Corporate Governance

General information about company	
Scrip Code	517059
NSE Symbol	SALZERELEC
MSEI Symbol	NOTLISTED
ISIN	INE457F01013
Name of the entity	Salzer Electronics Limited
Date of start of financial year	01-APR-2024
Date of end of financial year	31-MAR-2025
Reporting Quarter	Quarterly
Date of Report	30-Jun-2024
Risk management committee	Applicable

Annexure I to be submitted by listed entity on quarterly basis

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							No		Disqualification of Directors under section 164 of the Compani			
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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualific
1	Mr.	N.RANGACHARY	AAAPN0001C	00054437	Non-Executive - Independent Director	Chairperson		10-Jun-1938	No			
2	Mr.	R.DORAISWAMY	AAZPD0906D	00003131	Executive Director	Not Applicable	MD	17-Mar-1943	No			
3	Mr.	D.RAJESHKUMAR	ADSPR6198K	00003126	Executive Director	Not Applicable	CEO	25-Sep-1971	No			
4	Mrs.	Dr.RAJESHKUMAR THILAGAM	ABTPT7890D	00006783	Non-Executive - Non Independent Director	Not Applicable		03-Dec-1972	No			
5	Mr.	N JAYABAL	AALPJ3755G	00003111	Non-Executive - Independent Director	Not Applicable		05-Mar-1944	No			

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	00003141	V.SANKARAN	Non-Executive - Independent Director	Chairperson	11-Aug-2018		
2	00054437	N.RANGACHARY	Non-Executive - Independent Director	Member	10-May-2014		
3	00003111	N JAYABAL	Non-Executive - Independent Director	Member	28-Sep-2002		
4	00003134	NIRMAL KUMAR M CHANDRIA	Non-Executive - Independent Director	Member	12-Aug-2020		
5	00195848	PRIYA BHANSALI	Non-Executive - Independent Director	Member	07-Aug-2023		

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	00003141	V.SANKARAN	Non-Executive - Independent Director	Chairperson	29-Sep-2006		
2	00003106	P K SHAH	Non-Executive - Independent Director	Member	07-Feb-2014		
3	00003111	N JAYABAL	Non-Executive - Independent Director	Member	12-Aug-2020		

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	00003111	N JAYABAL	Non-Executive - Independent Director	Chairperson	28-Sep-2002		
2	00003126	D.RAJESHKUMAR	Executive Director	Member	28-Sep-2002		
3	00003134	NIRMAL KUMAR M CHANDRIA	Non-Executive - Independent Director	Member	12-Aug-2020		

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	00003126	D.RAJESHKUMAR	Executive Director	Chairperson	11-Nov-2014		
2	00003131	R.DORAISWAMY	Executive Director	Member	25-May-2017		
3	00955580	P RAMACHANDRAN	Executive Director	Member	25-May-2017		
4	00003111	N JAYABAL	Non-Executive - Independent Director	Member	25-May-2017		
5	00003141	V.SANKARAN	Non-Executive - Independent Director	Member	11-Nov-2014		
6	00008146	SHARAT CHANDRA BHARGAVA	Non-Executive - Independent Director	Member	07-Aug-2023		
7	99999999	R.MENAKA	GENERAL MANAGER (ACCOUNTS)	Member	11-Nov-2014		
8	99999999	P.SIVAKUMAR	ASST. VICE PRESIDENT (MARKETING)	Member	11-Nov-2014		
9	99999999	B.MAHENDRAN	GENERAL MANAGER (OPERATIONS)	Member	11-Nov-2014		

10	99999999	M.LAKSHMINARAYANA	VICE PRESIDENT (OPERATIONS)	Member	11-Nov-2014		

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 (Enter dates of Previous quarter and Current quarter in chronological order)	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	08-Feb-2024			true	12	11	7
2	28-May-2024	109		true	13	13	8

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	Reson 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	08-Feb-2024				true	5	5	5	0
2	Audit Committee	28-May-2024	109			true	5	5	5	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	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			
Disclosure of notes of material transaction with related party			

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
Other details of cyber security incidence or breaches or loss of data event		
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

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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	K M MURUGESAN
2	Designation	Company Secretary and Compliance Officer