

Scrp code	503100
NSE Symbol	TALBROAUTO
NSEI Symbol	NOT LISTED
ISIN	INE187D01029
Name of the entity	TALBROS AUTOMOTIVE COMPONENTS LIMITED
Date of start of financial year	01/04/2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 200 listed entities

Disclosure of notes on composition of board of directors explanatory						Internal Information(1)	
Whether the listed entity has a Regular Chairperson						Yes	
Whether Chairperson is related to MDD or CEO						Yes	
Sl.	Title (Mr./Ms.)	Name of the Director	PAN	RIN	Category 1 of director	Category 2 of director	Date of Birth
1	Mr.	Naresh Talwar	AADPT771908	00659155	Non-Executive - Non Independent Director	Chairperson	16-12-1940
2	Mr.	Unesh Talwar	AACPT80931	00059271	Executive Director	Not Applicable	26-09-1950
3	Mr.	Veeru Talwar	AAZPT60008	00263984	Non-Executive - Non Independent Director	Not Applicable	29-06-1960
4	Mr.	Vidur Talwar	AAOPT2209H	00114643	Non-Executive - Non Independent Director	Not Applicable	30-06-1971
5	Mr.	Amig Talwar	ABXPT33558N	00623003	Executive Director	Not Applicable	18-12-1980
6	Mr.	Navin Jungsia	AAEPH6641G	00994520	Non-Executive - Non Independent Director	Not Applicable	30-09-1957
7	Mr.	Anil Kumar Mehta	AAFPMA817K	00004654	Non-Executive - Independent Director	Not Applicable	05-09-1944
8	Mr.	Anil Burman	AAAPB4012D	00642050	Non-Executive - Independent Director	Not Applicable	16-07-1969
9	Mrs	Priyanka Gulati	AJLPG4764B	07588707	Non-Executive - Independent Director	Not Applicable	17-12-1977
10	Mr.	Ajay Kumar Vij	AAJDP9625H	00164984	Non-Executive - Independent Director	Not Applicable	24-09-1960
11	Mr.	Taran Singhal	AAVPSH648G	07556960	Non-Executive - Independent Director	Not Applicable	27-06-1957
12	Mr.	Deepak Jain	AAEPJ132SD	00004972	Non-Executive - Independent Director	Not Applicable	06-04-1975

Id	Whether the director is disqualified?	Start Date of disqualification	Till 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
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

Sr	Whether special provisions have been provided in the Land Use Regulations	Date of promulgation of special provisions	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of contract (in months)	No. of Domestic Airlines operating from the airport (Ref: Land Use Regulations)	No. of Independent Domestic Airlines operating from the airport (Ref: Land Use Regulations)	Number of member states (including the land use zone) (Ref: Land Use Regulations)	No. of post-graduates awarded (including the land use zone) (Ref: Land Use Regulations)	Reasons for non-compliance	Notes for providing PAN	Notes for providing IDN
1	Yes	30-03-2019	15-07-2001				1	0	0	0			
2	NA		18-04-2000				1	0	0	0			
3	NA		14-08-2008				1	0	0	0			
4	NA		12-02-2015				1	0	0	0			
5	NA		14-08-2012				1	0	1	0			
6	NA		12-11-2010				1	0	2	1			
7	Yes	30-03-2019	31-01-2004	12-09-2019		115	1	1	1	1			
8	NA		25-06-2008	12-09-2019		115	2	1	2	0			
9	NA		25-06-2018	25-09-2023		66	1	1	1	0			
10	NA		02-01-2019	25-09-2019		54	1	1	0	0			
11	NA		18-06-2020	25-09-2020		42	1	1	1	0			
12	NA		29-12-2021	26-09-2022		27	4	2	3	1			

Textual Information(1)	1. Mr. Suresh Talwar is Promoter of the Company.
	2. Mr. Umesh Talwar holds the designation of Vice Chairman & Managing Director. 3. Ms. Priyanka Chitani, Re-appointment for 2nd term of 5 years was approved by shareholders w.e.f. 25.09.2023.
	4.Mr. Tarun Singhal : Appointment as Independent Director for a period of 5 years w.e.f.25.09.2020 was approved by shareholders.

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	00004654	Anil Kumar Mehra	Non-Executive - Independent Director	Chairperson	19-01-2005				
2	00042050	Anil Berman	Non-Executive - Independent Director	Member	30-07-2008				
3	00094520	Navin Jureja	Non-Executive - Non Independent Director	Member	08-11-2021				
4	07087707	Priyanka Gidlat	Non-Executive - Independent Director	Member	13-11-2018				

Whether the Nomination and remuneration committee has a Regular Chairperson						
Yes						
Sr	DIN Number	Name of Committee members	Category I of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00004654	Anil Kumar Mehra	Non-Executive - Independent Director	Chairperson	19-01-2005	
2	00164984	Ajay Kumar Vij	Non-Executive - Independent Director		08-11-2021	
3	07056060	Taran Singhal	Non-Executive - Independent Director	Member	08-11-2021	

Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee member	Category 1 of directors	Category 2 of directors	Yes	
					Date of Appointment	Date of Cessation
1	00994530	Navee Jainja	Non-Executive - Non Independent Director	Chairperson	13-08-2019	
2	00628063	Amy Talwar	Executive Director	Member	08-11-2021	
3	07550600	Taran Singhal	Non-Executive - Independent Director	Member	08-11-2021	

Whether the Risk Management Committee has a Regular Chairperson							
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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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
1	00099271	Umesh Talwar	Executive Director	Chairperson	02-04-2014	
2	00042050	Amit Burman	Non-Executive - Independent Director	Member	02-04-2014	
3	00094520	Naveen Jindal	Non-Executive - Non Independent Director	Member	02-04-2014	

Sl	DSN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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Disclosures of notes on meeting of Board of directors explanation								
Sl	Dates of meeting (if any) in the previous quarter	Dates 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 Queens met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Directors)	% of Independent Directors attending the meeting*
1	08-11-2023			Yes	12	12	6	
2	22-12-2023		43	Yes	12	9	4	6
3		07-02-2024	46	Yes	12	11	5	5

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Dates of meeting (Inter dates of Previous quarter and Current quarter is 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	08-11-2023				Yes	4	4	2	0
2	Audit Committee	07-02-2024	90			Yes	4	3	2	0
3	Shareholders Relationship Committee	08-11-2023				Yes	3	3	1	0
4	Shareholders Relationship Committee	07-02-2024	90			Yes	3	3	1	0
5	Corporate Social Responsibility Committee	07-11-2023				Yes	3	3	1	0
6	Corporate Social Responsibility Committee	06-02-2024	90			Yes	3	2	0	0

Sl	Name of Committee	Date(s) of meeting (Five 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* in meeting*
7	Nomination and remuneration committee	11-03-2024				Yes	3	3	0

SI	Subject of audit	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.

8)	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

Sr	Subject	Compliance status
1	Name of signatory	Suma Narang
2	Designation	Company Secretary and Compliance Officer

Sr	Item	Compliance status (Yes/No/NA)	If answer is "No" details of non-compliance may be given here
1	Details of business	Yes	https://www.talbro.com/about-us
2	Terms and conditions of appointment of independent directors	Yes	https://storage.amiabwebnetwork.com/files/874293b1cc4022676d43144c8673a127.pdf
3	Composition of various committees of board of directors	Yes	https://www.talbro.com/board-of-directors-committees
4	Code of conduct of board of directors and senior management personnel	Yes	https://storage.amiabwebnetwork.com/files/8742583c7792340398a4c955a48f0d2f5cc0.pdf
5	Details of establishment of Vigil mechanism/ Whistle Blower policy	Yes	https://storage.amiabwebnetwork.com/files/874236728c402c92cc0c19acbe1e26449.pdf
6	Criteria of making payments to non-executive directors	Yes	https://storage.amiabwebnetwork.com/files/874f06c2d313a4464ca0b78d22cc54d599.pdf
7	Policy on dealing with related party transactions	Yes	https://storage.amiabwebnetwork.com/files/87423da9c0f0401d90594d2d002d2183.pdf
8	Policy for determining "materiality" of transactions	NA	
9	Details of familiarization programmes imparted to independent directors	Yes	https://www.talbro.com/familiarization-programme-of-independent-directors
10	E-mail address for grievance redressal and other relevant details	Yes	https://storage.amiabwebnetwork.com/files/8745b43b4c6f90d821f9102da993a16e2.pdf
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://storage.amiabwebnetwork.com/files/87424b5ac53089b664bdc4c3cfd4c2819c.pdf
12	Financial results	Yes	https://www.talbro.com/financial-result-quarter-wise
13	Shareholding pattern	Yes	https://www.talbro.com/shareholding-pattern-quarter-wise
14	Details of agreements entered into with the media, competitors and/or their associates	NA	

Sr	Item	Compliance status (Yes/No/NA)	If status is "No", details of non-compliance may be given here	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submissions to stock exchange	Yes		https://www.nultron.com/earnings-call
15.2	Audio or video recordings and transcripts of past earnings-quarterly calls	Yes		https://www.nultron.com/earnings-call
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47(1)	Yes		https://www.nultron.com/newspaper-publications
18	Credit rating or revision in credit rating obtained	Yes		https://www.nultron.com/corporate-announcements-update
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://www.nultron.com/annual-secretarial-compliance-report
21	Materiality Policy as per Regulation 39(4)	Yes		https://storage.unitedwholnetwork.com/files/874d5827c1699bc10397d6c8b42e44c91.pdf
22	Disclosure of correct details of KMP's who are authorized for the purpose of determining materiality as required under regulation 38(1)	Yes		https://storage.unitedwholnetwork.com/files/874d5843b4c609a8239102a4991a1fc2.pdf
23	Disclosures under regulation 38(3)	Yes		https://www.nultron.com/corporate-announcements-update
24	Statements of deviations (if any) or variations (if any) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 49(1)	Yes		https://storage.unitedwholnetwork.com/files/874d5843b4c609a8239102a4991a1fc2.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.nultron.com/annual-report-year-wise-quarter
27	Confirmation that the above disclosures are in compliance with section 92 of the Companies Act, 2013	Yes		https://storage.unitedwholnetwork.com/files/874d66449c5172224353cfa891d1687b6.html
28	Compliance with regulation 46(1) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.nultron.com/

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
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), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fee/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" Details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Operation of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No", details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	NA	
25	Composition and role of risk management committee	21(1)(a),(2),(3)(i)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (7)	Yes	

Meeting of Risk Management Committee

50	Particulars	Regulation Number	Compliance status (Yes/No/NA)
51	Prior or Ombibus approval of Audit Committee for all related party transactions	25(2), (3)	Yes
52	Approval for material related party transactions	25(4)	Yes
53	Disclosure of related party transactions on consolidated basis	25(9)	Yes
54	Composition of Board of Directors of unlisted material Subsidiary	28(1)	NA
55	Other Corporate Governance requirements with respect to subsidiary of listed entity	34(2), (3), (4), (5) & (6)	NA
56	Alternate Director to Independent Director	25(1)	NA
57	Maximum Tenure	25(2)	Yes
58	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA
59	Meeting of independent directors	25(3) & (4)	Yes
60	Familiarization of independent directors	25(7)	Yes

30	Particulars	Regulation Number	Compliance status (Yes/No/NA)
41	Declaration from Independent Director	25(8) & (9)	Yes
42	Directors and Officers insurance	25(10)	NA
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
44	Memberships in Committees	26(1)	Yes
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
48	Approval of the Board and shareholders for compensation or profit during its connection with dealings in the securities of the listed entity	26(6)	NA
49	Vacancies in respect Key Managerial Personnel	26(A1) & 26(A2)	NA
	Any other information to be provided - Add Notes		

1	Name of signatory	SPEMANARANG
2	Designation	Company Secretary and Compliance Officer

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	
Any other information to be provided	

1	Name of signatory	SPEMANARANG
2	Designation	Company Secretary and Compliance Officer

Applicability of disclosure		Applicable	
Reason for Non Applicability		Textual Information(1)	
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of insurance during six months	Balance outstanding at the end of six months (including into account any invocation)
Promoter or any other entity controlled by them	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
Affirmations		Compliance Status	Company Remarks
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.		Yes	Textual Information(3)
Name	MANISH KHAMNA		
Designation	CFO		
Place	FARIDABAD		
Date	20-04-2024		

Whether as per Regulation 27(2)(b) 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 incidents or breaches or loss of data event occurred during the quarter			
Sr.	Date of the event		Brief details of the event

Name of signatory	Seem Narsing
Designation of person	Company Secretary and Compliance Officer
Place	Faridkot
Date	20-04-2024

