



Talbro's Automotive
Components Ltd.

www.talbro's.com

11th February, 2026

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: 1) Outcome of the Board Meeting held on 11th February, 2026**
2) Submission of Unaudited Financial Results (Standalone and Consolidated) for the quarter and nine months ended 31st December, 2025.

Dear Sir/ Ma'am,

Pursuant to the provisions of Regulation 30 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter referred to as "**the Listing Regulations**"), we hereby inform that the Board of Directors, at their meeting held today i.e., **Wednesday, 11th February, 2026**, have, inter-alia, considered and approved the following matters:

1. The Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter and nine months ended 31st December, 2025, as recommended by the Audit Committee.

A copy of the Unaudited Financial Results (Standalone and Consolidated) for the quarter and nine months ended 31st December, 2025 along with the Limited Review Reports, received from the Statutory Auditors of the Company, are enclosed herewith as per Regulation 33 of the Listing Regulations and the same are being uploaded on Company's website i.e., www.talbro's.com.

2. Decision of Mr. Naresh Talwar (DIN:00059155) to step down from the position of Chairman of the Board on the close of working hours on 31st March, 2026, and to continue as Non-Executive Director of the Company with effect from 1st April, 2026.

The letter given by Mr. Naresh Talwar is attached as **Annexure-I**

3. Elevation of Mr. Umesh Talwar (DIN: 00059271) as Executive Chairman- Whole Time Director (Key Managerial Personnel) of the Company for a period of 3 (Three) years w.e.f. 1st April, 2026, as recommended by the Nomination and Remuneration Committee, subject to approval of Shareholders of the Company by way of Special Resolution.

To assume the responsibilities in the new role as Executive Chairman, Mr. Umesh Talwar will demit the office of Vice-Chairman and Managing Director on close of working hours on 31st March, 2026.

4. Appointment of Mr. Anuj Talwar (DIN: 00628063) as Managing Director (Key Managerial Personnel) of the Company for a period of 3 (Three) years w.e.f. 1st April, 2026, as recommended by the Nomination and Remuneration Committee, subject to approval of the Shareholders by way of Special Resolution.

Mr. Anuj Talwar, currently holds the position of Joint Managing Director. He will assume the responsibilities as Managing Director, w.e.f. 1st April, 2026.





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5. Appointment of Mr. Varun Talwar (DIN: 00263984) as Vice Chairman and Managing Director of the Company for a period of 3 (three) years with effect from 1st April, 2026, as recommended by the Nomination and Remuneration Committee, subject to approval of the Shareholders by way of Special Resolution.

Mr. Varun Talwar, currently holds the position of Joint Managing Director. He will assume the responsibility as Vice Chairman and Managing Director, w.e.f. 1st April, 2026.

6. Notice of Postal Ballot along with the explanatory statement and other related documents thereof to seek approval of the Shareholders of the Company with regard to the matters mentioned at Sr. No. 3, 4, and 5 above.
7. Appointment of Ms. Kiran Sharma, Practicing Company Secretary, (CP No.:3116) as Scrutinizer to conduct the Postal Ballot process in fair and transparent manner and to submit the report on results of e-voting.
8. Fixation of **Monday, 23rd February, 2026** as **Cut-off date** to determine the eligible shareholders to whom the Postal Ballot Notice would be sent and the said Cut-off date shall also be considered for the purpose of e-voting.
9. Appointment of Mr. Ashish Gupta as Chief Executive Officer (CEO) Key Managerial Personnel (KMP) of the Company w.e.f. 1st April, 2026.

The disclosures with respect to matters at Sr.No. 2, 3, 4, 5, and 9 as required under Regulation 30 of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, are enclosed herewith in **Annexure-II**.

The meeting of the Board of Directors commenced at 3.30 p.m. and concluded at 4.30 p.m.

This is for your information and records.

Thanking you,

Yours Sincerely

For Talbro's Automotive Components Limited

Seema Narang

Company Secretary and Compliance Officer



Encl: As above

J. C. BHALLA & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
E-MAIL : taxaid@jcbhalla.com

Independent Auditor's Review Report on Standalone Unaudited Quarterly and Year-to-Date Financial Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Talbros Automotive Components Limited

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of Talbros Automotive Components Limited ("the Company") for the quarter ended December 31, 2025, and year to date from April 1, 2025, to December 31, 2025 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement which is the responsibility of the Company's Management and approved by the Company's Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free from material misstatement. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with standards on Auditing specified under section 143(10) of the Companies Act 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted and procedure performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For J C Bhalla & Co.
Chartered Accountants
Firm Regn. No. 001111N


(Piyush Tripathi)

Partner

Membership No. 524288

UDIN: 26524288QMDMVC1305



Place: Noida

Date : February 11, 2026

HEAD OFFICE : B-17, Maharani Bagh, New Delhi - 110065

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2025

S. No.	Particulars	(Rs. in lacs)					
		Standalone					
		Quarter ended		Nine Months ended		Year ended	
		31-Dec-25	30-Sep-25	31-Dec-24	31-Dec-25	31-Dec-24	31-Mar-25
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	a) Revenue from operations	21,359.02	21,314.76	20,146.77	63,349.42	62,119.13	82,705.22
	b) Other income	685.95	516.63	293.11	1,581.35	1,377.98	1,885.61
	Total Income	22,044.97	21,831.39	20,439.88	64,930.77	63,497.11	84,590.83
2	Expenses						
	a) Cost of materials consumed	11,563.41	11,459.07	10,150.73	33,691.47	32,571.25	43,057.70
	b) Purchase of stock-in-trade	77.23	114.75	68.71	304.08	282.18	405.92
	c) Changes in inventories of finished goods, working in progress and stock-in-trade	(551.27)	(449.89)	340.71	(971.45)	336.48	(528.56)
	d) Employee benefits expense	2,499.08	2,574.15	2,216.53	7,499.75	6,863.15	9,225.85
	e) Finance costs	351.71	314.73	324.17	997.22	997.59	1,369.65
	f) Depreciation and amortisation expense	849.41	829.26	811.05	2,437.53	2,406.36	3,187.81
	g) Other expenses	4,480.61	4,435.87	4,103.18	13,249.67	12,579.80	17,585.19
	Total expenses	19,270.18	19,277.94	18,015.08	57,208.27	56,036.81	74,303.56
3	Profit/(Loss) before exceptional items and tax (1-2)	2,774.79	2,553.45	2,424.80	7,722.50	7,460.30	10,287.27
4	Exceptional items - Gain/(Loss)	-	-	-	-	-	-
5	Profit/(Loss) before tax (3-4)	2,774.79	2,553.45	2,424.80	7,722.50	7,460.30	10,287.27
6	Tax expense						
	a) Current tax	710.22	593.11	569.04	1,910.11	1,867.87	2,529.10
	b) Deferred tax	(20.39)	(1.20)	(10.31)	(53.90)	(69.64)	(41.77)
	c) Earlier years tax adjustment (net)	(13.56)	-	-	(13.56)	-	12.69
	Total (a+b+c)	676.27	591.91	558.73	1,842.65	1,798.23	2,500.02
7	Net profit/(Loss) for the period/year (5-6)	2,098.52	1,961.54	1,866.07	5,879.85	5,662.07	7,787.25
8	Other comprehensive income/(loss)						
	a) Items that will not be reclassified to profit and loss	1,900.57	(717.42)	(982.91)	2,744.15	1,256.12	692.81
	b) Income tax relating to items that will not be reclassified to profit and loss	(442.76)	167.13	228.98	(639.28)	(292.62)	(161.23)
	Total other comprehensive income/(loss)	1,457.81	(550.29)	(753.93)	2,104.87	963.50	531.58
9	Total comprehensive income/(loss) for the period (7+8)	3,556.33	1,411.25	1,112.14	7,984.72	6,625.57	8,318.83
10	Paid up equity share capital (face value of Rs. 2 per share)	1,234.56	1,234.56	1,234.56	1,234.56	1,234.56	1,234.56
11	Earnings per equity share (face value of Rs. 2 per share) (not annualised)						
	Basic (Rs.)	3.40	3.18	3.02	9.53	9.17	12.62
	Diluted (Rs.)	3.40	3.18	3.02	9.53	9.17	12.62

Note:

- The above standalone financial results for the quarter and nine months ended on 31 December 2025 have been reviewed and recommended for approval by the Audit Committee and accordingly approved by the Board of Directors of Talbros Automotive Components Limited ("the Company") at their respective meetings held on 11 February 2026 and have undergone "Limited Review" by the Statutory Auditors of the company. Mr. Anuj Talwar, JMD is duly authorised by Board to sign the financial results for submission to stock exchanges.
- These standalone financial results are prepared in accordance with the recognition and measurement principles of Indian Accounting Standards as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 of the Companies Act, 2013. The figures for the quarter ended 31 December 2025 and 2024 are the balancing figures between the unaudited figures in respect of nine months ended on that date and the published year to date figures upto the second quarter of the relevant financial year, which were subject to limited review.
- The Company has acquired 26% Equity Share Capital of CleanMax Kaziranga Private Limited (a special purpose vehicle to set up grid connected captive solar power project) to obtain solar power for captive consumption by its manufacturing units in the state of Haryana by investing Rs 337.49 Lacs.
- The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the Labour Codes). The Labour Codes have been made effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has evaluated the impact of the new labour code for employees and assessed that no material incremental liability arises on the same. The Company is in the process of evaluating other possible impact for contract workforce. However, the company is of the view that impact, if any, is unlikely to be material. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Codes and would make appropriate adjustments, if needed.
- In line with the provisions of Ind AS 108 - Operating Segments and on the basis the review of operations being done by the senior management, the operations of the Company fall under Auto Components & Parts business, which is considered to be the only reportable segment by the management.



For Talbros Automotive Components Limited

Anuj Talwar
Joint Managing Director
DIN : 00628063

Date : February 11, 2026
Place: Gurugram

J. C. BHALLA & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
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Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year-to-Date Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Talbros Automotive Components Limited

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Talbros Automotive Components Limited ("the Company") and its share of the net profit after tax and total comprehensive income of its joint venture entities for the quarter ended December 31, 2025, and year to date from April 1, 2025, to December 31, 2025 ("the Statement") being submitted by the Company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free from material misstatement. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with standards on Auditing specified under section 143(10) of the Companies Act 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following joint venture entities:
 - (i) Marelli Talbros Chassis Systems Pvt. Ltd.
 - (ii) Talbros Marugo Rubber Private Limited
5. Based on our review conducted and procedure performed as stated in paragraph 3 above, nothing has come to the attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements)



HEAD OFFICE : B-17, Maharani Bagh, New Delhi - 110065

Regulations, 2015 as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

The consolidated unaudited financial results include the Group's share of net profit after tax of Rs. 621.03 lakhs and Rs. 1,510.76 lakhs for the quarter and year-to-date ended on December 31, 2025, respectively and total comprehensive income of Rs. 621.76 lakhs and Rs. 1,512.93 lakhs for the quarter and year-to-date ended on December 31, 2025, respectively, as considered in the statement, in respect of two Joint Ventures, whose interim financial results have not been reviewed by us. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the management and our conclusion on the statement, in so far as it relates to the amounts and disclosure included in respect of joint ventures is based solely on the report of other auditors and the procedures performed by us as stated in paragraph 3 above. Our conclusion on the statement is not modified in respect of this matter.

For J C Bhalla & Co.
Chartered Accountants
Firm Regn. No. 001111N



(Piyush Tripathi)
Partner
Membership No. 524288
UDIN: 26524288VMYRFS3947



Place: Noida
Date : February 11, 2026

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2025

(Rs. in lacs)

S. No.	Particulars	Consolidated					
		Quarter ended			Nine Months ended		Year ended
		31-Dec-25	30-Sep-25	31-Dec-24	31-Dec-25	31-Dec-24	31-Mar-25
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	a) Revenue from operations	21,359.02	21,314.76	20,146.77	63,349.42	62,119.13	82,705.22
	b) Other income	685.95	375.27	293.11	1,439.99	1,260.18	1,767.81
	Total income	22,044.97	21,690.03	20,439.88	64,789.41	63,379.31	84,473.03
2	Expenses						
	a) Cost of materials consumed	11,563.41	11,459.07	10,150.73	33,691.47	32,571.25	43,057.70
	b) Purchase of stock-in-trade	77.23	114.75	68.71	304.08	282.18	405.92
	c) Changes in inventories of finished goods, working in progress and stock-in-trade	(551.27)	(449.89)	340.71	(971.45)	336.48	(528.56)
	d) Employee benefits expense	2,499.08	2,574.15	2,216.53	7,499.75	6,863.15	9,225.85
	e) Finance costs	351.71	314.73	324.17	997.22	997.59	1,369.65
	f) Depreciation and amortisation expense	849.41	829.26	811.05	2,437.53	2,406.36	3,187.81
	g) Other expenses	4,480.61	4,435.87	4,103.18	13,249.67	12,579.80	17,585.19
	Total expenses	19,270.18	19,277.94	18,015.08	57,208.27	56,036.81	74,303.56
3	Profit/(Loss) before exceptional items, share in profit of joint ventures (net) and tax (1-2)	2,774.79	2,412.09	2,424.80	7,581.14	7,342.50	10,169.47
4	Exceptional items - Gain/(Loss)	-	-	-	-	-	-
5	Profit/(Loss) before share in profit of joint ventures (net) and tax (3-4)	2,774.79	2,412.09	2,424.80	7,581.14	7,342.50	10,169.47
6	Share in profit/(loss) of joint ventures (net)	621.03	489.88	516.23	1,510.76	1,240.90	1,773.82
7	Profit/(Loss) before tax (5+6)	3,395.82	2,901.97	2,941.03	9,091.90	8,583.40	11,943.29
8	Tax expense						
	a) Current tax	710.22	593.11	569.04	1,910.11	1,867.87	2,529.10
	b) Deferred tax	(20.39)	(1.20)	(10.31)	(53.90)	(69.64)	(41.77)
	c) Earlier years tax adjustment (net)	(13.56)	-	-	(13.56)	-	12.69
	Total (a+b+c)	676.27	591.91	558.73	1,842.65	1,798.23	2,500.02
9	Net profit for the period/year (7-8)	2,719.55	2,310.06	2,382.30	7,249.25	6,785.17	9,443.27
10	Other comprehensive income/(loss)						
	a) Items that will not be reclassified to profit and loss	1,901.29	(716.69)	(983.95)	2,746.32	1,253.24	695.71
	b) Income tax relating to items that will not be reclassified to profit and loss	(442.76)	167.13	228.97	(639.28)	(292.63)	(161.23)
	Total other comprehensive income/(loss)	1,458.53	(549.56)	(754.98)	2,107.04	960.61	534.48
11	Total comprehensive income/(loss) for the period/year (9+10)	4,178.08	1,760.50	1,627.32	9,356.29	7,745.78	9,977.75
	Net profit/(Loss) attributable to:						
	Owners of the Company	2,719.55	2,310.06	2,382.30	7,249.25	6,785.17	9,443.27
	Non-controlling interests	-	-	-	-	-	-
	Other comprehensive income attributable to:						
	Owners of Company	1,458.53	(549.56)	(754.98)	2,107.04	960.61	534.48
	Non-controlling interests	-	-	-	-	-	-
12	Paid up equity share capital (face value of Rs. 2 per share)	1,234.56	1,234.56	1,234.56	1,234.56	1,234.56	1,234.56
13	Earnings per equity share (face value of Rs. 2 per share) (not annualised)						
	Basic (Rs.)	4.41	3.74	3.86	11.74	10.99	15.30
	Diluted (Rs.)	4.41	3.74	3.86	11.74	10.99	15.30

Note:

- The above consolidated financial results for the quarter and nine months ended on 31 December 2025 have been reviewed and recommended for approval by the Audit Committee and accordingly approved by the Board of Directors of Talbro Automotive Components Limited ("the Company") at their respective meetings held on 11 February 2026 and have undergone "Limited Review" by the Statutory Auditors of the company. Mr. Anuj Talwar, JMD is duly authorised by Board to sign the financial results for submission to stock exchanges.
- Talbro Automotive Components Limited ("the Company") and its joint ventures are together referred as 'the Group' in the following notes. These consolidated financial results are prepared in accordance with the recognition and measurement principles of Indian Accounting Standards as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 of the Companies Act, 2013. The figures for the quarter ended 31 December 2025 and 2024 are the balancing figures between the unaudited figures in respect of nine months ended on that date and the published year to date figures upto the second quarter of the relevant financial year, which were subject to limited review.
- The Company has acquired 26% Equity Share Capital of CleanMax Kaziranga Private Limited (a special purpose vehicle to set up grid connected captive solar power project) to obtain solar power for captive consumption by its manufacturing units in the state of Haryana by investing Rs 337.49 Lacs.
- The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the Labour Codes). The Labour Codes have been made effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Group has evaluated the impact of the new labour code for employees and assessed that no material incremental liability arises on the same. The Group is in the process of evaluating other possible impact for contract workforce. However, the group is of the view that impact, if any, is unlikely to be material. The Group continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Codes and would make appropriate adjustments, if needed.
- In line with the provisions of Ind AS 108 - Operating Segments and on the basis the review of operations being done by the senior management, the operations of the Group fall under Auto Components & Parts business, which is considered to be the only reportable segment by the management.



For Talbro Automotive Components Limited

Anuj Talwar
Joint Managing Director
DIN : 00628063

Date : February 11, 2026
Place: Gurugram

NARESH TALWAR
D- 1/36. Vasant Vihar
New Delhi 110021

To,

Board of Directors,
TALBROS AUTOMOTIVE COMPONENTS LIMITED
14 / 1, Delhi-Mathura Road,
Faridabad, Haryana, 121003

Subject: Vacation of the office of Chairman of the Company.

Dear Members of the Board,

This letter is to formally announce my decision to step down from the position of the Chairman of the Company w.e.f. the closure of working hours on 31st March, 2026.

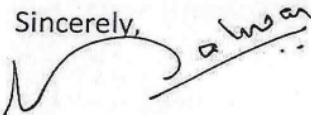
I take this opportunity to recommend to the Board for the elevation of Mr. Umesh Talwar, as Chairman of the Board. Mr. Umesh Talwar has led the Company for over two decades as its VCMD and has been instrumental in steering TACL's transformation into the world-class organization it is today.

His close engagement with the Board will strengthen the alignment of TACL's, long-term strategy with the Group's vision thereby paving way for deeper promoter involvement in shaping TACL's future. I am confident that Mr. Umesh Talwar, along with the able senior leadership team of TACL will guide the Company into its next phase of growth with vision, purpose and unity.

While I step down from the position of Chairman, I am pleased to confirm that I shall continue to serve on the Board as a Non-Executive Director and remain committed to supporting the long-term interest of the Company.

I wish to place on record my deep appreciation for the support, cooperation and trust extended to me by my fellow Board members, the management team, and all employees of TACL during my tenure as Chairman.

Sincerely,



Naresh Talwar
Chairman

DIN: 00059155

Date: 21st January, 2026



Talbro's Automotive
Components Ltd.

www.talbro's.com

Annexure-II

Disclosure as required under SEBI Master Circular No . SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 along with the details as required under Regulation 30 and other relevant provision of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

I.	S. No.	Particulars	Disclosures
	1.	Name of the Director	Mr. Naresh Talwar (DIN: 00059155)
	2.	Reason for change viz. appointment , re-appointment , resignation, removal , death or otherwise ;	To step down from the position of Chairman of the Board on close of working hours on 31 st March, 2026, and to continue as Non-Executive Director of the Company with effect from 1 st April, 2026, for remaining term upto 31 st March, 2029, not liable to retire by rotation.
	3.	Date of appointment /reappointment /Cessation and term of appointment/ re-appointment	31 st March, 2026
	4.	Brief profile (in case of appointment)	Not Applicable
	5.	Disclosure of relationships between Directors (in case of appointment of a director).	Not Applicable

II.	S. No.	Particulars	Disclosures
	1.	Name of the Director	Mr. Umesh Talwar (DIN: 00059271)
	2.	Reason for change viz. appointment , re-appointment , resignation, removal , death or otherwise ;	Elevation to the position of Executive Chairman (in the capacity of Whole-Time Director) and KMP, of the Company on revised remuneration for a period of three years with effect from 1 st April, 2026 till 31 st March, 2029, not liable to retire by rotation. To assume the responsibilities in the new role as Executive Chairman, Mr. Umesh Talwar will be demitting the office of Vice Chairman and Managing Director on close of working hours on 31 st March, 2026.
	3.	Date of appointment /reappointment /Cessation and term of appointment/ re-appointment	Date of appointment: w.e.f. 1 st April, 2026 (Change in designation)
	4.	Brief profile (in case of appointment)	Mr. Umesh Talwar has been the Executive Vice Chairman and Managing Director of the Company since year 2000. He has rich and varied experience in automotive sector and continues to make valuable contributions in overall growth of the Company. Under Mr. Umesh Talwar's guidance the Company navigated through tough market conditions, strengthened its foundation for success, and strategically delivered volume-led competitive growth.





Talbro's Automotive
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5.	Disclosure of relationships between Directors (in case of appointment of a director).	Mr. Umesh Talwar is brother of Mr. Naresh Talwar and father of Mr. Anuj Talwar.
6.	Information as required under BSE Circular No. LIST/COM/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 th June, 2018	Mr. Umesh Talwar is not debarred from holding the office of Director pursuant to any SEBI order or order of any such Authority

III.	S. No.	Particulars	Disclosures
	1.	Name of the Director	Mr. Anuj Talwar (DIN: 00059271)
	2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment as Managing Director (in the capacity of Whole-Time Director) and KMP, of the Company on revised remuneration for a period of three years with effect from 1 st April, 2026 till 31 st March, 2029, liable to retire by rotation To assume the responsibilities in the new role as Managing Director, Mr. Anuj Talwar will be demitting the office of Joint Managing Director on close of working hours on 31 st March, 2026
	3.	Date of appointment/ re-appointment /Cessation and term of appointment/ re-appointment	Date of appointment: w.e.f. 1 st April, 2026 (Change in designation)
	4.	Brief profile (in case of appointment)	Mr. Anuj Talwar is currently holding the position of Joint Managing Director of the Company since 2016. With his passionate entrepreneurial skills, Mr. Anuj Talwar has spearheaded many pioneering initiatives for Company as well as its JV Companies, viz. Marelli Talbro's Chassis Systems Private Limited and Talbro's Marugo Rubber Private Limited. As an enthusiastic young leader, he has been actively involved in strategic and leadership role. His active participation in day to day business operation as well as in various industry related events has given him the experience at the forefront of Indian Automatic industry and deep knowledge of Company's business.
	5.	Disclosure of relationships between Directors (in case of appointment of a director).	Mr. Anuj Talwar is son of Mr. Umesh Talwar.
	6.	Information as required under BSE Circular No. LIST/COM/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 th June, 2018	Mr. Anuj Talwar is not debarred from holding the office of Director pursuant to any SEBI order or order of any such Authority



IV.	S. No.	Particulars	Disclosures
	1.	Name of the Director	Mr. Varun Talwar (DIN: 00263984)
	2.	Reason for change viz. appointment , re-appointment , resignation, removal, death or otherwise;	Appointment as Vice Chairman and Managing Director of the Company for a period of three years with effect from 1 st April, 2026 till 31 st March, 2029, liable to retire by rotation. To assume the responsibilities in the new role as Vice Chairman and Managing Director, Mr. Varun Talwar will be demitting the office of Joint Managing Director on close of working hours on 31 st March, 2026.
	3.	Date of appointment/ re-appointment /Cessation and term of appointment/re-appointment	Date of appointment: w.e.f. 1 st April, 2026 (Change in designation)
	4.	Brief profile (in case of appointment);	Mr. Varun Talwar has over two decades of industrial experience and deep expertise in the automotive sector. He has worked overseas with Stoffel Seals Corporation, a New York based Company besides American Express Bank, New York. He has more than 25 years of rich experience in the IT Sector, Auto Components and Health Care Industry. His entrepreneurial acumen and significant contributions have been instrumental in advancing the Company's business, particularly within the Forging Division.
	5.	Disclosure of relationships between Directors (in case of appointment of a director).	Mr. Varun Talwar is son of Mr. Naresh Talwar and brother of Mr. Vidur Talwar.
	6.	Information as required under BSE Circular No. LIST/COM/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 th June, 2018	Mr. Varun Talwar is not debarred from holding the office of Director pursuant to any SEBI order or order of any such Authority



V.	S. No.	Particulars	Disclosures
	1.	Name	Mr. Ashish Gupta
	2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Mr. Ashish Gupta has been designated and appointed as the Chief Executive Officer (CEO) and KMP of the Company with effect from 1 st April, 2026
	3.	Date of appointment/reappointment /Cessation and term of appointment/re-appointment	Date of appointment: 1 st April, 2026
	4.	Brief profile (in case of appointment);	<p>Mr. Ashish Gupta in his current role, is the Chief Executive Officer of Marelli Talbro's Chassis Systems Pvt. Ltd., a leading automotive components joint venture between Talbro's Automotive Components and Marelli Suspension Systems, Italy SpA.</p> <p>Mr. Ashish Gupta, a production engineering graduate, is a seasoned leader with over 35 years of experience across diverse industries. He has held senior roles in India and abroad, including Germany and the CIS region, and has been instrumental in setting up and scaling automotive manufacturing operations.</p> <p>Mr. Ashish Gupta excels in driving operational excellence, profitability, and innovation. His expertise in factory operations, quality assurance, and team building has consistently delivered sustainable growth and superior value to stakeholders.</p>
	5.	Disclosure of relationships between Directors (in case of appointment of a director).	Not Applicable
	6.	Information as required under BSE Circular No. LIST/COM/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 th June, 2018	Not Applicable

