



Talbro's Automotive
Components Ltd.

www.talbro's.com

September 25, 2018

The Bombay Stock Exchange Ltd.

Phiroze Jeejeebhoy Towers,
Dalal street, Fort,
Mumbai- 400 001

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051

Company Code: 505160 / TALBROAUTO

Sub: Proceedings of 61st Annual General Meeting (AGM) of the Company held on 25th September, 2018

Dear Sir/ Madam,

As per requirement of Regulations 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 61st AGM of the Company held at 10:30 a.m. on Tuesday, the 25th day of September, 2018 at Hotel Atrium, Shooting Range Road, Suraj Kund, Faridabad- 121001, Haryana are enclosed herewith.

You are requested to take the same on your records.

Thanking you,

Yours Sincerely

For Talbro's Automotive Components Limited

Seema Narang
Company Secretary

Encl: As above

PROCEEDING OF THE 61ST ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF TALBROS AUTOMOTIVE COMPONENTS LIMITED HELD AT 10:30 A.M. ON TUESDAY, 25TH SEPTEMBER, 2018 AT HOTEL ATRIUM, SHOOTING RANGE ROAD, SURAJKUND, FARIDABAD-121001, HARYANA
COMMENCED AT 10:30 AM AND CONCLUDED AT 12:00 NOON

Present on the Dias

Mr. Umesh Talwar	Vice- Chairman & Managing Director (Chairman for the meeting)
Mr. Varun Talwar	Joint Managing Director
Mr. Anuj Talwar	Joint Managing Director
Mr. Navin Juneja	Director & Group CFO
Mr. V. Mohan	Director, Chairman of Audit Committee
Mr. Manish Khanna	CFO
Mrs. Seema Narang	Company Secretary
Mr. Akhil Bhalla and	Representative from M/s. J C Bhalla & Co.,
Mr. Aman Aggrawal	Statutory Auditors

The 61st Annual General Meeting (AGM) of the Shareholders of Talbros Automotive Components Limited was held at 10:30 a.m. on Tuesday, the 25th day of September, 2018 at Hotel Atrium, Shooting Range Road, Surajkund, Faridabad- 121001, Haryana.

Mrs. Seema Narang, Company Secretary welcomed the Shareholders and introduced Directors present at the dias and the representative of Statutory Auditors. Mrs. Kiran Sharma, Scrutinizer for Poll and e-voting was also present in the meeting.

In absence of Mr. Naresh Talwar, Mr. Umesh Talwar took the chair with the unanimous consent of all present and after confirming the quorum being present, commenced the proceedings by extending a hearty welcome to all the members. He also conveyed the best wishes of the Chairman to the members.

The requisite quorum being present, the Chairman called the meeting to order.

The Chairman delivered his speech and briefed the members about Company's operations, performance and future business plans. The members applauded the milestones achieved by the Company. Queries raised by shareholders regarding future business prospects of the Company were clarified/ answered by the Directors to the satisfaction of shareholders.

With the permission of the members the Notice of the meeting and the Directors' Report were taken as read.

Chairman requested Company Secretary to read the unqualified Auditors' Report. However members present proposed that the same be taken as read and then with the permission of the shareholder the same was taken as read.

The Chairman briefed about the resolutions proposed and authorised the Company Secretary for further proceedings of AGM and to order Poll.

Thereafter the Company Secretary informed the shareholders that the Notice of 61st Annual General Meeting together with the Annual Report was mailed/ dispatched to the shareholders with 10 agenda items. In compliance with Companies Act 2013 read with the relevant Rules, the Company had provided e-voting facility through Karvy Computershare Pvt. Ltd. which remained opened for 3 days commencing at 9:00 A.M. on 22nd September, 2018 till 5:00 P.M. on 24th September, 2018.

She then requested the shareholders, who had not opted for e-voting, to cast their vote on each of the agenda items in the Polling papers already handed over to them at the registration counter. She stated that the result of the e-voting and Poll will be declared immediately upon the receipt of the consolidated Scrutinizer report (on or before the stipulated period) and will be available at the Company's website www.talbro.com, at the websites of Karvy Computershare Pvt. Ltd. and the Stock Exchanges and ordered for Poll on all ordinary and special resolutions as set out in businesses mentioned at items 1 to 10 of the Notice of the 61st Annual General Meeting.



The following items of business were transacted at the meeting by voting through ballots:

Item No.	Particulars	Resolution
Ordinary Business:		
1.	Adoption of Balance Sheet, Statement of Profit and Loss and Cash Flow Statement for the financial year ended March 31, 2018. and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Declaration of Dividend @ 15% on paid- up Equity Share Capital for the financial year ended March 31, 2018.	Ordinary
3.	To re-appoint Mr. Vidur Talwar (DIN: 00114643) a Director who retires by rotation.	Ordinary
Special Business:		
4.	To appoint Ms. Priyanka Gulati (DIN: 07087707) as an Independent Director of the Company for a period of five years.	Ordinary
5.	To consider revision in the remuneration of Mr. Umesh Talwar, Vice-Chairman & Managing Director of the Company.	Special
6.	To consider revision in the remuneration of Mr. Anuj Talwar, Joint Managing Director of the Company.	Special
7.	Agreement with JV Company- Talbros Marugo Rubber Pvt. Ltd. for Purchase/ Sale of Rubber, Rubber Compound, other Chemicals and to do job work for each other.	Ordinary
8.	To give Corporate Guarantee in connection with financial facilities availed by JV Company- Magneti Marelli Talbros Chassis Systems Private Limited from IDFC Bank Limited.	Special
9.	Adoption/ substitution of new set of Articles of Association of the Company.	Special
10.	Ratification of remuneration of M/s. Vijender Sharma & Co., (Firm Registration No. 00180) as Cost Auditors for financial year ended 31 st March, 2019.	Ordinary

Shareholders casted their votes through Poll in presence of Mrs. Kiran Sharma, Scrutinizer for e-voting and Poll at the AGM.

Mrs. Seema Narang, Company Secretary informed the members that the result of the e-voting and Poll shall be disseminated to the Stock exchanges and also uploaded on the website of Company within 48 hours of the conclusion of the meeting

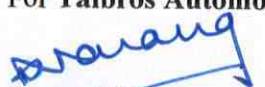
She thanked the shareholders for participating in the 61st Annual General Meeting of the Company.

Mr. Tony Bhatia and Mr. Kailash Mehta, shareholders of the Company proposed a vote of thanks to the Chair on behalf of the shareholders.

The Chairman declared the meeting as closed.

The Meeting concluded at 12 noon.

For Talbros Automotive Components Limited


Seema Narang
Company Secretary

