

General information about company

Scrip code	000000
NSE Symbol	THEJO
MSEI Symbol	
ISIN	INE121N01019
Name of the entity	THEJO ENGINEERING 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	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 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							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	VADAKKAKARA ANTONY GEORGE		01493737	Exccutivc Director	Chairperson		15-09-1949
2	Mr	THOMAS JOHN		00435035	Non-Executive - Non Independent Director	Not Applicable		23-09-1944
3	Mr	MANOJ JOSEPH		00434579	Executive Director	Not Applicable	MD	21-03-1970
4	Mr	RAJESH JOHN		05161087	Executive Director	Not Applicable		01-11-1975
5	Mr	MANESH JOSEPH		07599476	Non-Executive - Non Independent Director	Not Applicable		19-07-1974
6	Mrs	SUJATHAJAYARAJAN		00633989	Non-Executive - Independent Director	Not Applicable		12-02-1955
7	Mr	SRIDHAR GANESH		01681018	Non-Executive - Independent Director	Not Applicable		31-12-1950
8	Mr	NILESH SHIVJI VIKAMSEY		00031213	Non-Executive - Independent Director	Not Applicable		16-08-1964
9	Mr	SRINIVASACHARYA		00017412	Non-Executive - Independent Director	Not Applicable		08-02-1954
10	Mr	NARAYANAIYER VENKITESWARAN		00056000	Non-Executive - Independent Director	Not Applicable		23-04-1950
11	Mr	KALAIKURUCHI JAIRAJ		01875126	Non-Executive - Independent Director	Not Applicable		25-05-1952

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
9	No				Active
10	No				Active
11	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		15-07-2013				2	1	2	0			
2	Yes	01-07-2023	26-03-1986				1	0	1	0			
3	NA		04-10-2001				1	0	0	0			
4	NA		16-01-2012				1	0	0	0			
5	NA		23-06-2021				1	0	0	0			
6	NA		26-08-2015	01-04-2020		109.06	2	2	3	0			
7	NA		15-11-2021	15-11-2021		34.16	1	1	0	0			
8	NA		08-03-2023	08-03-2023		18.24	5	5	8	4			
9	NA		08-03-2023	08-03-2023		18.24	3	3	4	2			
10	Yes	23-03-2024	31-03-2024	31-03-2024		6.01	1	1	2	1			
11	Yes	23-03-2024	31-03-2024	31-03-2024		6.01	4	4	10	4			

Text Block

Textual Information(1)

1) If a Director is a Chairperson in a specified committee, it is counted under both Membership and Chairpersonship.

2) Membership/Chairpersonship in specified committees of private limited companies which are subsidiaries of public limited company are also taken into account.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

- 1) Mr. M D Ravikanth, CFO & Secretary and Mr. Thomas K Abraham, Sr VP HR and Admin are non-Director Members in Risk Management Committee.
- 2) Non-mandatory Committees like Allotment Committee, Strategy Committee, etc have been excluded.

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	00056000	NARAYANAIYER VENKITESWARAN	Non-Executive - Independent Director	Chairperson	31-03-2024		Textual Information(1)
2	00633989	SUJATHA JAYARAJAN	Non-Executive - Independent Director	Member	07-03-2017		
3	00031213	NILESH SHIVJI VIKAMSEY	Non-Executive - Independent Director	Member	08-03-2023		
4	01875126	KALAIKURUCHI JAIRAJ	Non-Executive - Independent Director	Member	31-03-2024		

Sr Text Block

Textual Information(1)

Prof. Narayanaier Venkiteswaran was elected as Chairman of the Audit Committee w.e.f. 27th May, 2024.

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	00633989	SUJATHA JAYARAJAN	Non-Executive - Independent Director	Chairperson	07-03-2017		Textual Information(1)
2	01681018	SRIDHAR GANESH	Non-Executive - Independent Director	Member	15-11-2021		
3	00031213	NILESH SHIVJI VIKAMSEY	Non-Executive - Independent Director	Member	08-03-2023		
4	01875126	KALAIKURUCHI JAIRAJ	Non-Executive - Independent Director	Member	31-03-2024		

Sr Text Block

Textual Information(1)

Mrs. Sujatha Jayarajan was elected as the Chairperson of the Compensation/ Nomination and Remuneration Committee w.e.f 10th November 2021.

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	00017412	SRINIVAS ACHARYA	Non-Executive - Independent Director	Chairperson	08-03-2023		Textual Information(1)
2	00435035	THOMAS JOHN	Non-Executive - Non Independent Director	Member	16-01-2012		
3	00633989	SUJATHA JAYARAJAN	Non-Executive - Independent Director	Member	31-08-2021		
4	00056000	NARAYANAIYER VENKITESWARAN	Non-Executive - Independent Director	Member	31-03-2024		

Sr Text Block

Textual Information(1)

Mr. Srinivas Acharya was elected as the Chairperson of the Stakeholders' Relationship Committee w.e.f 25th May 2023.

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	00017412	SRINIVAS ACHARYA	Non-Executive - Independent Director	Chairperson	25-05-2023		
2	00434579	MANOJ JOSEPH	Executive Director	Member	25-05-2023		
3	05161087	RAJESH JOHN	Executive Director	Member	25-05-2023		

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	01681018	SRIDHAR GANESH	Non-Executive - Independent Director	Chairperson	08-03-2023		Textual Information(1)
2	00435035	THOMAS JOHN	Non-Executive - Non Independent Director	Member	20-05-2014		
3	01493737	VADAKKAKARA ANTONY GEORGE	Executive Director	Member	20-05-2014		
4	00017412	SRINIVAS ACHARYA	Non-Executive - Independent Director	Member	08-03-2023		

Sr Text Block

Textual Information(1)

Mr. Sridhar Ganesh was elected as Chairman of the Corporate Social Responsibility Committee w.e.f. 27th May, 2024.

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	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	28-05-2024				Yes	11	11	6
2		09-08-2024	72		Yes	11	11	6
3		28-08-2024	18		Yes	11	11	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
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	27-05-2024				Yes	4	4	4	0
2	Audit Committee	20-06-2024	23			Yes	4	4	4	0
3	Audit Committee	09-08-2024	49			Yes	4	4	4	0
4	Nomination and remuneration committee	22-04-2024				Yes	4	4	4	0
5	Nomination and remuneration committee	27-05-2024	34			Yes	4	4	4	0
6	Stakeholders Relationship Committee	27-05-2024				Yes	4	4	3	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	Stakeholders Relationship Committee	09-08-2024	73			Yes	4	4	3	0
8	Risk Management Committee	20-03-2024			The system auto calculates the number of days under the column the maximum gap between any two consecutive (in number of days) based on the date given in the previous row, if the date in the current row is greater than the date in the previous row. Hence, the details of Risk Management Committee Meeting last held has been given to avoid such auto calculation. No Risk Management Committee Meeting was held during the previous quarter.	Yes	3	3	1	2
9	Risk Management Committee	02-09-2024	165			Yes	3	3	1	1
10	Corporate Social Responsibility Committee	27-05-2024				Yes	4	4	2	0

Text Block

Textual Information(1)

- 1) Invitees to the Meeting like auditors for the Audit Committee Meeting, etc are not included for the purpose of Number of Members attending the Meeting (Other than Board of Directors).
- 2) Mr. M D Ravikanth, CFO & Secretary and Mr. Thomas K Abraham, Sr VP HR and Admin are non-Director Members in Risk Management Committee.
- 3) Non-mandatory Committees like Allotment Committee, Strategy Committee, etc have been excluded.

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	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block

Textual Information(1)

The Company has taken omnibus approval for Related Party Transactions (RPT) for the FY 2024-25 at the meeting of the Audit Committee held on 13th February 2024. The details of RPT entered in line with the same will be reviewed in the subsequent meetings. Accordingly, answer is selected as Yes for Question 1 and 3.

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)	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	M.D. RAVIKANTH
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	M.D. RAVIKANTH
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)

Since the Company has not given any loan/guarantees/comfort letters/securities etc to any of the entities specified in the given table, the option "Not Applicable" has been selected.

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	M.D. RAVIKANTH
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	16-10-2024

