

**General information about company**

|  |                        |
|--|------------------------|
| Scrip code   | 538597                 |
| NSE Symbol   | NOTLISTED              |
| MSEI Symbol  | NOTLISTED              |
| ISIN   | INE404F01031           |
| Name of the entity   | TTI ENTERPRISE LIMITED |
| Date of start of financial year                                | 01-04-2023             |
| Date of end of financial year                                  | 31-03-2024             |
| Reporting Quarter  | Half Yearly            |
| Date of Report   | 30-09-2023             |
| Risk management committee                                      | Not Applicable         |
| Market Capitalisation as per immediate previous Financial Year | Any other              |

**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              | SABU THOMAS          | AEYPT7540N | 08224794 | Executive Director                   | Not Applicable          | MD                      | 30-03-1975    |
| 2  | Mr              | RANGANATHAN V S      | AJCPR5932P | 02786224 | Executive Director                   | Not Applicable          |                         | 01-10-1961    |
| 3  | Mr              | ASIR RAJA SELVAN     | AEWPA8207R | 07586210 | Non-Executive - Independent Director | Chairperson             |                         | 27-05-1990    |
| 4  | Mrs             | PAYAL BAFNA          | AOMP8969B  | 09075302 | Non-Executive - Independent Director | Not Applicable          |                         | 28-10-1989    |
| 5  | Mrs             | SONAL ATAL           | BBDPA4290F | 09308801 | Non-Executive - Independent Director | Not Applicable          |                         | 17-08-1992    |

**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         |

**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) | Notes for not providing PAN | Notes for not providing DIN |
|----|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|--|---|--|-----------------------------|-----------------------------|
| 1  | NA  |                                    | 28-08-2023                  | 29-09-2023             |                   |                                | 1  | 0  | 1   | 0  |                             |                             |
| 2  | NA  |                                    | 23-05-2022                  | 19-08-2022             |                   |                                | 1  | 0  | 1   | 0  |                             |                             |
| 3  | NA  |                                    | 11-08-2022                  | 11-08-2022             |                   | 13.21                          | 1  | 1  | 2   | 1  |                             |                             |
| 4  | NA  |                                    | 23-05-2022                  | 23-05-2022             |                   | 16.09                          | 2  | 2  | 6   | 1  |                             |                             |
| 5  | NA  |                                    | 23-05-2022                  | 23-05-2022             |                   | 16.09                          | 2  | 2  | 4   | 4  |                             |                             |

| <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   | 09075302   | PAYAL BAFNA               | Non-Executive - Independent Director | Chairperson             | 23-05-2022          |                   |         |
| 2   | 09308801   | SONAL ATAL                | Non-Executive - Independent Director | Member                  | 23-05-2022          |                   |         |
| 3   | 02786224   | RANGANATHAN V S           | Executive Director                   | Member                  | 23-05-2022          |                   |         |
| 4   | 07586210   | ASIR RAJA SELVAN          | Non-Executive - Independent Director | Member                  | 11-08-2022          |                   |         |

| <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   | 09308801   | SONAL ATAL                | Non-Executive - Independent Director | Chairperson             | 23-05-2022          |                   |         |
| 2   | 09075302   | PAYAL BAFNA               | Non-Executive - Independent Director | Member                  | 23-05-2022          |                   |         |
| 3   | 07586210   | ASIR RAJA SELVAN          | Non-Executive - Independent Director | Member                  | 11-08-2022          |                   |         |

| <b>Stakeholders Relationship Committee</b>                                |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| 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   | 07586210   | ASIR RAJA SELVAN          | Non-Executive - Independent Director | Chairperson             | 11-08-2022          |                   |         |
| 2   | 09075302   | PAYAL BAFNA               | Non-Executive - Independent Director | Member                  | 23-05-2022          |                   |         |
| 3   | 09308801   | SONAL ATAL                | Non-Executive - Independent Director | Member                  | 23-05-2022          |                   |         |
| 4   | 08224794   | SABU THOMAS               | Executive Director                   | Member                  | 28-08-2023          |                   |         |

| <b>Risk Management Committee</b>                                |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| 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 |



| <b>Corporate Social Responsibility Committee</b>                                |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility 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 |

| <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  | 27-05-2023  |  |   |                              | Yes  | 5   | 5   | 3   |
| 2  |   | 14-08-2023   | 78  |                              | Yes  | 5   | 5   | 3   |
| 3  |   | 28-08-2023   | 13  |                              | Yes  | 5   | 5   | 3   |

**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 member attending the meeting (other than Board of Director) |
|----|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| 1  | Audit Committee                       | 27-05-2023  |   |                         |                               | Yes  | 4  | 3  | 2   | 0  |
| 2  | Audit Committee                       | 14-08-2023  | 78  |                         |                               | Yes  | 4  | 3  | 2   | 0  |
| 3  | Nomination and remuneration committee | 28-08-2023  | 13  |                         |                               | Yes  | 3  | 3  | 2   | 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   | NA                            |  |
| 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 | NA                            |  |

**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 | JAGRUTI SUHALKA                          |
| 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                           |  |
| 6  |  |                                      |                               |  |



**Annexure III**

|   |                   |  |
|---|-------------------|--|
| 1 | Name of signatory | JAGRUTI SUHALKA                          |
| 2 | Designation       | Company Secretary and Compliance Officer |

**Additional Half yearly Disclosure**

|                              |                        |
|------------------------------|------------------------|
| Applicability of disclosure  | Not Applicable         |
| Reason for Non Applicability | Textual Information(1) |

**Text Block**

Textual Information(1)

NOT APPLICABLE

**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

### Signatory Details

|                       |  |
|-----------------------|--|
| Name of signatory     | JAGRUTI SUHALKA                          |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | KOLKATTA                                 |
| Date                  | 19-10-2023                               |

