

Compliance Report on Corporate Governance as on 30.06.2023

1. Name of Listed Entity: Talbros Automotive Components Limited

2. Quarter ending : June 30, 2023

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment in current term	Date of Cessation	Tenure	Date of Birth	No of Directors hip in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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 Regulation)
Mr.	Naresh Talwar	00059155	Chairman/ Non- Executive, Non-Independent	15.07.2001		-	-	10.12.1940	1	-	-	-
Mr.	Umesh Talwar	00059271	Executive, Non- Independent	18.04.2000		-	-	29.09.1950	1	-	-	-
Mr.	Varun Talwar	00263984	Non- Executive, Non- Independent	14.08.2008		-	-	20.06.1969	1	-	-	-
Mr.	Vidur Talwar	00114643	Non- Executive, Non - Independent	12.02.2015		-	-	30.06.1971	1	-	-	-
Mr.	Anuj Talwar	00628063	Executive, Non- Independent	14.08.2012		-	-	19.12.1980	1	-	1	-
Mr.	Navin Juneja	00094520	Non- Executive, Non - Independent	12-11-2010		-	-	30-09-1957	1	-	2	-
Mr.	Anil Kumar Mehra	00004654	Non- Executive, Independent	31-01-2004	12-09-2019	-	106 months	05-09-1944	1	1	1	-



Mr.	Amit Burman	00042050	Non- Executive, Independent	25-06-2008	12-09-2019	-	106 months	16-07-1969	2	1	2	-
Mrs.	Priyanka Gulati	07087707	Non- Executive, Independent	25-05-2018	25-09-2018	-	57 months	17-12-1977	1	1	1	-
Mr.	Ajay Kumar Vij	00164984	Non- Executive, Independent	02-01-2019	25-09-2019	-	45 months	28-09-1960	1	1	-	-
Mr.	Deepak Jain	00004972	Non- Executive, Independent	29-12-2021	26-09-2022	-	18 months	06-04-1975	4	2	3	1
Mr.	Tarun Singhal	07056960	Non- Executive, Independent	18-06-2020	25-09-2020	-	36 months	21-08-1957	1	1	1	-
Whether Regular Chairperson appointed										Yes		
Whether Chairperson is related to Managing Director or CEO										Yes		



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	Anil Kumar Mehra	Chairperson/ Non-Executive - Independent Director	19-01-2005	-
		Amit Burman	Non-Executive - Independent Director	30-07-2008	-
		Navin Juneja	Non-Executive - Non Independent Director	08-11-2021	-
		Priyanka Gulati	Non-Executive - Independent Director	13-11-2018	-
2. Nomination & Remuneration Committee	Yes	Anil Kumar Mehra	Chairperson/ Non-Executive - Independent Director	19-01-2005	-
		Ajay Kumar Vij	Non-Executive - Independent Director	08-11-2021	-
		Tarun Singhal	Non-Executive - Independent Director	08-11-2021	-
3. Risk Management Committee (if applicable)		N.A.			
4. Stakeholders Relationship Committee	Yes	Navin Juneja	Chairperson/ Non-Executive - Non Independent Director	13-08-2019	-
		Anuj Talwar	Executive Director	08-11-2021	-
		Tarun Singhal	Non-Executive - Independent Director	08-11-2021	-
5. Corporate Social Responsibility Committee	Yes	Mr. Umesh Talwar	Chairperson, Executive, Non-Independent	02.04.2014	-
		Mr. Amit Burman	Member, Non- Executive, Independent	02.04.2014	-
		Mr. Navin Juneja	Member, Non- Executive, Non- Independent	02.04.2014	-



III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive (in number of days)
8 th February, 2023	-	Yes	11	5	-
-	16 th May, 2023	Yes	11	6	*96 Days (8 th February, 2023 – 16 th May, 2023)

IV. Meeting of Committees					
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	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					
16 th May, 2023	Yes	4	3	8 th February, 2023	*96Days (8 th February, 2023 – 16 th May, 2023)
Stakeholders Relationship Committee					
16 th May, 2023	Yes	3	3	8 th February, 2023	*96Days (8 th February, 2023 – 16 th May, 2023)
Nomination & Remuneration Committee					
3 rd February, 2023	Yes	3	3	29 th December, 2021	-
Corporate Social Responsibility Committee					
19 th January, 2023	Yes	2	0	23 rd May, 2022	-

V. Related Party Transactions	
Subject	Compliance status (Yes/ No/ NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



VI. Affirmations

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
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (as applicable) - **Not Applicable.**
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.
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.
5. The report submitted in the previous quarter was placed before Board of Directors in its meeting held on 8th February, 2023.

For Talbros Automotive Components Limited

Seema Narang
Company Secretary

