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General information about company

Scrip code	538987
NSE Symbol	
MSEI Symbol	
ISIN	INE717E01013
Name of the entity	TALBROS ENGINEERING LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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ended date only

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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

Add Notes

Whether the listed entity has a Regular Chairperson

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
		Add		Delete											
1	Mr	SANJAY SHARMA	CRPS8762F	06394774	Executive Director	Not Applicable		01-11-2018		60	1	0	0		
2	Mr	VIJAY KUMAR SHARMA	AQIP3596B	06394784	Executive Director	Not Applicable		01-10-2015		60	1	1	0		
3	Mr	KULDEEP SINGH BHALLA	ADRPB0231E	07504884	Non-Executive - Independent Director	Not Applicable		29-04-2016		59	1	2	2		
4	Mr	SUNIL KUMAR	ATYPK9876D	03619831	Non-Executive - Independent Director	Not Applicable		13-09-2014		54	1	1	0		
5	Ms	PRIYANKA KHATTAR	BLCPK2113E	02991593	Non-Executive - Independent Director	Not Applicable		07-08-2014		55	1	2	0		

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II. Composition of Committees

Disclosure of information composition of committee explanatory

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For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filed for every Committee.
 2. Date of Appointment can be any day upto March 31, 2016.
 3. Date of Cessation must be for the current quarter only, i.e. January 1,2016 to March 31,2016.

Audit Committee Details							
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	Remarks
1.	0750884	RUDEEP SINGH BHALLA	Non-Executive, Independent Director	Chairperson	14-11-2017		
2.	0815831	SUNIL KUMAR	Non-Executive, Independent Director	Member	07-08-2014		145
3.	0295159	PRINYANKA KHATTAR	Non-Executive, Independent Director	Member	07-08-2014		146
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Nomination and remuneration committee							
Whether the Nomination and remuneration 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	Remarks
1.	0750884	RUDEEP SINGH BHALLA	Non-Executive, Independent Director	Chairperson	07-08-2016		
2.	0295159	PRINYANKA KHATTAR	Non-Executive, Independent Director	Member	07-08-2014		147
3.	0815831	SUNIL KUMAR	Non-Executive, Independent Director	Member	07-08-2014		148
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship 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	Remarks
1.	0750884	RUDEEP SINGH BHALLA	Non-Executive, Independent Director	Chairperson	07-08-2016		
2.	0295159	PRINYANKA KHATTAR	Non-Executive, Independent Director	Member	07-08-2014		149
3.	08194784	VIJAY KUMAR SHARMA	Executive Director	Member	14-11-2017		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Risk Management Committee							
Whether the Risk Management 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	Remarks
1.							
2.							
3.							
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	Remarks
1.	08194784	VIJAY KUMAR SHARMA	Executive Director	Chairperson	07-08-2016		
2.	0750884	RUDEEP SINGH BHALLA	Non-Executive, Independent Director	Member	14-11-2017		
3.	0815831	SUNIL KUMAR	Non-Executive, Independent Director	Member	07-08-2014		150
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1.						
2.						
3.						
4.						
5.						
6.						
7.						
8.						
9.						
10.						

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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory		Add Notes	
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
Add Delete			
1	31-10-2018		
2	07-02-2019	98	

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IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory					Add Notes			
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
Add Delete								
1	Audit Committee	07-02-2019	Yes	3	31-10-2018	98		
2	Nomination and remuneration committee	22-03-2019	Yes	3	31-10-2018	141		

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V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Sr	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.talbroxles.com
2	Terms and conditions of appointment of independent directors	Yes		www.talbroxles.com
3	Composition of various committees of board of directors	Yes		www.talbroxles.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.talbroxles.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.talbroxles.com
6	Criteria of making payments to non-executive directors	Yes		www.talbroxles.com
7	Policy on dealing with related party transactions	NA		
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.talbroxles.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.talbroxles.com
11	email address for grievance redressal and other relevant details	Yes		www.talbroxles.com
12	Financial results	Yes		www.talbroxles.com
13	Shareholding pattern	Yes		www.talbroxles.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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 100 listed entities)	NA
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:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	ANKUSH JINDAL
2	Designation	Company Secretary and

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) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	NA	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes
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Annexure II		
1	Name of signatory	ANKUSH JINDAL
2	Designation	Company Secretary and Compliance Officer

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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	NA
Any other information to be provided		Add Notes

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1	Name of signatory	ANKUSH JINDAL
2	Designation	Company Secretary and C

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Signatory Details

Name of signatory	ANKUSH JINDAL
Designation of person	Company Secretary and Compliance Officer
Place	FARIDABAD
Date	11-04-2019

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