

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

General information about company	
Scrip code	532928
NSE Symbol	TARIL
MSEI Symbol	NOTLISTED
ISIN	INE763I01026
Name of the entity	Transformers and Rectifiers (India) 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	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

I. Composition of Board of Directors									
Whether the listed entity has a Regular Chairperson: Yes									
Whether Chairperson is related to MD or CEO: Yes									
Title (Mr./ Ms./ Mrs.)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Current status
Mr	Jitendra U. Mamtora	AEDPM1403J	00139911	Executive Director	Chairperson		25-04-1946	No	Active
Mrs	Karuna J. Mamtora	ACJPM3039L	00253549	Executive Director	Not Applicable		28-11-1950	No	Active
Mr	Satyen J. Mamtora	ADUPM9419J	00139984	Executive Director	Not Applicable	MD	12-06-1974	No	Active
Mr	Subir Kumar Das	AALPD4981C	02237356	Non-Executive Independent Director	Not Applicable		18-11-1953	No	Active
Mr	Rajendra S. Shah	AEOPS0341G	00061922	Non-Executive Independent Director	Not Applicable		01-02-1948	No	Active
Mrs	Tanvi V. Rangwala	ALSPR6871K	07964348	Non-Executive Independent Director	Not Applicable		29-03-1978	No	Active

I. Composition of Board of Directors continued..

Title (Mr./ Ms./ Mrs.)	Name of the Director	Date of passing special resolution	Initial Date of appointmen t	Date of Re- appointm ent	Tenur e of direct or (in month s)	No of Directorsh ip in listed entities including this listed entity (Refer Regulation 17A of Listing Regulation s)	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 Chairperso n in Audit/ Stakehold er Committe e held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation s)
Mr	Jitendra U. Mamtora		11-07-1994	01-01- 2023		1	0	1	0
Mrs	Karuna J. Mamtora		11-07-1994	01-04- 2023		1	0	0	0
Mr	Satyen J. Mamtora		11-07-1994	01-04- 2022		1	0	1	0
Mr	Subir Kumar Das	09-01-2024	14-11-2018	14-11- 2023	73.18	2	2	3	2
Mr	Rajendra S. Shah	31-07-2023	25-05-2021	25-05- 2021	43.07	5	3	5	2
Mrs	Tanvi V. Rangwala		22-01-2024	22-01- 2024	11.10	1	1	1	0

\$PAN number of any director would not be displayed on the website of Stock Exchange.

II. 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	02237356	Subir Kumar Das	Non-Executive Independent Director	- Chairperson	14-11-2018		
2	00139911	Jitendra U. Mamtora	Executive Director	Member	02-05-2014		
3	00061922	Rajendra S. Shah	Non-Executive Independent Director	- Member	25-05-2021		
4	07964348	Tanvi V. Rangwala	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	02237356	Subir Kumar Das	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	00061922	Rajendra S. Shah	Non-Executive - Independent Director	Member	25-05-2021		
3	07964348	Tanvi V. Rangwala	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	02237356	Subir Kumar Das	Non-Executive Independent Director	- Chairperson	14-11-2018		
2	00061922	Rajendra S. Shah	Non-Executive Independent Director	- Member	01-04-2024		
3	00139984	Satyen J. Mamtora	Executive Director	Member	02-05-2014		

Risk Management Committee							
Whether the Risk Management 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	02237356	Subir Kumar Das	Non-Executive Independent Director	Chairperson	01-04-2024		
2	00139984	Satyen J. Mamtora	Executive Director	Member	01-04-2024		
3	00139911	Jitendra U. Mamtora	Executive Director	Member	01-04-2024		
4	99999999	Chanchal S S Rajora	CFO & Advisor to the Board of Directors	Member	01-04-2024		Textual Information(1)

Sr Text Block	
Textual Information(1)	DIN is not applicable as Mr.Chanchal S S Rajora, Chief Financial Officer & Advisor to the Board of Directors of the Company, is a KMP of the Company.

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	00253549	Karuna J. Mamtora	Executive Director	Chairperson	02-05-2014		
2	00139911	Jitendra U. Mamtora	Executive Director	Member	02-05-2014		
3	02237356	Subir Kumar Das	Non-Executive Independent Director	Member	14-11-2018		

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 Independent Director)	No. of Independent Directors attending the meeting*
1	19-07-2024				Yes	6	4	2
2		08-10-2024	80		Yes	6	6	3

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	19-07-2024				Yes	4	3	2	0
2	Audit Committee	08-10-2024	80			Yes	4	4	3	0
3	Risk Management Committee	08-10-2024				Yes	3	3	2	1
4	Stakeholders Relationship Committee	19-07-2024				Yes	3	3	2	0
5	Stakeholders Relationship Committee	08-10-2024	80			Yes	3	3	2	0

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	Nil

Annexure I			
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 II		
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)	Yes
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

Signatory Details	
Name of signatory	Rakesh Kiri
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	07-01-2025