



Date: September 30, 2025

The Manager
Corporate Relationship Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Scrip Code: 538987

Sub.: Outcome of the 39th Annual General Meeting of Talbros Engineering Limited.

Dear Sir/Madam,

The 39th (Thirty Ninth) Annual General Meeting of the Members of Talbros Engineering Limited (the “AGM”) was held today, i.e., Tuesday, September 30, 2025 at 11:35 A.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

We hereby inform that at the AGM, the Ordinary and the Special Businesses, as listed in the Notice of the AGM dated August 7, 2025, have been approved with requisite majority and the details of the said businesses along with the profiles of the Directors, appointed / re-appointed at the AGM, are given in the said Notice.

In this regard, please find enclosed the Summary of proceedings of the AGM under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

We request you to take the same on record.

Thanking You.

Yours Faithfully,
For Talbros Engineering Limited

Kajal Gupta
Company Secretary and Compliance Officer

Encl.: as above

TALBROS ENGINEERING LIMITED

Corporate and Regd. Office
Plot No.: 74-75-76, Sector - 06,
Faridabad - 121006 (Haryana) INDIA

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CIN No. L74210HR1986PLC033018
GST No. 06AABCT0247LZZD
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SUMMARY OF PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING OF TALBROS ENGINEERING LIMITED

In compliance with the General Circulars No. 14/2020, No. 17/2020, No. 20/2020, No. 02/2021, No. 2/2022, No. 10/2022 and No. 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 and latest dated September 19, 2024 respectively (hereinafter, collectively referred as the “MCA Circulars”) read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62, No. SEBI/HO/CFD/PoD- 2/P/CIR/2023/4 and No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2023/167 dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and October 7, 2023 respectively, the 39th AGM was duly convened and held on Tuesday, September 30, 2025 through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), which commenced at 11:35 A.M. (IST) and concluded at 12.16 P.M. (IST) (including the time allowed for e-Voting during the AGM).

Mrs. Ruchi Patni, GM-Finance, welcomed the members to the meeting & introduced other directors present at the Meeting. She also briefed the general instructions pertaining to the e-voting at AGM of the Company. Mr. Sarabjeet Singh has been elected as Chairman of the Meeting, chaired the proceedings and greeted the Members at the AGM. As the requisite quorum was present, the Chairman called the Meeting to order. All the directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee etc., were also present at the AGM.

The representative(s) of M/s. Rakesh Raj & Associates, the Statutory Auditors and M/s. Anuj Gupta & Associates, the Secretarial Auditor for the financial year 2024-25, were also present at the Meeting.

Total 48 Members attended the AGM as per the records of the attendance.

Thereafter, the Notice dated August 7, 2025, convening the 39th AGM (the “Notice”) was taken as read with the consent of the Members present.

The GM Finance mentioned that there were no qualifications, observations or other remarks made by the Auditors in their Report on the Financial Statements or by the Secretarial Auditors in its Secretarial Audit Report for the financial year ended March 31, 2025 which may have any adverse effect on the functioning of the Company. The said Reports were briefly read out.

The Chairman then delivered his speech, highlighting, inter alia, the Key developments of the Company for the financial year 2024-25, covering CSR initiatives, financial performance and key focus areas.

Thereafter, the resolutions were presented at the Meeting with the objectives and implications thereof, as applicable, were explained for consideration by the shareholders. Speakers then expressed their feedback and suggestions. No query was asked by the shareholder of the company.

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The GM-Finance informed the Members that pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided e-Voting facilities to all its Members through CDSL in respect of each of the businesses contained in the Notice. The remote e-Voting commenced on Saturday, September 27, 2025 (9:00 A.M. IST) and concluded on Monday, September 29, 2025 (5:00 P.M. IST). For Members present at the AGM, who had not cast their votes through remote e-Voting, were offered e-Voting facility during the AGM to cast their votes electronically.

The voting rights of the Members were reckoned based on the number of shares held by them as on the cut-off date i.e., Tuesday, September 23, 2025. Mr. Anuj Gupta of M/s. Anuj Gupta and Associates, was appointed as the Scrutinizer.

Thereafter, the following businesses as set out in the Notice were transacted:

S. No.	Particulars
ORDINARY BUSINESS (Ordinary Resolution)	
1.	Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.
2.	Declaration of Final Dividend of Rs. 2.5/- per Equity Share of Rs. 10/- each, fully paid-up, for the financial year ended March 31, 2024, as recommended by the Board.
3.	Re-appointment of Mr. Ankush Jindal (DIN: 03634690), as a Director of the Company, liable to retire by rotation.
SPECIAL BUSINESS (Special Resolution)	
4.	Re-appointment of Mr. Vijay Kumar Sharma (DIN: 06394784)) as Whole-time Director of the Company.
5.	Appointment of Mr. Sumit Kumar Sachdeva (DIN: 08774114) as Non-Executive and Independent Director of the company.
6.	Increase the Borrowing Limit u/s 180 (1) (c) of the Companies Act, 2013.
7.	Provide Security in connection with the borrowing of the company under section 180 (1) (a) of the companies act, 2013.
SPECIAL BUSINESS (Ordinary Resolution)	
8.	Appointment of M/s Anuj Gupta and Associates as Secretarial Auditor of the company.

Thereafter, the Chairman authorised Mr. Ankush Jindal, Executive Director and/or Ms. Kajal Gupta, Company Secretary and Compliance Officer of the company, to declare the result of voting and informed that the results shall be uploaded on the website of the Company and Stock Exchanges within 48 hours from the conclusion of the AGM.

The GM Finance, thereafter, thanked all the attendees and the members for their participation and constructive suggestions and wished them for their good health.

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The Meeting was concluded with a vote of thanks to the Chair. The e-Voting facility was kept open for another 15 minutes to enable the Members to cast their votes.

The businesses mentioned in the Notice / the resolution(s) forming part of the Notice shall be deemed to be passed on the date of AGM - Tuesday, September 30, 2025.

For Talbros Engineering Limited

Kajal Gupta
Company Secretary and Compliance Officer

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