-Executive - Independent Director	22-09-2022	
		SAMEER MANCHANDA	Member - Non-Executive - Non-Independent Director	06-07-2009	
		NAINA KRISHNA MURTHY	Member - Non-Executive - Independent Director	09-11-2023	
5. Corporate Social Responsibility Committee	Yes	RAJENDRA DWARKADAS HINGWALA	Chairperson - Non-Executive - Independent Director	22-09-2022	
		SAMEER MANCHANDA	Member - Non-Executive - Non-Independent Director	30-05-2014	
		NAINA KRISHNA MURTHY	Member - Non-Executive - Independent Director	09-11-2023	

Note: The Committees which are mandatory under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013, have only been considered for reporting under this Section.

III. Meeting of Board of Directors

Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met Yes/No	Number of Directors present	Number of independent directors present	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
14-07-2026	Yes	7	4	14-04-2026	90

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter Yes/No	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	14-07-2026	Yes	3	2	14-04-2026	90
Nomination and remuneration committee	24-09-2026	Yes	2	1	14-04-2026	162
Risk Management Committee	-	-	-	-	14-04-2026	-
Stakeholders Relationship Committee	-	-	-	-	14-04-2026	-
Corporate Social Responsibility Committee	-	-	-	-	14-04-2026	-

V. Affirmations	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 b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)	Yes
3. 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
4. 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
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here	Yes, this report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Further, there are no comments/observations/advise of the Board on the Corporate Governance Report.

VI. 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
Date of the event	NA
Brief details of the event	NA

Name	Hema Kumari
Designation	Company Secretary & Compliance Officer
Date	28-10-2026

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
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

C. 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:

S. 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
Not Applicable					

D. 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:

S. 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
Not Applicable					

E. 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:

S. 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
Not Applicable				

F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC.
HALF YEAR ENDING – SEPTEMBER 30, 2026

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(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:

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	Not Applicable	NIL	NIL
Promoter Group or any other entity controlled by them	Not Applicable	NIL	NIL
Directors (including relatives) or any other entity controlled by them	Not Applicable	NIL	NIL
KMPs or any other entity controlled by them	Not Applicable	NIL	NIL

(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:

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	Not Applicable	NIL	NIL
Promoter Group or any other entity controlled by them	Not Applicable	NIL	NIL
Directors (including relatives) or any other entity controlled by them	Not Applicable	NIL	NIL
KMPs or any other entity controlled by them	Not Applicable	NIL	NIL

II. Affirmations:

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.

No 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) have been given directly or indirectly by the Company to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them.

Name: Satyendra Jindal

Designation: Chief Financial Officer

Place: New Delhi

Date: 28-10-2026

G. AFFIRMATIONS ON COMPLIANCE REQUIREMENTS FOR AGM

I Affirmations		
	Regulation Number	***Compliance status (Yes/No/NA)***
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	*46(2)*	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	*18(1)(d)*	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	*19(3)*	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	*20(3)*	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	*24A(1)*	Yes
Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	*24A(1A), 24A(1B), 24A(1C)*	Yes
Submission of Annual Secretarial Compliance Report	*24A(2)*	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	*34(3) read with para C of Schedule V*	Yes
Name: Hema Kumari **Designation:** Company Secretary & Compliance officer		