



Date: September 30, 2024

The Manager
Corporate Relationship Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Scrip Code: 538987

Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Submission of Scrutinizer's Report.

Dear Sir/Madam,

The 38th (Thirty Eight) Annual General Meeting of the Members of Talbros Engineering Limited (the “AGM”) was held today, i.e., Monday, September 30, 2024 at 11:00 A.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

We hereby enclosed the details of voting Results in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) along with the Consolidated Scrutinizer's Report on the remote e-voting and E-voting at the 38th Annual General Meeting issued by M/s Anuj Gupta & Associates, Company Secretaries.

We request you to take the same on record.

Thanking You.

Yours Faithfully,
For Talbros Engineering Limited

Ankush Jindal
Executive Director
DIN: 03634690

Encl.: as above

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshafts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247L2ZD
IATF 16949:2016 System Certified

FORM NO. MGT-13
CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND
VOTING BY PHYSICAL BALLOT

*[Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies
(Management and Administration) Rules, 2014]*

To
The Company Secretary
Talbro Engineering Limited
(CIN: L74210HR1986PLC033018)
Regd. Office: - Plot No. 74-75-76, Sector 6,
Faridabad, Haryana – 121 006

Sub:38th Annual General Meeting (AGM) of the Equity Shareholders of Talbro Engineering Limited held on Monday, 30th September, 2024 at 11:03 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Dear Sir/Madam,

I, Anuj Gupta, a Company Secretary in Practice, has been appointed by the Board of Directors of Talbro Engineering Limited ("the Company") for the purpose of scrutinizing the remote e-voting and e-voting at Annual General Meeting by the shareholders in a fair and transparent manner and ascertaining the requisite majority of voting carried out, as per the provisions of section 108 of the Companies Act, 2013 and rule 20 of Companies (Management and Administration) Rules, 2014.

The notice dated August 08, 2024 of the 38th Annual General Meeting along with the statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions passed at the 38th Annual General Meeting held on Monday, September 30, 2024 at 11:03 am through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

1. The company has engaged the service of Central Depository Services (India) Limited (CDSL) as the Authorized Agency to provide secured system of e-voting process.
2. The e-voting period remained open from 09:00 A.M. (IST) on Friday, September 27, 2024 up to 05:00 P.M. (IST) on Sunday, September 29, 2024.



3. The cut-off date (i.e. the record date) for the purpose of determining the entitlement for e-vote on the proposed resolutions was Monday, September 23, 2024
4. On September 30, 2024, after completion of e-voting at AGM, the data of e-voting has been digitally scrutinized. Thereafter, e-voting data were reconciled with the records maintained with Registrar and Share Transfer Agents (RTA) of the Company. Digital register was maintained containing the summary of results of remote e-voting and e-voting at AGM.
5. The e-votes casted by shareholders have been digitally scrutinized in the presence of Mr. Rohit Kumar, R/o G-39, Jaitpur Ext., Part 1, Badarpur, Delhi – 110 039 and Mr. Rahul Kandpal R/o A-13, Taimur Nagar Ext., Khizrabad, New Delhi - 110065, who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the Rule 20 of Companies (Management and Administration) Rules, 2014.
6. The shareholders exercised their voting either by remote e-voting or e-voting at AGM. There was no shareholder who opted both facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted were considered. The consolidated details of remote e-voting and e-voting at AGM are as follows:

| Details | Remote E-voting | E-voting at AGM | Total Voting |
|--|-----------------|-----------------|--------------|
| Number of members who cast their votes | 124 | NIL | 124 |
| Total Number of shares held by them | 4191050 | NIL | 4191050 |

The votes casted in favour and against of the resolution and invalid votes are casted are mentioned under each of the Resolution.

The resolution wise results of the Remote E-voting together with that of the voting conducted at the venue of the AGM by way of Ballot Papers are as under:

ORDINARY BUSINESS

- I. **Resolution No. 1 – Adoption of Audited Financial Statements of the Company for the financial year ended on March 31, 2024 including the report of Board of Directors' and Auditors' thereon.. (Ordinary Resolution)**

| (i) Voted in favour of the resolution | | | |
|---------------------------------------|-------------------------|--|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
| Remote E-voting | 111 | 4190920 | 99.99 |



Anuj Gupta
CS

| | | | |
|-----------------|------------|----------------|--------------|
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 111 | 4190920 | 99.99 |

| (ii) Voted against the resolution | | | |
|--|-------------------------|---|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
| Remote E-voting | 13 | 130 | 0.01 |
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 13 | 130 | 0.01 |

| (iii) Invalid Votes | | |
|----------------------------|---|---|
| Manner of Voting | Number of members whose votes were declared 'Invalid' | Total number of votes cast by them declared 'Invalid' |
| Remote E-voting | NIL | NIL |
| E-voting at AGM | NIL | NIL |
| Total | NIL | NIL |

II. Resolution No. 2 – Consideration and Declaration of Final Dividend of Rs. 2.5/- i.e. (25%) per Equity Shares (Fully Paid-up) for the financial year 2023-24.

| (i) Voted in favour of the resolution | | | |
|--|-------------------------|--|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
| Remote E-voting | 111 | 4190920 | 99.99 |
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 111 | 4190920 | 99.99 |

| (ii) Voted against the resolution | | | |
|--|-------------------------|---|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
| Remote E-voting | 13 | 130 | 0.01 |
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 13 | 130 | 0.01 |

| (iii) Invalid Votes | | |
|----------------------------|---|---|
| Manner of Voting | Number of members whose votes were declared 'Invalid' | Total number of votes cast by them declared 'Invalid' |
| Remote E-voting | NIL | NIL |
| E-voting at AGM | NIL | NIL |
| Total | NIL | NIL |



Anuj Gupta
CS

III. Resolution No. 3 –Re-appointment of Mr. Vijay Kumar Sharma (holding DIN: 06394784), who retires by Rotation, offers himself for re-appointment. (Ordinary Resolution)

| (i) Voted in favour of the resolution | | | |
|---------------------------------------|-------------------------|--|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
| Remote E-voting | 111 | 4190920 | 99.99 |
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 111 | 4190920 | 99.99 |

| (ii) Voted against the resolution | | | |
|-----------------------------------|-------------------------|---|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
| Remote E-voting | 13 | 130 | 0.01 |
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 13 | 130 | 0.01 |

| (iii) Invalid Votes | | |
|---------------------|---|---|
| Manner of Voting | Number of members whose votes were declared 'Invalid' | Total number of votes cast by them declared 'Invalid' |
| Remote E-voting | NIL | NIL |
| E-voting at AGM | NIL | NIL |
| Total | NIL | NIL |

IV. Resolution No. 4 – Re-appointment, of Mr. Sarabjeet Singh (holding DIN: 08601346) as an Independent Non- Executive Director, for a Second term of five consecutive years effective from November 15, 2024(Special Resolution)

| (i) Voted in favour of the resolution | | | |
|---------------------------------------|-------------------------|--|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
| Remote E-voting | 111 | 4190920 | 99.99 |
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 111 | 4190920 | 99.99 |

| (ii) Voted against the resolution | | | |
|-----------------------------------|-------------------------|---|---------------------------------------|
| Manner of Voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
| Remote E-voting | 13 | 130 | 0.01 |
| E-voting at AGM | NIL | NIL | 0.00 |
| Total | 13 | 130 | 0.01 |



Anuj Gupta
or

| (iii) Invalid Votes | | |
|---------------------|---|---|
| Manner of Voting | Number of members whose votes were declared 'Invalid' | Total number of votes cast by them declared 'Invalid' |
| Remote E-voting | NIL | NIL |
| E-voting at AGM | NIL | NIL |
| Total | NIL | NIL |

All the resolutions mentioned in the AGM Notice as per the details above stand passed under Remote E-voting and E-voting at AGM with the requisite majority and deemed to be passed as on the date of the AGM.

The register, all other papers and relevant records relating to voting shall remain in safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You,
For Anuj Gupta and Associates
(Company Secretaries)



Anuj Gupta
CS

Cs Anuj Gupta
(Proprietor)

M. No.: A31025
COP No.: 13025

Peer Review Certificate No. 1126 / 2021
UDIN: A031025F001384069

Date: 30/09/2024
Place: New Delhi

Witnesses:

Rahul Kandpal

Rahul Kandpal
R/oA-13, Taimur Nagar Ext.,
Khizrabad, New Delhi – 110 065

Rohit Kumar

Rohit Kumar
R/o G-39, Jaitpur Ext, Part 1,
Badarpur, New Delhi – 110 039



Disclosure of voting results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|-----------------------------------|
| Date of the AGM | Monday, September 30, 2024 |
| Total No. of shareholders on cut-off date | 8344 |
| No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public: | NA NA |
| No. of shareholders attended the meeting through video conferencing: Promoter and Promoter Group: Public: | 8 75 |

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshafts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247LZZD
IATF 16949:2016 System Certified



| Resolution required: Ordinary | | Resolution No. 1: Adoption of Audited Financial Statements of the Company for the financial year ended on March 31 , 2024 including the report of Board of Directors' and Auditors' thereon.. | | | | | | |
|---|------------------------|--|-----------------------------------|---|--|--------------------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda / resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes – in favour (4) | No. of votes – against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | Remote E-Voting | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 | 0.00 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 | 0.00 |
| Public - Institutions | Remote E-Voting | 77666 | 500 | 0.64 | 500 | 0 | 100 | 0.00 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 77666 | 500 | 0.64 | 500 | 0 | 100 | 0.00 |
| | Remote E-Voting | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.97 | 0.03 |

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshafts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247L2ZD
IATF 16949:2016 System Certified



| | | | | | | | | |
|----------------------------------|------------------------|----------------|----------------|--------------|----------------|------------|--------------|-------------|
| Public – Non Institutions | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.92 | 0.03 |
| Total | | 5076504 | 4191050 | 82.56 | 4190920 | 130 | 99.99 | 0.01 |

Based on the above, the ordinary resolution has been passed with requisite majority

| Resolution required: Ordinary | | Resolution No. 2: Consideration and Declaration of Final Dividend of Rs. 2.5/- i.e. (25%) per Equity Shares (Fully Paid-up) for the financial year 2023-24. | | | | | | |
|--|------------------------|---|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda / resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | Remote E-Voting | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 | 0.00 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshafts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247L2ZD
IATF 16949:2016 System Certified



| | | | | | | | | |
|----------------------------------|------------------------|----------------|----------------|--------------|----------------|------------|--------------|-------------|
| | Total | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 | 0.00 |
| Public - Institutions | Remote E-Voting | 77666 | 500 | 0.64 | 500 | 0 | 100 | 0.00 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 77666 | 500 | 0.64 | 500 | 0 | 100 | 0.00 |
| Public – Non Institutions | Remote E-Voting | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.97 | 0.03 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.92 | 0.03 |
| Total | | 5076504 | 4191050 | 82.56 | 4190920 | 130 | 99.99 | 0.01 |

Based on the above, the ordinary resolution has been passed with requisite majority

| | |
|--|---|
| Resolution required: Ordinary | Resolution No. 3: Re-appointment of Mr. Vijay Kumar Sharma (holding DIN: 06394784), who retires by Rotation, offers himself for re-appointment. |
| Whether promoter/ promoter group are interested in the agenda / resolution? | No |

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshafts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247L2ZD
IATF 16949:2016 System Certified



| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes – in favour (4) | No. of votes – against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
|------------------------------------|-----------------|----------------------------------|-----------------------------------|---|--|--------------------------------------|--|--|
| Promoter and Promoter Group | Remote E-Voting | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 | 0.00 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 | 0.00 |
| Public - Institutions | Remote E-Voting | 77666 | 500 | 0.64 | 500 | 0 | 100 | NIL |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 77666 | 500 | 0.64 | 500 | 0 | 100 | 0.00 |
| Public – Non Institutions | Remote E-Voting | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.97 | 0.03 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.92 | 0.03 |
| Total | | 5076504 | 4191050 | 82.56 | 4190920 | 130 | 99.99 | 0.01 |

Based on the above, the ordinary resolution has been passed with requisite majority

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshafts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247L2ZD
IATF 16949:2016 System Certified



| Resolution required: Special | | Resolution No. 4: Re-appointment, of Mr. Sarabjeet Singh (holding DIN: 08601346) as an Independent Non- Executive Director, for a Second term of five consecutive years effective from November 15, 2024. | | | | | | |
|---|-----------------|--|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda / resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | Remote E-Voting | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 | 0.00 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | | 3676146 | 3676146 | 100 | 3676146 | 0 | 100 |
| Public - Institutions | Remote E-Voting | 77666 | 500 | 0.64 | 500 | 0 | 100 | 0.00 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshfts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247L2ZD
IATF 16949:2016 System Certified



| | | | | | | | | |
|--|-----------------------------|----------------|----------------|--------------|----------------|------------|--------------|-------------|
| | Total | 77666 | 500 | 0.64 | 500 | 0 | 100 | 0.00 |
| Public – Non Institutions | Remote E- Voting | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.97 | 0.03 |
| | E-voting at AGM | | NIL | NIL | NIL | NIL | NIL | NIL |
| | Postal Ballot | | NA | NA | NA | NA | NA | NA |
| | Total | 1322692 | 514404 | 38.89 | 514274 | 130 | 99.92 | 0.03 |
| Total | | 5076504 | 4191050 | 82.56 | 4190920 | 130 | 99.99 | 0.01 |

Based on the above, the ordinary resolution has been passed with requisite majority

For Talbros Engineering Limited

Ankush Jindal
Executive Director
DIN: 03634690

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No. : 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

+91-0129-4284300 (40 LINES), Fax : +91-129-4061541
axleshafts@talbrosaxles.com
www.talbrosaxles.com

CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247L2ZD
IATF 16949:2016 System Certified