

General information about company

Scrip code	538987
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE717E01013
Name of the entity	TALBROS ENGINEERING LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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

Textual Information(1)

Whether the listed entity has a Regular Chairperson

No

Whether Chairperson is related to MD or CEO

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 Birth
1	Mr	VIJAY KUMAR SHARMA	AQIPS3596B	06394784	Executive Director	Not Applicable		15-07-1962
2	Mr	ANKUSH JINDAL	AIWPJ1250F	03634690	Executive Director	Not Applicable		03-02-1989
3	Mr	KULDEEP SINGH BHALLA	ADRPB0231E	07504884	Non-Executive - Independent Director	Not Applicable		29-08-1963
4	Mr	SARABJEET SINGH	AYQPS6647B	08601346	Non-Executive - Independent Director	Not Applicable		09-06-1967
5	Mrs	SHASHI KHURANA	ACEPK8200E	09613592	Non-Executive - Independent Director	Not Applicable		13-12-1968
6	Mrs	SEEMA SETHI	AGYPS9716M	07133329	Non-Executive - Independent Director	Not Applicable		17-01-1971

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	Notes for not providing DIN
1	NA		01-10-2015	01-10-2020			1	0	1	0			
2	NA		01-11-2023				1	0	0	0			
3	NA		29-04-2016	01-04-2021		101.2	1	1	2	2			
4	NA		15-11-2019			58.16	1	1	2	0			
5	NA		23-05-2022			28.09	1	1	0	0			
6	NA		01-04-2024			6	1	1	1	0			

Text Block

Textual Information(1)

The Constitution of Board of Directors of Talbros Engineering Limited is in accordance with the provisions stipulated under the Regulation 17 of SEBI (LODR) Regulations, 2015 (as amended) and other applicable regulations.

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	07504884	KULDEEP SINGH BHALLA	Non-Executive - Independent Director	Chairperson	14-11-2017		
2	08601346	SARABJEET SINGH	Non-Executive - Independent Director	Member	23-05-2022		
3	07133329	SEEMA SETHI	Non-Executive - Independent Director	Member	01-04-2024		

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	07504884	KULDEEP SINGH BHALLA	Non-Executive - Independent Director	Chairperson	07-06-2016		
2	08601346	SARABJEET SINGH	Non-Executive - Independent Director	Member	23-05-2022		
3	07133329	SEEMA SETHI	Non-Executive - Independent Director	Member	01-04-2024		

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	07504884	KULDEEP SINGH BHALLA	Non-Executive - Independent Director	Chairperson	07-06-2016		
2	08601346	SARABJEET SINGH	Non-Executive - Independent Director	Member	23-05-2022		
3	06394784	VIJAY KUMAR SHARMA	Executive Director	Member	14-11-2017		

Risk Management Committee

		Whether the Risk Management 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 Cessation	Remarks

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	06394784	VIJAY KUMAR SHARMA	Executive Director	Chairperson	07-06-2016		
2	07504884	KULDEEP SINGH BHALLA	Non-Executive - Independent Director	Member	07-02-2022		
3	07133329	SEEMA SETHI	Non-Executive - Independent Director	Member	01-04-2024		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	20-05-2024				Yes	6	6	4
2		08-08-2024	79		Yes	6	6	4

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 the meeting (other than Board of Directors)
1	Audit Committee	20-05-2024				Yes	3	3	3	0
2	Audit Committee	08-08-2024	79			Yes	3	3	3	0
3	Nomination and remuneration committee	20-05-2024				Yes	3	3	3	0
4	Nomination and remuneration committee	08-08-2024	79			Yes	3	3	3	0
5	Stakeholders Relationship Committee	20-05-2024				Yes	3	3	2	0
6	Stakeholders Relationship Committee	08-08-2024	79			Yes	3	3	2	0

Annexure 1

IV. Meeting of Committees

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)
7	Corporate Social Responsibility Committee	20-05-2024				Yes	3	3	2	0

Annexure 1

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	Yes	
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	Yes	

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)	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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ankush Jindal
2	Designation	Compliance Officer

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

1	Name of signatory	Ankush Jindal
2	Designation	Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure

Not Applicable

Reason for Non Applicability

Textual Information(1)

Text Block

Textual Information(1)

No Loan or any other form of Debt Advanced by the Listed Entity Directly or Indirectly to Promotor / Promotor Group / Directors (Including Relatives) / KMPs or any other entity controlled by any of them.

No Guarantee / Comfort Letter (by whatever named called) provided by the Listed Entity Directly or Indirectly, in connection with any loan(s) or any other form of Debt availed by Promotor / Promotor Group / Directors (Including Relatives) / KMPs or any other entity controlled by any of them.

No Security provided by the Listed Entity Directly or Indirectly, in connection with any loan(s) or any other form of Debt availed by Promotor / Promotor Group / Directors (Including Relatives) / KMPs or any other entity controlled by any of them.

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

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

Signatory Details

Name of signatory	Ankush Jindal
Designation of person	Compliance Officer
Place	Faridabad
Date	14-10-2024