

General information about company		
Scrip code	544174	
NSE Symbol	TBOTEK	
MSEI Symbol	NOTLISTED	
ISIN	INE673O01025	
Name of the entity	TBO Tek Limited	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	The Company did not acquire any shares or voting rights in any unlisted Company during the quarter ended December 31, 2025.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	No fines or penalties were imposed on the Company during the quarter ended December 31, 2025.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	comt00574	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

**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						Textual Information(1)		
Whether the listed entity has a Regular Chairperson						Yes		
Whether Chairperson is related to MD or CEO						No		
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	Ravindra Dhariwal		00003922	Non-Executive - Independent Director	Chairperson		11-09-1952
2	Mr	Ankush Nijhawan		01112570	Executive Director	Not Applicable	MD	24-10-1977
3	Mr	Gaurav Bhatnagar		00446482	Executive Director	Not Applicable	MD	12-08-1979
4	Mr	Akshat Verma		10838493	Executive Director	Not Applicable		01-01-1979
5	Mr	Shantanu Rastogi		06732021	Non-Executive - Nominee Director	Not Applicable		26-03-1979
6	Ms	Anuranjita Kumar		05283847	Non-Executive - Independent Director	Not Applicable		02-11-1971
7	Mr	Bhaskar Pramanik		00316650	Non-Executive - Independent Director	Not Applicable		20-03-1951
8	Mr	Rahul Bhatnagar		07268064	Non-Executive - Independent Director	Not Applicable		29-03-1958

<b>I. Composition of Board of Directors</b>					
<b>Disqualification of Directors under section 164 of the Companies Act, 2013</b>					
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) & reg. 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		24-11-2021	24-11-2021		49	3	2	5	2			
2	NA		12-03-2007				1	0	2	0			
3	NA		06-11-2006				1	0	1	0			
4	NA		16-11-2024				1	0	1	0			
5	NA		12-11-2024				3	0	2	0			
6	NA		24-11-2021	24-11-2021		49	5	5	5	2			
7	NA		24-11-2021	24-11-2021		49	1	1	2	0			
8	NA		24-11-2021	24-11-2021		49	5	5	6	5			

<b>Text Block</b>	
Textual Information(1)	To keep the consistent disclosure approach for both the stock exchanges in alignment with the FAQs released by NSE and its format of CG report the number of chairmanship held in Audit and Stakeholders relationship committee includes all public companies whether listed or not.

<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	07268064	Rahul Bhatnagar	Non-Executive - Independent Director	Chairperson	24-11-2021		
2	05283847	Anuranjita Kumar	Non-Executive - Independent Director	Member	24-11-2021		
3	00316650	Bhaskar Pramanik	Non-Executive - Independent Director	Member	24-11-2021		
4	00003922	Ravindra Dhariwal	Non-Executive - Independent Director	Member	24-11-2021		
5	01112570	Ankush Nijhawan	Executive Director	Member	24-11-2021		
6	00446482	Gaurav Bhatnagar	Executive Director	Member	24-11-2021		

<b>Nomination and remuneration committee</b>							
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	00316650	Bhaskar Pramanik	Non-Executive - Independent Director	Chairperson	12-11-2024		
2	00003922	Ravindra Dhariwal	Non-Executive - Independent Director	Member	24-11-2021		
3	06732021	Shantanu Rastogi	Non-Executive - Nominee Director	Member	12-11-2024		

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	05283847	Anuranjita Kumar	Non-Executive - Independent Director	Chairperson	16-11-2024		
2	01112570	Ankush Nijhawan	Executive Director	Member	12-02-2025		
3	10838493	Akshat Verma	Executive Director	Member	16-11-2024		

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	00446482	Gaurav Bhatnagar	Executive Director	Chairperson	26-11-2021		
2	01112570	Ankush Nijhawan	Executive Director	Member	26-11-2021		
3	10838493	Akshat Verma	Executive Director	Member	16-11-2024		
4	07268064	Rahul Bhatnagar	Non-Executive - Independent Director	Member	26-11-2021		
5	00000000	Vikas Jain	Chief Financial Officer	Member	26-11-2021		Textual Information(1)
6	00000000	Neera Chandak	Company Secretary and Compliance Officer	Member	26-11-2021		Textual Information(2)

<b>Sr Text Block</b>	
Textual Information(1)	As the member is not a Director on the Board of the Company therefore a dummy DIN has been mentioned
Textual Information(2)	As the member is not a Director on the Board of the Company therefore a dummy DIN has been mentioned

<b>Corporate Social Responsibility Committee</b>							
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	01112570	Ankush Nijhawan	Executive Director	Chairperson	12-10-2015		
2	07268064	Rahul Bhatnagar	Non-Executive - Independent Director	Member	24-11-2021		
3	00446482	Gaurav Bhatnagar	Executive Director	Member	12-10-2015		

<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			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*
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter						
1	04-08-2025				Yes	8	8	4
2	02-09-2025		28		Yes	8	8	4
3		03-11-2025	61		Yes	8	8	4

**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	04-08-2025				Yes	6	6	4	0
2	Audit Committee	02-09-2025	28			Yes	6	6	4	0
3	Audit Committee	03-11-2025	61			Yes	6	6	4	0
4	Nomination and remuneration committee	03-11-2025				Yes	3	2	2	0
5	Stakeholders Relationship Committee	04-08-2025				Yes	3	3	1	0
6	Stakeholders Relationship Committee	03-11-2025	90			Yes	3	3	1	0

**Annexure 1**

**IV. Meeting of Committees**

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)
7	Risk Management Committee	15-12-2025	41			Yes	4	4	1	2

**Annexure 1**

**V. 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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Neera Chandak
2	Designation	Company Secretary and Compliance Officer

<b>Details of Cyber security incidence</b>		
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

<b>Signatory Details</b>	
Name of signatory	Neera Chandak
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	23-01-2026

<b>Investor Grievance Details</b>	
No. of investor complaints pending at the beginning of Quarter	1
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	2
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:**

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Commissioner of Goods and Service Tax, Central tax Commissionerate, Gurgaon	31-12-2018	The issue is wrt applicability of service tax on credit card cash back income for the period FY 2013-14, 2014-15 and from April 2015 to June 2017. The department has filed an appeal before Customs, Excise and Service Tax Appellate Tribunal, Chandigarh against the favourable order received from Commissioner Central Tax GST, Gurugram. The Company awaits hearing from the CESTAT, Chandigarh on this matter.	Status remains the same as per last disclosure. There is no further development in the matter during the period October-December 2025.
2	Principal Commissioner, Central Goods and Service tax, Gurugram	11-06-2021	The issue is wrt applicability of service tax on the following for the period FY 2015-16, 2016-17 and upto June 2017: a) Commission/ Incentive (GDS/CRS) income - INR 58.03 Mn b) Income in lieu of no show of passengers in case of air travel - INR 20.02 Mn c) Income in the form of liabilities written back - INR 12.28 Mn. In relation to first two matters, the department has filed an appeal before CESTAT Chandigarh against the favourable order received from Principal Commissioner of GST. In relation to the third matter, the Company has filed an appeal before CESTAT Chandigarh against the order of Principal Commissioner of GST. The Company awaits hearing from the CESTAT, Chandigarh on this matter.	Status remains the same as per last disclosure. There is no further development in the matter during the period October-December 2025.

