

### General information about company

Scrip code	532513
NSE Symbol	TVSELECT
MSEI Symbol	NOTLISTED
ISIN	INE236G01019
Name of the entity	TVS ELECTRONICS LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
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

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

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	Gopal Srinivasan	AADPG9543P	00177699	Non-Executive - Non Independent Director	Chairperson related to Promoter		04-08-1958
2	Mrs	Srilalitha Gopal	ABMPG2234M	02329790	Executive Director	Not Applicable	MD	27-05-1967
3	Mr	Muthuswami Lakshminarayan	AAXPL6125G	00064750	Non-Executive - Independent Director	Not Applicable		07-09-1946
4	Mr	Mohammed Fayazuddin Farooqui	AAAPF2395P	01910054	Non-Executive - Independent Director	Not Applicable		28-06-1954
5	Mr	Rajagopalan Sundara Raghavan	AABPR5424L	00260912	Non-Executive - Non Independent Director	Not Applicable		08-07-1955
6	Mr	Kavikkal Balakrishnan	AAOPB3644H	00722447	Non-Executive - Independent Director	Not Applicable		12-04-1964
7	Mr	Venkataramani Sumantran	AAKPS5105J	02153989	Non-Executive - Independent Director	Not Applicable		27-09-1958
8	Mrs	Subhasri Sriram	ABGPS1708J	01998599	Non-Executive - Independent Director	Not Applicable		08-04-1969

**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
7	No				Active
8	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		18-07-2003	18-07-2003			1	0	0	0			
2	NA		10-11-2011	10-08-2024			1	0	1	0			
3	Yes	08-08-2020	06-05-2015	06-05-2020		112.26	4	4	4	1			
4	NA		06-05-2015	06-05-2020		112.26	2	2	3	0			
5	NA		04-05-2016	05-08-2023			1	0	1	0			
6	NA		09-08-2018	09-08-2023		73.23	1	1	2	1			
7	NA		09-08-2018	09-08-2023		73.23	3	3	3	1			
8	NA		07-02-2019	07-02-2024		67.22	3	2	3	2			

<b>Audit Committee Details</b>							
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	01998599	Subhasri Sriram	Non-Executive - Independent Director	Chairperson	11-05-2019		
2	00064750	Muthuswami Lakshminarayan	Non-Executive - Independent Director	Member	06-08-2015		
3	00260912	Rajagopalan Sundara Raghavan	Non-Executive - Non Independent Director	Member	08-08-2020		
4	01910054	Mohammed Fayazuddin Farooqui	Non-Executive - Independent Director	Member	06-08-2015		
5	00722447	Kavikkal Balakrishnan	Non-Executive - Independent Director	Member	07-02-2019		
6	02153989	Venkataramani Sumantran	Non-Executive - Independent Director	Member	07-02-2019		

**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	01910054	Mohammed Fayazuddin Farooqui	Non-Executive - Independent Director	Chairperson	06-08-2015		
2	00064750	Muthuswami Lakshminarayan	Non-Executive - Independent Director	Member	06-08-2015		
3	00722447	Kavikkal Balakrishnan	Non-Executive - Independent Director	Member	11-05-2019		
4	01998599	Subhasri Sriram	Non-Executive - Independent Director	Member	11-05-2019		

**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	00722447	Kavikkal Balakrishnan	Non-Executive - Independent Director	Chairperson	07-02-2019		
2	02329790	Srilalitha Gopal	Executive Director	Member	06-08-2015		
3	01910054	Mohammed Fayazuddin Farooqui	Non-Executive - Independent Director	Member	13-08-2022		

**Risk Management Committee**

Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

**Corporate Social Responsibility Committee**

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	00064750	Muthuswami Lakshminarayan	Non-Executive - Independent Director	Chairperson	12-05-2017		
2	00260912	Rajagopalan Sundara Raghavan	Non-Executive - Non Independent Director	Member	12-05-2017		
3	00722447	Kavikkal Balakrishnan	Non-Executive - Independent Director	Member	08-08-2020		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

## 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	06-05-2024				Yes	8	8	5
2	09-05-2024		2		Yes	8	6	4
3		10-08-2024	92		Yes	8	8	5
4		27-09-2024	47		Yes	8	8	5

## 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	06-05-2024				Yes	6	6	5	0
2	Audit Committee	09-05-2024	2			Yes	6	6	5	0
3	Audit Committee	09-08-2024	91			Yes	6	6	5	0
4	Nomination and remuneration committee	08-05-2024				Yes	4	4	4	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	K Santosh
2	Designation	Company Secretary and Compliance Officer

### Annexure III

#### III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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**Annexure III**

1	Name of signatory	K Santosh
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(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	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NIL	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0

KMPs or any other entity controlled by them	NIL	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
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	NIL	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0
KMPs or any other entity controlled by them	NIL	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
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	A Kulandai Vadivelu		
Designation	CFO		
Place	Chennai		
Date	18-10-2024		

### 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	K Santosh
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	18-10-2024

