

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

L74999DL2006PLC155233

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	TBO TEK LIMITED	TBO TEK LIMITED
Registered office address	E-78 SOUTH EXTENSION PART- I,NA,NEW DELHI,Delhi,India,110049	E-78 SOUTH EXTENSION PART- I,NA,NEW DELHI,Delhi,India,110049
Latitude details	28.56866	28.56866
Longitude details	77.22033	77.22033

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Reg office image.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****9K

(c) *e-mail ID of the company

*****.chandak@tbo.com

(d) *Telephone number with STD code

01*****99

(e) Website

www.tbo.com

iv *Date of Incorporation (DD/MM/YYYY)

06/11/2006

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

08/08/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Administrative and support service activities	79	Travel agency, tour operator and other reservation service activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

21

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		JLT2427	Tek Travels DMCC	Subsidiary	100
2	U63000DL2020PTC370711		TBO CARGO PRIVATE LIMITED	Subsidiary	100
3		23.306.928/0001	TBO Holidays Brasil Agencia De Viagens E Reservas LTDA Note: Reg No. 23.306.928/0001-02	Subsidiary	100
4		2550494	TBO Holidays Hongkong Limited	Subsidiary	100
5		820123729	TBO Holidays Europe B.V.	Subsidiary	100
6		201823924W	TBO Holidays Pte Ltd	Subsidiary	100

7		A201904091722418	Travel Boutique Online S.A. De C.V.Note: Reg No. A20190409172241 8429	Subsidiary	100
8		201901016034	TBO Holidays Malaysia Sdn. Bhd.Note: Reg No. 201901016034(13 25362-K)	Subsidiary	100
9		DMCC182996	TBO Technology Services DMCC.	Subsidiary	100
10		91310000MA1FYKH	TBO Technology Consulting Shanghai Co., Ltd.Note: Reg No. 91310000MA1FYK HW21	Subsidiary	100
11		1010682204	Tek Travels Arabia Company for Travel and Tourism	Subsidiary	100
12		5616494	TBO LLC	Subsidiary	100
13		CHE-268.565.836	BookaBed AG	Subsidiary	100
14		4030362079	United Experts for Information Systems Technology Co. LLC	Subsidiary	100
15		727595	TBO Tek Ireland Limited	Subsidiary	100
16		PM-98.353,	Jumbonline Accommodations & Services, S.L.U.Note: Reg No. Book 3.031, folio 70, page PM- 98.353, Record 1	Subsidiary	100
17		681397446	TBO Tek Australia Pty Ltd	Subsidiary	100
18		page TF-72934	TBO Jumbonline Canarias, S.L.U.Note: Reg No. Companies Registry of Tenerife, at electronic sheet, page TF-72934.	Subsidiary	100
19		4024112931108340	PT TBO Tek Indonesia	Subsidiary	100
20		180975001000	TBO Tek Greece Single Member Private Company	Subsidiary	100
21		517080743	TBO Tek Israel Ltd.	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	200000000.00	108587787.00	108587787.00	108587787.00
Total amount of equity shares (in rupees)	200000000.00	108587787.00	108587787.00	108587787.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	200000000	108587787	108587787	108587787
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	200000000.00	108587787.00	108587787	108587787

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
<div></div>				
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	104239961	104239961.00	104239961	104239961	
Increase during the year	1.00	4347826.00	4347827.00	4347827.00	4347827.00	3995652094.00
i Public Issues	0	4347826	4347826.00	4347826	4347826	3995652094
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify <div>Conversion from demat to physical</div>	1	0	1.00	1	1	
Decrease during the year	0.00	1.00	1.00	1.00	1.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>Conversion from demat to physical</div>	0	1	1.00	1	1	
At the end of the year	1.00	108587786.00	108587787.00	108587787.00	108587787.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>NA</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>NA</div>	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE673O01025

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

5759430000

ii * Net worth of the Company

7855610000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	24762276	22.80	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	23459160	21.60	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	48221436.00	44.4	0.00	0

Total number of shareholders (promoters)

6

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	3692716	3.40	0	0.00
	(ii) Non-resident Indian (NRI)	162124	0.15	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	1457787	1.34	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	9422658	8.68	0	0.00
7	Mutual funds	15871868	14.62	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	25385652	23.38	0	0.00
10	Others	4373546	4.03	0	0.00
	AIF/CM/ESO P Trust				
	Total	60366351.00	55.6	0.00	0

Total number of shareholders (other than promoters)

33825

Total number of shareholders (Promoters + Public/Other than promoters)

33831.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	7879
2	Individual - Male	25583
3	Individual - Transgender	0
4	Other than individuals	369
	Total	33831.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE OF HSBC INDIA INFRASTRUCTURE EQUITY MOTHER FUND	'2-11-3 HAMAMATSUCHO MINATO-KU TOKYO 105-8579	09/05/2000	Japan	1251283	1.15
INVESCO INDIA EQUITY FUND	'VERTIGO BUILDING POLARIS 2-4 RUE EUGENE RUPPERT	09/03/2019	Luxembourg	1240000	1.14
GOLDMAN SACHS FUNDS - GOLDMAN SACHS INDIA EQUITY PORTFOLIO	'49 AVENUE JF KENNEDY LUXEMBOURG	26/03/2008	Luxembourg	942935	0.87
ABU DHABI INVESTMENT AUTHORITY - MONSOON	'211 CORNICHE STREET PO BOX 3600 ABU DHABI	20/03/1976	United Arab Emirates	812141	0.75
GOLDMAN SACHS (SINGAPORE) PTE. - ODI	'1 RAFFLES LINKS 07 01	04/10/1986	Singapore	300000	0.28
ASHOKA WHITEOAK ICAV - ASHOKA WHITEOAK INDIA OPPORTUNITIES FUND	'2nd FLOOR BLOCK E IVEAGH COURT HARCOURT ROAD DUBLIN 2	06/11/2018	Ireland	294053	0.27
HSBC GLOBAL INVESTMENT FUNDS - INDIAN EQUITY	'16 BOULEVARD D'AVRANCHES L1160	03/10/1995	Luxembourg	252309	0.23
WILLIAM BLAIR EMERGING MARKETS EX CHINA GROWTH COLLECTIVE INVESTMENT FUND	'12 GILL STREET SUITE 2600 WOBURN MA	31/12/2016	United States	166121	0.15
ABU DHABI INVESTMENT AUTHORITY - WAY	'211 CORNICHE STREET PO BOX 3600 ABU DHABI	20/03/1976	United Arab Emirates	154848	0.14
HSBC GLOBAL INVESTMENT FUNDS - ASIA EX JAPAN EQUITY SMALLER COMPANIES	'16 BOULEVARD D'AVRANCHES L 1160	02/11/1999	Luxembourg	121063	0.11

EASTSPRING INVESTMENTS - ASIA OPPORTUNITIES EQUITY FUND	'STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	13/12/2021	India	117021	0.11
COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	'C/O CIM CORPORATE SERVICES LTD LES CASCADES BUILDING EDITH CAVELL STREET PORT LOUIS	03/01/1995	Mauritius	107478	0.1
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	'400 HOWARD STREET SAN FRANCISCO CA 94105	14/03/2010	United States	96330	0.09
HSHK ASIAN SMALL CAPS	'HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	01/05/2017	India	83188	0.08
OPTIMIX WHOLESALE GLOBAL EMERGING MARKETS SHARE TRUST	'LEVEL 23 242 PITT STREET SYDNEY NSW	17/07/2006	Australia	81951	0.08
MEDIOLANUM BEST BRANDS - MEDIOLANUM INDIA OPPORTUNITIES	'STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI	17/05/2023	India	66155	0.06
THRIFT SAVINGS PLAN	'JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	06/06/1986	India	65468	0.06
ASHOKA INDIA EQUITY INVESTMENT TRUST PLC	'1st Floor Senator House Queen Victoria Street London	11/05/2018	United Kingdom	62976	0.06
NEUBERGER BERMAN INVESTMENT FUNDS PLC/NEUBERGER BERMAN EMERGING MARKETS EQUITY FUND	'70 Sir John Rogersons Quay Dublin 2 Ireland	12/11/2000	Ireland	62298	0.06

STATE STREET GLOBAL SMALL CAP EQUITY EX- U.S. INDEX NON- LENDING SERIES FUND	'ONE LINCOLN STREET BOSTON MA	29/04/2013	United States	61584	0.06
ISHARES MSCI INDIA SMALL-CAP ETF	'400 HOWARD STREET SAN FRANCISCO CA 94105	08/02/2012	United States	60152	0.06
NEW YORK STATE TEACHERS RETIREMENT SYSTEM- MANAGED BY GOLDMAN SACHS ASSET MANAGEMENT L.P.	'DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	05/12/2012	India	52968	0.05
ISHARES CORE MSCI EM IMI UCITS ETF	'JP MORGAN HOUSE IFSC DUBLIN 1	30/05/2014	Ireland	52844	0.05
GHISALLO MASTER FUND LP	'c/o Walkers Corporate Limited 190 Elgin Avenue George Town Grand Cayman	20/04/2020	Cayman Islands	39326	0.04
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	'400 HOWARD STREET SAN FRANCISCO CA 94105	24/12/2013	United States	37878	0.03

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	38	33825
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-	Executive	Non-	Executive	Non-

		executive		executive		executive
A Promoter	2	0	2	0	17.93	0
B Non-Promoter	0	4	1	4	0.00	0.00
i Non-Independent	0	0	1	0	0	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	1	0	1	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	1	0	1	0	0
Total	2	5	3	5	17.93	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

10

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ANKUSH NIJHAWAN	01112570	Managing Director	651503	
GAURAV BHATNAGAR	00446482	Managing Director	18818014	
SHANTANU RASTOGI	06732021	Nominee Director	0	
VIKAS JAIN	ACOPJ9983F	CFO	21193	
NEERA CHANDAK	ACSPR8651E	Company Secretary	5114	
AKSHAT VERMA	10838493	Whole-time director	2389	
RAVINDRA DHARIWAL	00003922	Director	0	
BHASKAR PRAMANIK	00316650	Director	0	
RAHUL BHATNAGAR	07268064	Director	0	

ANURANJITA KUMAR	05283847	Director	0	
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B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
UDAI DHAWAN	03048040	Nominee Director	03/12/2024	Cessation
AKSHAT VERMA	10838493	Additional Director	16/11/2024	Appointment
AKSHAT VERMA	10838493	Whole-time director	16/11/2024	Change in designation
SHANTANU RASTOGI	06732021	Additional Director	12/11/2024	Appointment
SHANTANU RASTOGI	06732021	Nominee Director	17/01/2025	Change in designation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/08/2024	32449	76	60.81

B BOARD MEETINGS

*Number of meetings held

8

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2024	7	6	85.71

2	28/04/2024	7	7	100
3	10/05/2024	7	7	100
4	30/05/2024	7	7	100
5	13/08/2024	7	7	100
6	12/11/2024	8	7	87.5
7	12/02/2025	8	8	100
8	17/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

15

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	16/04/2024	6	5	83.33
2	Audit Committee	30/05/2024	6	6	100
3	Audit Committee	13/08/2024	6	6	100
4	Audit Committee	12/11/2024	6	6	100
5	Audit Committee	12/02/2025	6	6	100
6	Nomination and Remuneration Committee	30/05/2024	4	4	100
7	Nomination and Remuneration Committee	17/06/2024	4	4	100
8	Nomination and Remuneration Committee	11/11/2024	4	3	75
9	Nomination and Remuneration Committee	12/02/2025	3	3	100
10	Stakeholders' Relationship Committee	30/05/2024	3	3	100
11	Stakeholders' Relationship Committee	13/08/2024	3	3	100

12	Corporate Social Responsibility Committee	30/05/2024	5	5	100
13	Corporate Social Responsibility Committee	13/08/2024	5	5	100
14	Risk Management Committee	26/09/2024	7	7	100
15	Risk Management Committee	11/11/2024	7	7	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								08/08/2025 (Y/N/NA)
1	GAURAV BHATNAGAR	8	8	100	11	11	100	Yes
2	AKSHAT VERMA	2	2	100	0	0	0	Yes
3	SHANTANU RASTOGI	3	3	100	1	1	100	No
4	BHASKAR PRAMANIK	8	8	100	10	10	100	Yes
5	ANKUSH NIJHAWAN	8	8	100	11	11	100	Yes
6	RAHUL BHATNAGAR	8	8	100	12	12	100	Yes
7	ANURANJITA KUMAR	8	7	87	10	9	90	Yes
8	RAVINDRA DHARIWAL	8	8	100	13	13	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
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1	Mr. Ankush Nijhawan	Managing Director	50225496	0	0	23127112	73352608.00
2	Mr. Gaurav Bhatnagar	Managing Director	35735709	0	0	8875210	44610919.00
3	Mr.Akshat Verma	Whole-time director	5725770	0	0	1676712	7402482.00
	Total		91686975.00	0.00	0.00	33679034.00	125366009.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Vikas Jain	CFO	13530345	0	0	7292229	20822574.00
2	Neera Chandak	Company Secretary	6335700	0	0	2028779	8364479.00
	Total		19866045.00	0.00	0.00	9321008.00	29187053.00

C *Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Mr. Ravindra Dhariwal	Director	0	2375000	0	1625000	4000000.00
2	Mr. Rahul Bhatnagar	Director	0	1650000	0	1550000	3200000.00
3	Mr. Bhaskar Pramanik	Director	0	1800000	0	1400000	3200000.00
4	Ms. Anuranjita Kumar	Director	0	1825000	0	1375000	3200000.00
5	Mr. Udai Dhawan	Director	0	0	0	650000	650000.00
	Total		0.00	7650000.00	0.00	6600000.00	14250000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

33831

XIV Attachments

(a) List of share holders, debenture holders

TBOT_Details of
Shareholder_MGT7.xlsm

(b) Optional Attachment(s), if any

Clarification MGT-7_Signed1.pdf
MGT-8_Tbo tek_2025_Signed.pdf
FII Details_2024-
25_compressed.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of TBO TEK LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

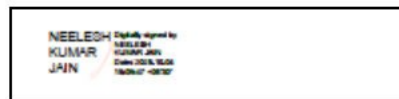
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by



Name

Neelesh Kumar Jain

Date (DD/MM/YYYY)

03/10/2025

Place

Delhi

Whether associate or fellow:

☐ Associate ☒ Fellow

Certificate of practice number

5*3*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

ACSPR8651E

*(b) Name of the Designated Person

NEERA CHANDAK

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 06 dated* (DD/MM/YYYY) 28/02/2022 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by



*Designation

(Director/Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

1*8*8*9*

***To be digitally signed by**

NEERA
CHANDAN
K

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*5*6

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB7059221

eForm filing date (DD/MM/YYYY)

04/10/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company