



## TALBROS ENGINEERING LIMITED



18<sup>th</sup> September, 2014

FILE NO. 8981

The Executive Director  
M/s Delhi Stock Exchange Association Limited  
3/1 DSE House  
Asaf Ali Road  
New Delhi-110002.

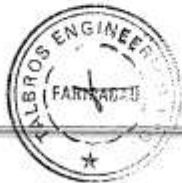
**Sub.: Submission of Details regarding the voting results for 28<sup>th</sup> Annual General Meeting under clause 35A of Listing Agreement.**

Dear Sir,

In compliance with clause 35A of Listing Agreement, we are pleased to submit the following information, in the prescribed format, regarding voting results on the business transacted as per Notice dated 07<sup>th</sup> August, 2014 of the 28<sup>th</sup> Annual General Meeting (AGM) of the Company held on 13<sup>th</sup> September, 2014 at 11:30 a.m. at Hotel Millennium, 67, Neelam Bata Road, Faridabad, Haryana – 121 001

Date of AGM	13 <sup>th</sup> September, 2014
Total Number of shareholders as on record date (05 <sup>th</sup> September, 2014)	5973
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	8
Public:	38
No. of Shareholders attended the meeting through Video Conferencing	Not arranged

The mode of voting was by way of E-voting and Poll. The Agenda wise details are provided in the Annexure attached herewith.



REGD. OFF. & FAC. : 74-75, SECTOR-6,  
FARIDABAD - 121 006 (HARYANA) INDIA

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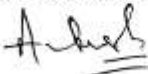
Email : [axleshafits@bnt-talbro's.com](mailto:axleshafits@bnt-talbro's.com)  
Website : [www.bnt.talbro's.com](http://www.bnt.talbro's.com)

A copy of Scrutinizer's report is also enclosed for your perusal and records.  
You are requested to take the above information on records.

Thanking you,

Yours faithfully,

**For Talbros Engineering Limited**



**Ankush Jindal  
Company Secretary**



Encl.: a/a

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**TALBROS ENGINEERING LIMITED**

Regd. Office: Plot No. 74-75, Sector 6, Faridabad, Haryana - 121 006

Agenda wise details of Voting on business transacted as per notice of 28th AGM of Talbros Engineering Limited held on 13th September, 2014

The mode of voting on all resolutions was E-voting and poll conducted at the Meeting:

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 1: Adoption of Financial Statements for the year ended 31st March 2014 &amp; Adoption of consolidated Financial Statements for the year ended 31st March 2014. (Ordinary Resolution)</b>							
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57	-
Public - Institutional Holders	45,715	-	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43	-
<b>Total</b>	<b>2,538,252</b>	<b>1,843,694</b>	<b>72.64</b>	<b>1,843,694</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Resolution No. 2: Re-appointment of Mr. Vijay Kumar Sharma, who retires by rotation. (Ordinary Resolution)</b>							
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57	-
Public - Institutional Holders	45,715	-	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43	-
<b>Total</b>	<b>2,538,252</b>	<b>1,843,694</b>	<b>72.64</b>	<b>1,843,694</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Resolution No. 3: Declare Dividend on Equity Share Capital for F.Y. ended on 31st March 2014. (Ordinary Resolution)</b>							
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57	-
Public - Institutional Holders	45,715	-	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43	-
<b>Total</b>	<b>2,538,252</b>	<b>1,843,694</b>	<b>72.64</b>	<b>1,843,694</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Resolution No. 4: Re-Appointment of M/s Rakesh Raj &amp; Associates, Chartered Accountants, as Statutory Auditors and Fixing their Remuneration. (Ordinary Resolution)</b>							
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57	-
Public - Institutional Holders	45,715	-	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43	-
<b>Total</b>	<b>2,538,252</b>	<b>1,843,694</b>	<b>72.64</b>	<b>1,843,694</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



Resolution No. 5: Appointment of Mr. Sumil Kumar, as an Independent Director, who retires by rotation. (Special Resolution)						
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57
Public - Institutional Holders	45,715	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43
Total	2,538,252	1,843,694	72.64	1,843,694	-	100.00
Resolution No. 6: Confirmation of Ms. Priyanka Khtar as an Independent Director. (Special Resolution)						
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57
Public - Institutional Holders	45,715	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43
Total	2,538,252	1,843,694	72.64	1,843,694	-	100.00
Resolution No. 7: Consideration of limits of borrowings u/s 180(1)(c) of the Companies Act, 2013. (Special Resolution)						
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57
Public - Institutional Holders	45,715	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43
Total	2,538,252	1,843,694	72.64	1,843,694	-	100.00
Resolution No. 8: Adoption of New Article of Association of company containing regulations in conformity with the Companies Act, 2013. (Special Resolution)						
Promoter and Promoter Group	1,835,828	1,835,828	72.33	1,835,828	-	99.57
Public - Institutional Holders	45,715	-	-	-	-	-
Public-Others	656,709	7,866	0.31	7,866	-	0.43
Total	2,538,252	1,843,694	72.64	1,843,694	-	100.00

