



TALBROS ENGINEERING LIMITED

CIN: L74210HR1986PLC033018

Regd. Office: Plot No. 74-75, Sector-6, Faridabad, Haryana – 121006

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Quarterly Corporate Governance for the quarter ended on 31st December, 2015

1. Name of the Entity: TALBROS ENGINEERING LIMITED
2. Quarter Ending: 31ST DECEMBER, 2015

I. Composition of Board of Directors								
<i>Title (Mr./Ms.)</i>	<i>Name of the Director</i>	<i>PAN & DIN</i>	<i>Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee)</i>	<i>Date of Appointment in the current term / cessation</i>	<i>Tenure</i>	<i>No. of Directorships in listed entities including this listed entity</i>	<i>Number of memberships in Audit/Stakeholder Committee(s) including this listed entity</i>	<i>No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity</i>
Mr.	Tarun Talwar	ACDPT2544B 02276634	Executive	01/10/2015		1	2	-
Mr.	Kartik Talwar	ACDPT9143Q 03266391	Chairperson/Non- Executive	27/09/2011		1	1	1
Mr.	Sanjay Sharma	CRRPS8762F 06394774	Executive	01/10/2015		1	1	-
Mr.	Vijay Kumar Sharma	AQIPS3596B 06394784	Executive	01/10/2015		1	-	-
Mr.	Sunil Kumar	ATYPK9876D 03619831	Independent	27/09/2011	5 Years	1	1	-
Ms.	Priyanka Khattar	BLCPK2113E 02991593	Independent	07/08/2014	5 Years	1	1	1

II. Composition of Committees		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)</i>
1. Audit Committee	Ms. Priyanka Khattar (Chairman) Mr. Tarun Talwar (Member) Mr. Sunil Kumar (Member)	Independent Executive Independent
2. Nomination & Remuneration Committee	Mr. Kartik Talwar (Chairman) Mr. Sunil Kumar (Member) Ms. Priyanka Khattar (Member)	Chairperson & Non-Executive Independent Independent
3. Stakeholders Relationship Committee	Mr. Kartik Talwar (Chairman) Mr. Tarun Talwar (Chairman) Mr. Sanjay Sharma (Chairman)	Chairperson & Non-Executive Executive Executive
4. Corporate Social Responsibility Committee	Mr. Tarun Talwar (Chairman) Mr. Sanjay Sharma (Member) Mr. Sunil Kumar (Member)	Executive Executive Independent

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
03/08/2015 & 17/09/2015	29/10/2015	45 Days & 42 Days

IV. Meeting of Committees			
<i>Date(s) of Meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
Audit Committee: 29/10/2015	Yes, Present Members: Ms. Priyanka Khattar Mr. Tarun Talwar Mr. Sunil Kumar	Audit Committee: 03/08/2015	87 Days

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

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 – 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. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here. This is first report, This will be placed at the ensuing Board Meeting.

For Talbros Engineering Limited

Sd/-

Ankush Jindal

Company Secretary cum Compliance Officer

Place: Faridabad

Date: 14/01/2016