



TalbroS Automotive
Components Ltd.

www.talbroS.com

25th September, 2024

Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal street Mumbai- 400 001 Scrip Code: 505160	Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051 Symbol: TALBROAUTO
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Sub.: Summary of Proceedings of 67th Annual General Meeting of the Company held on 25th September, 2024

Ref.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

The 67th Annual General Meeting of the members of the Company was held today, on 25th September, 2024 at 12:00 Noon (IST) through Video Conference/ Other Audio Visual means through facility provided by NSDL to transact the business as set out in the Notice convening the meeting.

In terms of Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of the Proceedings of the 67th Annual General Meeting of the Company.

This intimation will also be available on the website of the Company: www.talbroS.com.

You are requested to kindly take the same on your record.

Thanking you,

Yours Sincerely
For TalbroS Automotive Components Limited

Seema Narang
Company Secretary and Compliance Officer



Encl: As above

SUMMARY OF PROCEEDINGS OF THE 67TH ANNUAL GENERAL MEETING OF THE MEMBERS OF TALBROS AUTOMOTIVE COMPONENTS LIMITED HELD ON WEDNESDAY, 25TH SEPTEMBER, 2024 THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS, WHICH COMMENCED AT 12:00 NOON (IST) AND CONCLUDED AT 12:40 PM (IST)

Present through VC/ OAVM:

Mr. Naresh Talwar	Chairman
Mr. Umesh Talwar	Vice- Chairman & Managing Director
Mr. Vidur Talwar	Director
Mr. Anuj Talwar	Joint Managing Director
Mr. Varun Talwar	Joint Managing Director
Mr. Navin Juneja	Director and Group Chief Financial Officer, Chairman of Stakeholders' Relationship Committee
Mrs. Priyanka Gulati	Chairperson, Audit Committee
Mr. Ajay Kumar Vij	Chairman, Nomination and Remuneration Committee
Mr. Aman Agrawal	Representative of M/s. J.C. Bhalla & Co., Chartered Accountants (Statutory Auditors)
Mrs. Kiran Sharma	Scrutinizer and Secretarial Auditor
Mr. Manish Khanna	Chief Financial Officer
Mrs. Seema Narang	Company Secretary & Compliance Officer
Mr. Sanjay Sharma	GM Accounts

109 members including Corporate Representatives were present in the meeting.

Mrs. Seema Narang, Company Secretary of the Company, welcomed the members, Directors and other invitees to the 67th Annual General Meeting (AGM) of Talbros Automotive Components Limited being held on Wednesday, the 25th day of September, 2024 at 12:00 Noon through video conferencing/ other audio visual means (VC/OAVM) through the facility provided by National Securities Depositories Limited (NSDL) to transact the business as set out in the Notice dated 7th August, 2024 convening the 67th AGM.

She then introduced the Directors, Chief Financial Officer, other invitees, representative of Statutory Auditors, Secretarial Auditors and Scrutinizer attending the meeting. She confirmed that the requisite quorum was present for the meeting and with the permission of the Chairman, the meeting was called to order.

Mrs. Seema Narang then requested Mr. Naresh Talwar, Chairman of the Company to address the members.

Chairman, Mr. Naresh Talwar addressed the members and welcomed them to 67th AGM of the Company. He informed members that the financial performance of the Company for FY 2023-24 has been exceptionally strong indicating the strong demand for the Company's products and continuous growth of the Company. He further added that the future of the automotive industry remains optimistic with the macroeconomic outlook appearing to be positive for current financial year as well.

He spoke about the financial performance indicators for FY 2023-24, and said that the profitability growth shows the robust financial health of the Company along with the ability of the management to enhance the shareholders' value.

He further informed to the members about the ongoing transition to electric vehicles and the growing demand for sustainable automotive solutions offering numerous growth opportunities. He said that the



Company is committed to maintain a diversified and strategically hedged position as a leading provider of auto components with focus on expanding its presence in international markets.

He expressed his heartfelt gratitude towards all the stakeholders and the employees that enabled the Company in its drive towards sustainable growth and value creation.

The Chairman then asked the Company Secretary to start the proceedings of the 67th AGM.

The Company Secretary informed the members that AGM was being conducted through VC in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and facility provided by National Securities Depository Limited (NSDL). She explained about the requisite steps for casting the votes and participation in AGM.

The Members were requested to update their e-mail ids with the Company or its Registrar and Share Transfer Agent – KFin Technologies Private Limited or their Depository Participants to receive all statutory correspondences from the Company.

The Company Secretary informed that the electronic copy of the Notice of 67th AGM along with Annual Report for FY 2023-24 was sent to all members whose E-mail IDs were registered with the Company or Depository Participants. She also informed that the physical copy of the Annual Report for FY 2023-24 had been sent to members who had requested for the same.

She also informed that as the Notice convening the 67th AGM had already been circulated to the members, the same was taken as read with the permission of the members.

Thereafter, she read out the businesses as set out in the Notice of 67th AGM dated 07th August, 2024 to be transacted through e-voting as under:

S. No.	Particulars	Type of Resolution
Ordinary Business:		
1.	Adoption of Audited Financial Statements (Standalone and Consolidated) including the Balance Sheet as at March 31, 2024 and the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Confirmation of Interim Dividend @ 10% i.e. Rs. 0.20/- per equity share of Rs. 2/- each for the financial year 2023-24.	Ordinary
3.	Declaration of Final Dividend @ 25% i.e. Rs. 0.50/- per equity share of Rs. 2/- each for the financial year 2023-24.	Ordinary
4.	Re-appointment of Mr. Vidur Talwar (DIN: 00114643) as Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business:		
5.	Continuation of Directorship of Mr. Naresh Talwar (DIN: 00059155) as Chairman and Non-Executive Non-Independent Director for a further period of 5 years in compliance with relevant SEBI Regulations, not liable to retire by rotation.	Special



6.	Re-appointment and continuation of Mr. Ajay Kumar Vij (DIN: 00164984) as an Independent Director of the Company for a second term of five consecutive years w.e.f. September 25, 2024 not liable to retire by rotation.	Special
7.	Appointment of Mr. Rajat Verma (DIN: 02548070) as an Independent Director for a period of five years, not liable to retire by rotation.	Special
8.	Appointment of Mr. Rakesh Vohra (DIN: 00836463) as an Independent Director for a period of five years, not liable to retire by rotation.	Special
9.	Renewal of Agreement for a period of 3 years w.e.f. April 01, 2025 with QH Talbros Private Limited and approval of transactions for Sale/Purchase of Company's products for FY 2024-25.	Ordinary
10.	Ratification of the remuneration of M/s. Vijender Sharma & Co. appointed as Cost Auditors (Firm Registration No. 00180) for the financial year ending on March 31, 2025.	Ordinary

She further stated that Statutory Registers and other documents including Register of Members, Registers of Directors and KMP's and their shareholdings and Register of Contracts and Arrangements in which Directors Directors/KMP's are interested were available at the NSDL e-voting platform for electronic inspection by the member till the conclusion of the meeting.

She further informed that as the Auditors' Report on Financial Statements for FY 2023-24 does not contain any qualifications or adverse remarks, there was no requirement to read it at the meeting and hence the same was being taken as read.

She also stated that Mrs. Kiran Sharma, Practicing Company Secretary has been appointed as Scrutinizer to scrutinize the e-voting process and to prepare the Report on the same. She also informed that the consolidated result of remote e-voting and e-voting during the AGM would be announced within the stipulated timelines from the conclusion of AGM and the same shall be submitted with Stock Exchanges and uploaded on Company's website.

Thereafter, with the permission of the Chairman, the Company Secretary invited members who had registered themselves as speakers to ask their questions or queries one by one. The speaker members shared their views on the performance of the Company and asked their questions virtually during the meeting. As directed by Chairman, Mr. Navin Juneja, Director and Group CFO responded to the queries of the speaker members.

The Company Secretary then thanked the panellists and members for joining the meeting and the meeting ended with a vote of thanks to the Chair.

The meeting concluded at 12:40 P.M. The e-voting facility was kept open post conclusion of the AGM till 1:10 P.M.

For Talbros Automotive Components Limited



Seema Narang
Company Secretary and Compliance Officer

