

Integrated Governance

TVS ELECTRONICS LIMITED

General information about company

Scrip code	532513	
NSE Symbol	TVSELECT	
MSEI Symbol	NOTLISTED	
ISIN	INE236G01019	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2025	
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?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
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?	false	During the Quarter ended 31st March, 2025, no Shares or Voting Rights were acquired by the company in any Unlisted Companies.
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?	true	
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?	true	
Risk management committee	false	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	t00198	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (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																
Whether the listed entity has a Regular Chairperson							true									
Whether Chairperson is related to MD or CEO							true	Disqualification of Directors under section 164 of the Co								
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 in months
1	Mr	Gopal Srinivasan	Non-Executive - Non Independent Director	Chairperson related to Promoter		false				Active	NA		18-07-2003	10-08-2024		
2	Mrs	Srilalitha Gopal	Executive Director	Not Applicable	MD	false				Active	NA		10-11-2011	10-08-2024		
3	Mr	Muthuswami Lakshminarayan	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	08-08-2020	06-05-2015	06-05-2020		118.
4	Mr	Mohammed Fayazuddin Farooqui	Non-Executive - Independent Director	Not Applicable		false				Active	NA		06-05-2015	06-05-2020		118.
5	Mr	Rajagopalan Sundara Raghavan	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		04-05-2016	05-08-2023		
6	Mr	Kavikkal Balakrishnan	Non-Executive - Independent Director	Not Applicable		false				Active	NA		09-08-2018	09-08-2023		79.2
7	Mr	Venkataramani Sumantran	Non-Executive - Independent Director	Not Applicable		false				Active	NA		09-08-2018	09-08-2023		79.2
8	Mrs	Subhasri Sriram	Non-Executive - Independent Director	Not Applicable		false				Active	NA		07-02-2019	07-02-2024		73.2

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Subhasri Sriram	Non-Executive - Independent Director	Chairperson	11-05-2019		
2	Muthuswami Lakshminarayan	Non-Executive - Independent Director	Member	06-08-2015		
3	Rajagopalan Sundara Raghavan	Non-Executive - Non Independent Director	Member	08-08-2020		
4	Mohammed Fayazuddin Farooqui	Non-Executive - Independent Director	Member	06-08-2015		
5	Kavikkal Balakrishnan	Non-Executive - Independent Director	Member	07-02-2019		
6	Venkataramani Sumantran	Non-Executive - Independent Director	Member	07-02-2019		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Mohammed Fayazuddin Farooqui	Non-Executive - Independent Director	Chairperson	06-08-2015		
2	Muthuswami Lakshminarayan	Non-Executive - Independent Director	Member	06-08-2015		
3	Kavikkal Balakrishnan	Non-Executive - Independent Director	Member	11-05-2019		
4	Subhasri Sriram	Non-Executive - Independent Director	Member	11-05-2019		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Kavikkal Balakrishnan	Non-Executive - Independent Director	Chairperson	07-02-2019		
2	Srilalitha Gopal	Executive Director	Member	06-08-2015		
3	Mohammed Fayazuddin Farooqui	Non-Executive - Independent Director	Member	13-08-2022		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Muthuswami Lakshminarayan	Non-Executive - Independent Director	Chairperson	12-05-2017		
2	Rajagopalan Sundara Raghavan	Non-Executive - Non Independent Director	Member	12-05-2017		
3	Kavikkal Balakrishnan	Non-Executive - Independent Director	Member	08-08-2020		

Annexure I

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	09-11-2024			true	8	6	3
2	13-02-2025	95		true	8	7	5

Annexure I

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	09-11-2024				true	6	4	3	0
2	Audit Committee	13-02-2025	95			true	6	6	5	0
3	Stakeholders Relationship Committee	09-11-2024				true	3	3	2	0
4	Corporate Social Responsibility Committee	09-11-2024				true	3	2	1	0

Annexure I

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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	K Santosh
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	false
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	

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.tvse.in/
2	Terms and conditions of appointment of independent directors	Yes		https://www.tvse.in/wp-content/finreports/Terms%20of%20appointment%20of%20Independent%20Directors.pdf
3	Composition of various committees of board of directors	Yes		https://www.tvse.in/committee-details
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.tvse.in/wp-content/finreports/policy/Code%20of%20Conduct.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.tvse.in/wp-content/finreports/policy/TVSE_Vigil_Blower_Mechanism.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.tvse.in/wp-content/finreports/policy/TVSE_NRC-Policy_2022_22.pdf
7	Policy on dealing with related party transactions	Yes		https://www.tvse.in/wp-content/finreports/policy/TVSE_RPT-Policy_2022-Jan2022_22.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.tvse.in/wp-content/finreports/policy/TVSE_MaterialSubsidiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.tvse.in/familiarisation-program
10	Email address for grievance redressal and other relevant details	Yes		https://www.tvse.in/investor-query
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.tvse.in/investor-query
12	Financial results	Yes		https://www.tvse.in/financial-results
13	Shareholding pattern	Yes		https://www.tvse.in/shareholding-pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.tvse.in/investor-meet-and-presentation
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.tvse.in/newspaper-publication
18	Credit rating or revision in credit rating obtained	Yes		https://www.tvse.in/details-of-credit-rating
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://www.tvse.in/secretarial-compliance-report
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.tvse.in/wp-content/finreports/policy/TVSE_MSP-Policy_2022_22.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.tvse.in/key-managerial-person
23	Disclosures under regulation 30(8)	Yes		https://www.tvse.in/communication-to-stock-exchanges
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.tvse.in/annual-reports
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.tvse.in/disclosures-under-regulation-46-of-sebi-lodr-regulations
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.tvse.in/disclosures-under-regulation-46-of-sebi-lodr-regulations
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)		
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
Any other information to be provided				

Annexure II

1	Name of signatory	K Santosh
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		

Annexure II

1	Name of signatory	K Santosh
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	K Santosh
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	29-04-2025

Additional Half yearly Disclosure

Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.			
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NIL	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0
KMPs or any other entity controlled by them	NIL	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	0	0
Promoter Group or any other entity controlled by them	NIL	0	0
Directors (including relatives) or any other entity controlled by them	NIL	0	0
KMPs or any other entity controlled by them	NIL	0	0
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	true		
Name		A Kulandai Vadivelu	
Designation		CFO	
Place		Chennai	
Date		29-04-2025	

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

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	Deputy Commissioner of State Tax, Navi Mumbai	Penalty amounting to Rs.20,000/- has been imposed on the Company.	28-02-2025	The order has been passed pursuant to a show cause notice received u/s 73(1) of CGST/MGST Act 2017 with demand for the year 2020-21 on Input tax Credit (ITC) claimed in excess.	There is no material impact on the financial, operation or other activities of the Company on account of this order.

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	Assessing Officer, Income Tax Department	14-08-2023	As part of the income tax assessment, it was observed that there is a difference in capital gain computation for the property sold during the year 2012-13. The Income Tax Department has referred the same to the valuation officer. Giving effect petition had been filed. The Quantum of claims amounts to Rs. 1.05 crores (including interest)	The Company is awaiting order from the department.
2	The Hon'ble Commissioner of Customs, Chennai	14-08-2023	The Company imports thermal line printers from one of our neighboring countries (Duty Free). There is a difference in the opinion between the Company and the Customs department on classification of such imported goods for determination of Customs Duty. The Company contested the same. The Company had received an order from the office of the Commissioner of Customs (Audit), Chennai, dated 6th December 2023 to pay ₹35.58 Crores (including differential duty of ₹10.02 Cr and fines/penalties on the Company, its Customs House Agent, Company Secretary and other official)	The Company has filed appeal before the CESTAT. Awaiting further communication.
3	Joint Commissioner - State Tax-New Delhi	24-12-2023	GST Assessment Order received U/s.73 on 23/12/2023 with demand raised by the department for the year 2017-18 on Input tax Credit (ITC) related to credit notes and other ITC. The Company filed detailed reply along with supporting documents to the department. The quantum of claims amount to Rs. 17.04 crores.	The Company has filed an appeal before the Joint Commissioner- State Tax- New Delhi. Awaiting further communication.
4	Sr. Joint Commissioner of Revenue, Kolkata South Circle	01-05-2024	GST Assessment Order dated 29th April 2024 received U/s.73 with demand raised by the department for the year 2018-19 on tax paid in short against outward and Input tax Credit (ITC) claimed in excess. Expected financial implications amount to 69.83 lakhs (including Interest and Penalty of Rs. 35.46 lakhs)	The Company has filed an appeal. Awaiting further communication from the Department.
5	Deputy Commissioner of State Tax, Navi Mumbai	25-11-2024	Issued Show Cause Notice u/s 73(1) of CGST/SGST Act 2017 with demand for the year 2020-21 on Input tax Credit (ITC) claimed in excess. Expected Financial Implications amount to Rs. 46.54 lakhs (including Interest and Penalty of Rs. 21.17 Lakhs)	Considering the reply of the Company, against the Show Cause Notice received the demand amount has been reduced from Rs. 46.54 L (Including Interest and Penalty) to Rs.2.02 L (Including Interest and Penalty). The Company will make the payment of the aforesaid amount and close the litigation.
6	Office of Deputy Commissioner of State Tax (SGST), Gurugram (East), Haryana	28-11-2024	Issued Show Cause Notice u/s 73(1) of HGST/CGST Act 2017 with demand for the year 2020-21 on Input tax Credit (ITC) claimed in excess. The expected financial implications amount to Rs. 73.20 Lakhs (Including Interest and Penalty of 32.93 Lakhs).	Considering the reply of the Company, the demand amount has been reduced from Rs. 73.20 Lakhs (Including Interest and Penalty) to Rs. 23.12 Lakhs (Including Interest and Penalty). The Company is in the process of filing appeal before the Excise and Taxation Officer, Gurgaon, Haryana.
7	Assessment Unit, Income Tax Department	06-03-2025	Received Show Cause Notice (SCN) under Income Tax Act, 1961, in connection with the ongoing assessment for the FY 2022-23. The SCN sought details regarding the TDS deductions at lower rate made by the Company, based on TDS certificates received from the vendors. The Company is in the process of preparing the reply along with the necessary details. Expected financial implication amounts to Rs. 1.6 Crores	Pursuant to the submissions made and documents submitted by the Company, the entire proposed variation in the SCN has been dropped and accordingly there is no demand.