



TalbroS Automotive
Components Ltd.

www.talbroS.com

28th September, 2022

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal street, Fort, Mumbai- 400 001 Scrip Code: 505160	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 Company Code: TALBROAUTO
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Sub: Submission of (i) Scrutinizer's Report (ii) Combined Voting Results of E-voting (remote e-voting and e-voting during Annual General Meeting) for 65th Annual General Meeting (AGM) of the Company held on 26th September, 2022.

Dear Sir/ Madam,

In terms of the requirement of Regulation 44 (3) of SEBI (LODR) Regulations, 2015, please find enclosed herewith:

- i) Report of the Scrutinizer dated September 27, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure –I**.
- ii) Combined voting results of valid votes cast through remote e-voting and e-voting at AGM pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure –II**.

You are requested to take the same on your records.

Thanking you,

Yours Sincerely
For **TalbroS Automotive Components Limited**

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Company Secretary

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Encl: As above

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 as amended}

To,
The Chairman
Talbro's Automotive Components Limited
14/1, Delhi Mathura Road,
P.O. Amar Nagar, Faridabad-121003

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the 65th Annual General Meeting (AGM) of Talbro's Automotive Components Limited held on Monday, the 26th day of September, 2022 at 11.00 a.m. (IST) through video conferencing ('VC')/other audio visual means ('OAVM').

I, Kiran Sharma, proprietor of M/s. Kiran Sharma & Co., Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Talbro's Automotive Components Limited (**the Company**) in its meeting held on **23rd May, 2022** for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting during the 65th Annual General Meeting ('AGM') in respect of the resolutions as mentioned in the Notice dated 23rd May, 2022 for the 65th AGM of the Company held on Monday, the 26th day of September, 2022 at 11.00 a.m. (IST) through video conferencing ('VC')/other audio visual means ('OAVM').

The Company has confirmed that the Notice of the AGM dated 23rd May, 2022 alongwith Annual Report 2021-22 was sent to the Members in respect to the resolutions proposed to be passed at the 65th AGM of the Company, through electronic mode to those Members whose email addresses are registered with the Company/Depositories/RTA, in compliance with the relevant provisions of the Companies Act, 2013 read with Rules, General Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("LODR Regulation") and other applicable laws and regulations.

The hard copies of 65th Annual Report were sent to members who requested for the same.

For 65th AGM of the Company, I submit as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act, and the Rules made thereunder (ii) the MCA Circulars and (iii) the LODR Regulations, related to e-voting in respect of the resolutions contained in the AGM Notice including the dispatch of notice to the shareholders and also for ensuring a secured platform for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated Scrutinizer's Report of the votes cast in **Favour (Assent)** or **Against (Dissent)** in respect of the resolutions contained



in the AGM Notice, based on the report generated from the e-voting system provided by NSDL.

3. The remote e-voting period commenced on Friday, September 23, 2022 at 09:00 A.M. (IST) and ended on Sunday, September 25, 2022 at 05:00 P.M. (IST) at e-voting platform on the designated website of National Securities Depository Limited (NSDL), authorized agency to provide e-voting facility i.e. www.evoting.nsdl.com. The Company also provided e-voting facility to the Members who participated/attended the AGM through VC/OAVM to enable such Members to cast their votes, if they had not cast their vote earlier through remote-voting.
4. The Members of the Company as on the "cut off" date i.e. Monday, September 19, 2022 were entitled to avail the facility of remote e-voting as well as e-voting at the 65th AGM (herein collectively referred as "e-votes/e-voting") on the proposed resolutions as set out in the Notice of 65th AGM of the Company.
5. The total paid up Equity Share Capital of the Company as on "cut off" date i.e. Monday, September 19, 2022 was Rs. 12,34,56,300 (Rupees Twelve Crore Thirty-Four lakhs Fifty-Six Thousand three Hundred) divided into 1,23,45,630 (One Crore Twenty-Three Lakhs Forty-Five Thousand Six Hundred and Thirty) Equity Shares of Rs. 10/- (Rupees Ten only) each.
6. After completion of e-voting at the 65th AGM, the e-votes cast by the Shareholders were unblocked in presence of two witnesses i.e. Mr. Murlidhar Talreja and Mr. Tony Bhatia who are not in the employment of the Company.
7. The data of e-votes was diligently scrutinized and reconciled with the records maintained by the KFIN Technologies Limited, Registrar and Share Transfer Agent ("RTA") of the Company. Detailed registers were maintained containing the summary of results of e-voting at 65th AGM.
8. The Consolidated Report on the results of e-voting is as under:

ORDINARY BUSINESS

Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Financial Statements (Standalone and Consolidated) of the Company for the year ended March 31, 2022 including audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	283	73,95,081	99.997
Dissent	5	222	0.003
Total	288	73,95,303	100.000

Ordinary Resolution set out at item no. 1 of Notice stands **PASSED** with requisite majority.



Resolution No.2: Ordinary Resolution

To Confirm Payment of Interim Dividend @ 10 % (i.e. Rs. 1.00/-) per equity Shares for the financial year 2021-22.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	283	73,95,070	99.997
Dissent	5	233	0.003
Total	288	73,95,303	100.000

Ordinary Resolution set out at item no. 2 of Notice stands **PASSED** with requisite majority.

Resolution No.3: Ordinary Resolution

To Declare a Final Dividend @ 15 % (i.e. Rs. 1.50/-) per equity Shares for the financial year 2021-22.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	283	73,95,081	99.997
Dissent	5	222	0.003
Total	288	73,95,303	100.000

Ordinary resolution set out at item no. 3 of Notice stands **PASSED** with requisite majority.

Resolution No.4: Ordinary Resolution

To re-appoint Mr. Varun Talwar (DIN: 00263984) as Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	272	62,69,732	99.992
Dissent	12	515	0.008
Total	284	62,70,247	100.000

Ordinary Resolution set out at item no. 4 of Notice stands **PASSED** with requisite majority.



Resolution No.5: Ordinary Resolution

To re-appoint Mr. Anuj Talwar (DIN: 00628063) as Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	274	70,19,769	99.993
Dissent	12	515	0.007
Total	286	70,20,284	100.000

Ordinary Resolution set out at item no. 5 of Notice stands **PASSED** with requisite majority.

Resolution No.6: Ordinary Resolution

To re-appoint M/s. J C Bhalla & Co., Chartered Accountants as Statutory Auditors of the Company for a second term of five years to hold the office from conclusion of 65th AGM till the conclusion of 70th AGM.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	277	73,94,521	99.990
Dissent	10	774	0.010
Total	287	73,95,255	100.000

Ordinary Resolution set out at item no. 6 of Notice stands **PASSED** with requisite majority.

SPECIAL BUSINESS**Resolution No.7: Special Resolution**

To appoint Mr. Deepak Jain (DIN: 00004972) as an Independent Director for a term of five years commencing from 29th December, 2021, not liable to retire by rotation.

Special Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	278	73,94,959	99.996
Dissent	9	336	0.004
Total	287	9395295	100.000



Special Resolution set out at item no. 7 of Notice stands **PASSED** with requisite majority.

Resolution No.8: Ordinary Resolution

To approve the material related party transactions with M/s. QH Talbros Private Limited for Sale/Purchase of Company's products upto maximum amount of Rs. 95.00 Crores during FY 2022-23.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	264	5,52,989	99.849
Dissent	10	839	0.151
Total	274	5,53,828	100.000

Ordinary Resolution set out at item no. 8 of Notice stands **PASSED** with requisite majority.

Resolution No.9: Ordinary Resolution

To approve related party transactions with M/s. QH Talbros Private Limited for receipt of Royalty as consideration for permission to use the Trademark of Company for sales in the aftermarket.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	265	5,53,489	99.940
Dissent	9	339	0.060
Total	274	5,53,828	100.000

Ordinary Resolution set out at item no. 9 of Notice stands **PASSED** with requisite majority.

Resolution No. 10: Ordinary Resolution

To approve the related party transactions with M/s. Nippon Leakless Talbros Private Limited for purchase/sale of gaskets to each other upto Rs. 3.00 Crores during FY 2022-23.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	265	552994	99.849
Dissent	10	839	0.151
Total	275	553833	100.000



Ordinary Resolution set out at item no. 10 of Notice stands **PASSED** with requisite majority.

Resolution No. 11: Ordinary Resolution

To approve related party transactions with M/s Talbros Marugo Rubber for Purchase/Sale of Rubber, Rubber Compound, other chemicals and to do job work for each other upto Rs. 2.00 Crores during FY 2022-23.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	267	5,53,569	99.849
Dissent	8	264	0.151
Total	275	553833	100.000

Ordinary Resolution set out at item no. 11 of Notice stands **PASSED** with requisite majority.

Resolution No.12: Ordinary Resolution

To approve material related party transactions with M/s Talbros Indiparts Private Limited for sale of Company's products in the aftermarket upto Rs. 60 Crores during FY 2022-23.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	266	5,53,564	99.952
Dissent	8	264	0.048
Total	274	553828	100.000

Ordinary Resolution set out at item no. 12 of Notice stands **PASSED** with requisite majority.

Resolution No.13: Ordinary Resolution

To ratify and confirm the Remuneration of Cost Auditors for FY 2022-23.

Ordinary Resolution			
Particulars	Voter Count	Number of Valid Votes	Percentage (%)
Assent	277	73,94,959	99.996
Dissent	10	336	0.004
Total	287	73,95,295	100.000

Ordinary Resolution set out at item no. 13 of Notice stands **PASSED** with requisite majority.



I report as under:

1. All the Thirteen Resolutions mentioned in the Notice of the AGM as per the details above have been PASSED with the requisite majority and hence deemed to have been passed at the 65th AGM.
2. The Company may accordingly declare the result of the voting through remote e-voting and e-voting at the AGM to the respective authorities.
3. The electronic data and all other relevant records relating to e-voting received from NSDL are under my safe custody and will be handed over to Ms. Seema Narang, Company Secretary and Compliance Officer, for preserving safely after the Chairman signs the minutes of the AGM.
4. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of National Depositories Services Limited. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty or care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,
For Kiran Sharma & Co
Company Secretaries

KS

Kiran Sharma
Proprietor
Scrutinizer
FCS 4942/ C.P. 3116
UDIN: F004942D001058491



Date: 27.09.2022
Place: New Delhi

COMBINED VOTING RESULTS

General Information about the Company	
Scrip Code	505160
NSE Symbol	TALBROAUTO
ISIN	INE187D01011
Name of the Company	Talbros Automotive Components Ltd.
Type of Meeting	Annual General Meeting
Date of the meeting/ last day of receipt of postal ballot forms (in case of postal ballot)	26 th September, 2022
Start time of the meeting	11:00 a.m.
End time of the meeting	11:56 a.m.

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Scrutinizer's Details	
Name of the Scrutinizer	Kiran Sharma
Name of the Firm	Kiran Sharma & Co., Company Secretaries
Qualification	Company Secretary (CS)
Membership No.	4942
Date of Board Meeting in which appointed	23 rd May, 2022
Date of issuance of Report to the Company	27 th September, 2022

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**SUMMARY OF VOTING RESULTS OF 65TH ANNUAL GENERAL MEETING OF
TALBROS AUTOMOTIVE COMPONENTS LIMITED**

Record Date	19th September, 2022
Date of declaration of Result	27th September, 2022
Total number of shareholders on record date	36275
No. of shareholders present in the meeting in person/ through proxy: Promoters & Promoter Group Public Total	Not applicable. Meeting was held through video conferencing.
No. of shareholders attended the meeting through Video Conferencing: Promoters & Promoter Group Public (Members) Total	 3 137 140

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Details of voting results at the 65th AGM of the Company as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Resolution 1: Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31st March, 2022 including audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Resolution required : **Ordinary Resolution**
 Mode of Voting : **E-voting**
 Result : **PASSED with Requisite majority**
 Whether promoter/ promoter group are : **No**
 Interested in the agenda/ resolution?

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
Promoters and Promoters Group	E-voting	71,94,988	68,19,970	94.788	68,19,970	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Sub-total		68,19,970	94.788	68,19,970	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,333	11.546	5,75,111	222	99.961	0.039
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,333	11.546	5,75,111	222	99.961	0.039
Total		1,23,45,630	73,95,303	59.902	73,95,081	222	99.997	0.003

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Resolution 2: Confirmation of Interim Dividend @ 10% on paid-up Equity Share Capital for the financial year ended 31st March, 2022.

Resolution required : **Ordinary Resolution**
Mode of Voting : E-voting
Result : **PASSED with Requisite majority**
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
Promoters and Promoters Group	E-voting	71,94,988	68,19,970	94.788	68,19,970	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		68,19,970	94.788	68,19,970	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,333	11.546	5,75,100	233	99.960	0.040
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,333	11.546	5,75,100	233	99.960	0.040
Total		1,23,45,630	73,95,303	59.902	73,95,070	233	99.997	0.003

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Resolution 3: Declaration of Final Dividend @ 15% on paid-up Equity Share Capital for the financial year ended 31st March, 2022.

Resolution required : **Ordinary Resolution**
 Mode of Voting : E-voting
 Result : **PASSED with Requisite majority**
 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
Promoters and Promoters Group	E-voting	71,94,988	68,19,970	94.788	68,19,970	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		68,19,970	94.788	68,19,970	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,333	11.546	5,75,111	222	99.961	0.039
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,333	11.546	5,75,111	222	99.961	0.039
Total		1,23,45,630	73,95,303	59.902	73,95,081	222	99.997	0.003

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Resolution 4: Re-appointment of Mr. Varun Talwar (DIN: 00263984) as Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution required : **Ordinary Resolution**
 Mode of Voting : **E-voting**
 Result : **PASSED with Requisite majority**
 Whether promoter/ promoter group are interested in the agenda/ resolution? : **Yes**

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
Promoters and Promoters Group	E-voting	71,94,988	56,94,914	79.151	56,94,914	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		56,94,914	79.151	56,94,914	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,333	11.546	5,74,818	515	99.910	0.090
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,333	11.546	5,74,818	515	99.910	0.090
Total		1,23,45,630	62,70,247	50.789	62,69,732	515	99.992	0.008

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Resolution 5: Re-appointment of Mr. Anuj Talwar (DIN: 00628063) as Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution required : **Ordinary Resolution**
Mode of Voting : E-voting
Result : **PASSED with Requisite majority**
Whether promoter/ promoter group are interested in the agenda/ resolution? : Yes

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
Promoters and Promoters Group	E-voting	71,94,988	64,44,951	89.576	64,44,951	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		64,44,951	89.576	64,44,951	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,333	11.546	5,74,818	515	99.910	0.090
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,333	11.546	5,74,818	515	99.910	0.090
Total		1,23,45,630	70,20,284	56.865	70,19,769	515	99.993	0.007

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Resolution 6: Re-appointment of M/s. J C Bhalla & Co., Chartered Accountants as Statutory Auditors of the Company for a second term of five years

Resolution required : **Ordinary Resolution**
 Mode of Voting : E-voting
 Result : **PASSED with Requisite majority**
 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
Promoters and Promoters Group	E-voting	71,94,988	68,19,970	94.788	68,19,970	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		68,19,970	94.788	68,19,970	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,325	11.546	5,74,551	774	99.866	0.135
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,325	11.546	5,74,551	774	99.866	0.135
Total		1,23,45,630	73,95,295	59.902	73,94,521	774	99.990	0.010

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Resolution 7: Appointment of Mr. Deepak Jain (DIN: 00004972) as an Independent Director for a period of five years, not liable to retire by rotation.

Resolution required : **Special Resolution**
 Mode of Voting : **E-voting**
 Result : **PASSED with Requisite majority**
 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
Promoters and Promoters Group	E-voting	71,94,988	68,19,970	94.788	68,19,970	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		68,19,970	94.788	68,19,970	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,325	11.546	5,74,989	336	99.942	0.058
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,325	11.546	5,74,989	336	99.942	0.058
Total		1,23,45,630	73,95,295	59.902	73,94,959	336	99.996	0.004

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Resolution 8: Approval of material related party transactions with M/s QH Talbros Private Limited for Sale/Purchase of Company's products

Resolution required : **Ordinary Resolution**
Mode of Voting : **E-voting**
Result : **PASSED with Requisite majority**
Whether promoter/ promoter group are interested in the agenda/ resolution? : **YES**

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
Promoters and Promoters Group	E-voting	71,94,988	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,53,828	11.114	5,52,989	839	99.849	0.151
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,53,828	11.114	5,52,989	839	99.849	0.151
Total		1,23,45,630	5,53,828	4.486	5,52,989	839	99.849	0.151

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Resolution 9: Approval of related party transactions with M/s QH Talbros Private Limited for receipt of Royalty

Resolution required : **Ordinary Resolution**
Mode of Voting : **E-voting**
Result : **PASSED with Requisite majority**
Whether promoter/ promoter group are interested in the agenda/ resolution? : **YES**

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
Promoters and Promoters Group	E-voting	71,94,988	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,53,828	11.114	5,53,489	339	99.934	0.061
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,53,828	11.114	5,53,489	339	99.934	0.061
Total		1,23,45,630	5,53,828	4.486	5,53,489	339	99.934	0.061

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Resolution 10: Approval of related party transactions with M/s QH Talbros Private Limited for receipt of Royalty

Resolution required : **Ordinary Resolution**
Mode of Voting : **E-voting**
Result : **PASSED with Requisite majority**
Whether promoter/ promoter group are interested in the agenda/ resolution? : **YES**

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
Promoters and Promoters Group	E-voting	71,94,988	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,53,833	11.114	5,52,994	839	99.849	0.151
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,53,833	11.114	5,52,994	839	99.849	0.151
Total		1,23,45,630	5,53,833	4.486	5,52,994	839	99.849	0.151

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Resolution 11: Approval of related party transactions with M/s Talbros Marugo Rubber for Purchase/Sale of Rubber, Rubber Compound, other chemicals and to do job work for each other.

Resolution required : **Ordinary Resolution**
Mode of Voting : E-voting
Result : **PASSED with Requisite majority**
Whether promoter/ promoter group are interested in the agenda/ resolution? : **YES**

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
Promoters and Promoters Group	E-voting	71,94,988	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,53,833	11.114	5,53,569	264	99.952	0.048
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,53,833	11.114	5,53,569	264	99.952	0.048
Total		1,23,45,630	5,53,833	4.486	5,53,569	264	99.952	0.0048

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Resolution 12: Approval of material related party transactions with M/s Talbros Indiparts Private Limited for sale of Company's products in the aftermarket.

Resolution required : **Ordinary Resolution**
Mode of Voting : **E-voting**
Result : **PASSED with Requisite majority**
Whether promoter/ promoter group are interested in the agenda/ resolution? : **YES**

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
Promoters and Promoters Group	E-voting	71,94,988	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,53,828	11.114	5,53,564	264	99.952	0.048
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,53,828	11.114	5,53,564	264	99.952	0.048
Total		1,23,45,630	5,53,828	4.486	5,53,564	264	99.952	0.048

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Resolution 13: Approval of Remuneration of Cost Auditor

Resolution required : **Ordinary Resolution**
Mode of Voting : E-voting
Result : **PASSED with Requisite majority**
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
Promoters and Promoters Group	E-voting	71,94,988	68,19,970	94.788	68,19,970	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		68,19,970	94.788	68,19,970	0	100.000	0.000
Public-Institutional	E-voting	1,67,643	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		0	0.000	0	0	0.000	0.000
Public-Non-Institutional	E-voting	49,82,999	5,75,325	11.546	5,74,989	336	99.942	0.058
	Poll		0	0.000	0	0	0.000	0.000
	Sub-total		5,75,325	11.546	5,74,989	336	99.942	0.058
Total		1,23,45,630	73,95,295	59.902	73,94,959	336	99.996	0.004

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