

| 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 | Half Yearly | |
| Date of Quarter Ending | 30-09-2025 | |
| 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 relevant disclosures have already been filed with the stock exchanges during the quarter ended September 30, 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? | Yes | |
| 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 | |
| Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity? | No | The Company has not granted any Loans or provided any guarantee/ comfort letter/ security to the promoters/ promoter group/ Directors/ KMPs or any entity controlled by any of them. |
| 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 |

| 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) & 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 | | 46 | 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 | | | | 2 | 0 | 2 | 0 | | | |
| 6 | NA | | 24-11-2021 | 24-11-2021 | | 46 | 5 | 5 | 5 | 2 | | | |
| 7 | NA | | 24-11-2021 | 24-11-2021 | | 46 | 1 | 1 | 2 | 0 | | | |
| 8 | NA | | 24-11-2021 | 24-11-2021 | | 46 | 5 | 5 | 6 | 5 | | | |

| Text Block | |
|------------------------|--|
| 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. |

| 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 | 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 | | |

| 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 | 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 | Anil Berera | President Strategy | Member | 16-11-2024 | 30-09-2025 | Textual Information(2) |
| 7 | 00000000 | Neera Chandak | Company Secretary and Compliance Officer | Member | 26-11-2021 | | Textual Information(3) |

| Sr Text Block | |
|------------------------|---|
| 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. |
| Textual Information(3) | As the member is not a Director on the Board of the Company therefore a dummy DIN has been mentioned. |

| 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 | 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 | | |

| Other Committee | | | | | | |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| 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. No. | 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 | 21-05-2025 | | | | Yes | 8 | 8 | 4 |
| 2 | 22-05-2025 | | 0 | | Yes | 8 | 8 | 4 |
| 3 | | 04-08-2025 | 73 | | Yes | 8 | 8 | 4 |
| 4 | | 02-09-2025 | 28 | | 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 | 22-05-2025 | | | | Yes | 6 | 6 | 4 | 0 |
| 2 | Audit Committee | 04-08-2025 | 73 | | | Yes | 6 | 6 | 4 | 0 |
| 3 | Audit Committee | 02-09-2025 | 28 | | | Yes | 6 | 6 | 4 | 0 |
| 4 | Nomination and remuneration committee | 21-05-2025 | | | | Yes | 3 | 3 | 2 | 0 |
| 5 | Stakeholders Relationship Committee | 22-05-2025 | 0 | | | Yes | 3 | 3 | 1 | 0 |
| 6 | Stakeholders Relationship Committee | 04-08-2025 | 73 | | | 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 | 21-05-2025 | | | | Yes | 4 | 4 | 1 | 3 |
| 8 | Corporate Social Responsibility Committee | 21-05-2025 | | | | Yes | 3 | 3 | 1 | 0 |

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 |

| Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter) | | | | |
|---|--|--------------------------------------|-------------------------------|--|
| I. 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, BRSR & BRSR core, if applicable, 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 | Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report | 24A(1A), 24A(1B), 24A(1C) | Yes | |
| 7 | Submission of Annual Secretarial Compliance Report | 24A(2) | Yes | |
| 8 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

| Annexure III | | |
|---------------------|-------------------|--|
| 1 | Name of signatory | Neera Chandak |
| 2 | Designation | Company Secretary and Compliance Officer |

| 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 | Neera Chandak |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Gurugram |
| Date | 16-10-2025 |

| Investor Grievance Details | |
|---|---|
| No. of investor complaints pending at the beginning of Quarter | 3 |
| No. of investor complaints received during the Quarter | 2 |
| No. of investor complaints disposed off during the Quarter | 4 |
| No. of investor complaints those remaining unresolved at the end of the Quarter | 1 |

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

| Any Other Information for Disclosure of Imposition of Fine or Penalty | | | | | |
|---|--|---|--|--|--|
| Sr. No. | Name of the authority | Nature and details of the action(s) taken or order(s) passed | Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority | Details of the violation(s)/ contravention(s) committed or alleged to be committed | Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible |
| 1 | Government of Haryana (Department of Labour Welfare Funds) | An order was issued for the payment of interest aggregating to INR 185000 under the Punjab Labour Welfare Fund Act, 1965. | 23-08-2024 | Shortfall in the Labour Welfare Fund contributions for the period 2017–2022. | Not Applicable |

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, Gururgram. 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 July-September 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 July-September 2025. |

