

### 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	Quarterly
Date of Report	31-12-2024
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		104.2	1	1	2	2			
4	NA		15-11-2019	15-11-2024		61.16	1	1	2	0			
5	NA		23-05-2022			31.08	1	1	0	0			
6	NA		01-04-2024			9	1	1	1	0			

### Text Block

Textual Information(1)

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.

2. It is submitted that in 38th Annual General Meeting of the Talbros Engineering Limited held on Monday, September 30, 2024, the consent of members be and is hereby accorded for re-appointment of Mr. Vijay Kumar Sharma (holding DIN: 06394784), Executive Director of the Company, who retires by rotation, and being eligible, offers himself for re-appointment, in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013.

## **Annexure 1**

### **II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Textual Information(1)

### Annexure 1 Text Block

Textual Information(1)

1. The Constitution and Composition of Committees of Board of Directors of Talbros Engineering Limited is in accordance with the provisions stipulated under the Regulation 18, 19, 20 of of SEBI (LODR) Regulations, 2015 (as amended) and other applicable regulations and Provisions of Companies Act, 2013 (as amended).

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		



<b>Corporate Social Responsibility Committee</b>							
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	08-08-2024				Yes	6	6	4
2		11-11-2024	94		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	08-08-2024				Yes	3	3	3	0
2	Audit Committee	11-11-2024	94			Yes	3	3	3	0
3	Nomination and remuneration committee	08-08-2024				Yes	3	3	3	0
4	Nomination and remuneration committee	11-11-2024	94			Yes	3	3	3	0
5	Stakeholders Relationship Committee	08-08-2024				Yes	3	3	2	0
6	Stakeholders Relationship Committee	11-11-2024	94			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	Divam Mittal
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

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	Divam Mittal
Designation of person	Company Secretary and Compliance Officer
Place	Faridabad
Date	09-01-2025

