



Talbro's Automotive
Components Ltd.

www.talbro's.com

Date: September 27, 2016

The Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal street, Fort, Mumbai- 400 001	The National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
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Company Code: 505160 / TALBROAUTO

Sub: Proceeding of the Annual General Meeting held on 26th September, 2016 pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and scrutinizer report on e-voting and poll.

Dear Sir/Madam,

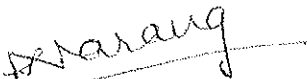
We are pleased to inform you that at the 59th Annual General Meeting of the Company held on Monday, the 26th day of September, 2016 at Hotel Atrium, Shooting Range Road, Suraj Kund, Faridabad- 121001, Haryana, all the items of businesses as contained in the notice of 59th Annual General Meeting have been approved by the shareholders.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the details regarding voting results in the prescribed format and the Scrutinizer's Report on e-voting and Poll.

Please take the information on record.

Thanking you,

Yours Sincerely
For Talbro's Automotive Components Limited


Seema Narang
Company Secretary

Encl: As above

Voting Results of AGM	
Details of poll at the 59 th AGM of the Company and e- voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:	
Date of AGM	26.09.2016
Total number of shareholders on record date	17,720
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	3
Public	604
Total	607
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoters Group	NA
Public	



Resolution 1: Adoption of Balance Sheet, Statement of Profit and Loss for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon:

Resolution required : Ordinary Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3) = (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 2: Declaration of Dividend on equity shares of Rs. 10/- each @ Rs. 1.50 per equity share aggregating to Rs. 1,85,18,445/- for the financial year ended on 31st March, 2016 on the entire paid-up share capital of 12345630 shares.

Resolution required : Ordinary Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3) = (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)/(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 3: Re- appointment of Mr. Varun Talwar (holding DIN 00263984), who retires by rotation and being eligible, offers himself for re- appointment.

Resolution required : Ordinary Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3)= (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 4: Re- appointment of Mr. Anuj Talwar (holding DIN 00628063), who retires by rotation and being eligible, offers himself for re- appointment.

Resolution required : Ordinary Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3)= (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 5: Appointment of M/s. S. N. Dhawan & Co., New Delhi (Firm Registration No. 000050N) as Statutory Auditors of the Company and M/s. CMRS & Associates, Chartered Accountant, Pune (Firm Registration No. 101678W) as auditors for Company's Pune Branch and authorize Board of Directors to fix their remuneration.

Resolution required : Ordinary Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

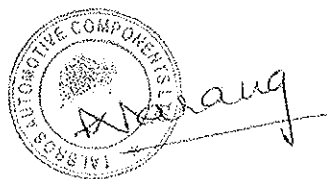
Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3) = (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 6: Increase in remuneration of Mr. Anuj Talwar with effect from April 1, 2016 with the designation of Joint Managing Director of the Company

Resolution required : Special Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3)= (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 7: Acceptance of Fixed Deposits from Public and Members

Resolution required : Special Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3) = (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public-Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 8: Agreement with QH Talbros Limited for sale of Company's products.

Resolution required : Special Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3)= (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 9: Agreement with Nippon Leakless Talbros Pvt Ltd for purchase and/ or sale of tyre sealant and other production inputs etc.

Resolution required : Special Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3)= (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 10: Agreement with Nippon Leakless Talbros Pvt Ltd for sale/ purchase of gaskets.

Resolution required : Special Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3) = (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public- Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



Resolution 11: Ratification of remuneration of M/s. Vijender Sharma & Co. (Firm Registration No. 00180), as Cost Auditors for the financial year 2016-17.

Resolution required : Ordinary Resolution
Mode of Voting : e-voting/ Poll
Result : Passed with overwhelming majority

Category	Mode of voting	No. of shares held	No. of valid votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against valid votes polled
		(1)	(2)	(3)= (2)(1)*100	(4)	(5)	(6) = (4)(2)*100	(7) = (5)(2) *100
Promoter and Promoter Group	E- voting	6991190	6991190	100.00	6991190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		6991190	100.00	6991190	0	100.00	0.00
Public-Institutional	E- voting	272011	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Sub- total		0	0.00	0	0	0.00	0.00
Public-Others	E- voting	5082429	724877	14.26	724876	1	100.00	0.00
	Poll		3015	0.06	3015	0	100.00	0.00
	Sub- total		727892	14.32	727891	1	100.00	0.00
Total		12345630	7719082		7719081	1	100.00	0.00



KIRAN SHARMA & CO.

Company Secretaries

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman
TALBROS AUTOMOTIVE COMPONENTS LIMITED
(CIN: L29199HR1956PLC033107)
14/1, Mathura Road, Faridabad
Haryana- 121003

Dear Sir,

I, Kiran Sharma of M/s Kiran Sharma & Company, Practicing Company Secretaries having its office at A- 370, Kalkaji, New Delhi- 110019, was appointed as a Scrutinizer for the purpose of scrutinizing AGM voting process, i.e. remote e-Voting and voting through ballot paper (Poll) at Annual General Meeting (AGM), under the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended up to date) on the resolution(s) mentioned in Notice dated May 21, 2016 for 59th AGM of the Shareholders of the Company held on 26th day of September 2016 at 10.30 a.m. at Hotel Atrium, Shooting Range Road, Suraj Kund, Faridabad- 121001, Haryana.

I submit my report as under:-

1. The remote e-voting period commenced on Friday 23rd September, 2016 at 09:00 A.M. and ended on Sunday 25th September, 2016 at 05:00 PM via e-voting platform on the designated website of Karvy Computershare Private Limited (Karvy) viz www.evoting.karvy.com.
2. The Shareholders of the Company as on the "cut off" date i.e. 19th September, 2016 were entitled to avail the facility of remote e-voting as well as voting by polling papers through Poll at the AGM on the proposed resolution(s) (item no. 1 to 11) as set out in the Notice dated May 21, 2016.
3. The total paid up Equity Share Capital of the Company as on 19th September, 2016 was Rs. 12,34,56,300/- (Rupees Twelve Crores Thirty Four Lacs Fifty Six Thousand Three



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Hundred Only) divided into 1,23,45,630 (One Crore Twenty Three Lacs Forty Five Thousand Six Hundred Thirty) equity shares of Rs 10/- (Rupees Ten Only) each.

4. Poll was conducted at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.
5. A ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the AGM at 11:30 A.M. the Ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at AGM.
7. There were no invalid ballots.
8. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Chetan Chadha R/o 9/ 38 -A, Moti Nagar, New Delhi- 110015 and Mr. Jai Kumar Sharma R/o 333-B, Pocket E, LIG Flat, GTB Enclave, Delhi- 110093 who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Chetan Chadha



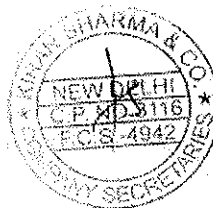
Jai Kumar Sharma

9. The consolidated summary of results of remote e-voting and poll at AGM are as under:

- a. **Resolution No. 1-** Adoption of Balance Sheet, Statement of Profit and Loss for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 1 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in **Annexure A**.



- b. **Resolution No. 2-** Declaration of Dividend on equity shares of Rs. 10/- each @ Rs. 1.50 per equity share aggregating to Rs. 1,85,18,445/- for the financial year ended on 31st March, 2016 on the entire paid-up share capital of 12345630 shares.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 2 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in **Annexure B**.

- c. **Resolution No. 3-** Re- appointment of Mr. Varun Talwar (holding DIN 00263984), who retires by rotation and being eligible, offers himself for re-appointment.:

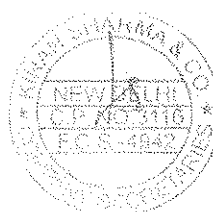
Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 3 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in **Annexure C**.

- d. **Resolution No. 4-** Re- appointment of Mr. Anuj Talwar (holding DIN 00628063), who retires by rotation and being eligible, offers himself for re-appointment.:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 4 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in **Annexure D**.



- e. **Resolution No. 5:** Appointment of M/s. S. N. Dhawan & Co., New Delhi (Firm Registration No. 000050N) as Statutory Auditors of the Company and M/s. CMRS & Associates, Chartered Accountant, Pune (Firm Registration No. 101678W) as auditors for Company's Pune Branch and authorize Board of Directors to fix their remuneration.:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 5 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure E.

- f. **Resolution No. 6:-** Increase in remuneration of Mr. Anuj Talwar with effect from April 1, 2016 with the designation of Joint Managing Director of the Company;

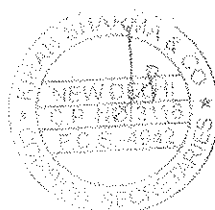
Special Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 6 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure F.

- g. **Resolution No. 7:-** Acceptance of Fixed Deposits from Public and Members:

Special Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 7 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure G.



- h. **Resolution No. 8:-** Agreement with QH Talbros Limited for sale of Company's products.

Special Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 8 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure H.

- i. **Resolution No. 9:-** Agreement with Nippon Leakless Talbros Pvt Ltd for purchase and/or sale of tyre sealant and other production inputs etc.

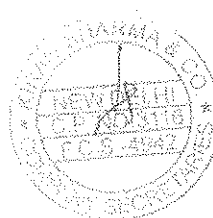
Special Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 9 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure I.

- j. **Resolution No. 10:-** Agreement with Nippon Leakless Talbros Pvt Ltd for sale/purchase of gaskets

Special Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 10 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure J.



- k. Resolution No. 11:- Ratification of remuneration of M/s. Vijender Sharma & Co.(Firm Registration No. 00180), as Cost Auditors for the financial year 2016-17

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of total votes polled
	Poll	e-Votes	Total	
Assent	3015	7716066	7719081	100.00
Dissent	-	1	1	0.00
Total	3015	7716067	7719082	100.00

Therefore, the resolution No. 11 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure K.

10. The register and all other papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the company.

Thank you,

Yours faithfully,

For Kiran Sharma & Co
Company Secretaries



Kiran Sharma
Scrutinizer
CP No 3116

New Delhi
September 27, 2016

Details of remote e-voting & poll at AGM for Resolution No.-1 are as under:

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-2 are as under:

B1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters ^a	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Annexure - C

Details of remote e-voting & poll at AGM for Resolution No.-3 are as under:

C1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Annexure - D

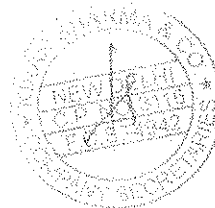
Details of remote e-voting & poll at AGM for Resolution No.-4 are as under:

D1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-5 are as under:

E1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-6 are as under:

F1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-7 are as under:

G1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

G2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-8 are as under:

H1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

H2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-9 are as under:

11. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

12. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-10 are as under:

J1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

J2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00



Details of remote e-voting & poll at AGM for Resolution No.-11 are as under:

K1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	556	3015	30,150	00.024
b) Less: Invalid Votes	0	0	0	0.00
c) Net Valid votes cast	556	3015	30,150	00.024
d) Votes with assent for the Resolution	556	3015	30,150	00.024
e) Votes with dissent for the Resolution	0	0	0	0

K2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No of e-voters*	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	46	7716067	7,71,60,670	62.50
(b) Votes with Assent	45	7716066	7,71,60,660	62.50
(c) Votes with dissent	1	1	10	0.00

