



Talbro's Automotive
Components Ltd.

www.talbro's.com

August 8, 2023

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: Outcome of the Board Meeting held on August 8, 2023

Dear Sir/ Ma'am,

Pursuant to Regulation 30 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors has in its meeting held today August 8, 2023 inter alia, considered and approved the following matters:

1. Sub-division/split of the existing Equity Shares of the Company from 1 (One) Equity Share having face value of Rs. 10/- (Rupees Ten only) each fully paid-up, into 5 (Five) Equity Shares having face value of Rs. 2/- (Rupees Two only) each fully paid-up, subject to the approval of Shareholders of the Company in the ensuing AGM.

The Record Date for the sub-division/split of existing equity shares shall be decided by the Board post approval of the shareholders and will be intimated to the Exchanges in due course.

2. Consequential alteration of the Capital Clause 5 of the Memorandum of Association of the Company on account of aforesaid sub-division/split of existing Equity Shares by deletion of existing Capital Clause 5 i.e.

The Authorized Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten) each."

and inserting the new Capital Clause 5 i.e.

"5. The Authorized Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs. 2/- (Rupees Two) each,"

subject to the approval of shareholders of the Company in the ensuing AGM.



3. The Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended June 30, 2023 which have been considered and reviewed by the Audit Committee in its meeting held today i.e. August 8, 2023.

A copy of the Unaudited Financial Results (Standalone and Consolidated) for the quarter ended June 30, 2023 are enclosed along with Limited Review Report of M/s. J.C. Bhalla & Co., Chartered Accountants, Statutory Auditors of the Company.

The full format of the financial results for the quarter ended June 30, 2023 shall be available on the website of the Stock exchanges where equity shares of the Company are listed i.e. www.nseindia.com and www.bseindia.com and on Company's website www.talbros.com.


The detailed disclosures for aforesaid point no. 1 as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure I**.

Further the Notice of 66th Annual General Meeting has been amended in today's Board Meeting to include matters relating to point no. 1 and 2 as mentioned above.

The meeting of the Board of Directors commenced at 12:30 p.m. and concluded at 2:30 p.m.

This is for your kind information and records.

Thanking you,
Yours Sincerely
For **Talbros Automotive Components Limited**


Seema Narang
Company Secretary

Encl: as above



Annexure -1

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for point no. (i)

S. No.	Particulars	Disclosure																													
1.	Split Ratio	1:5 i.e. existing One (1) Equity Share of face value of Rs. 10/- each, fully paid-up, will be sub-divided/split into Five (5) Equity Shares of face value of Rs. 2/- each, fully paid-up																													
2.	Rationale behind the split	To enhance trading activity and liquidity of the Company's equity shares, to encourage participation of small investors by making equity shares of the Company more attractive to invest due to increased volume on account of larger free float and lowered price per share																													
3.	Pre and post share capital - authorized, paid-up and subscribed	<table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">Pre Sub-Division/Split</th> <th colspan="2">Post Sub-Division/Split</th> </tr> <tr> <th>No. of Equity Shares</th> <th>Face Value (RS.)</th> <th>No. of Equity Shares</th> <th>Face Value (Rs.)</th> </tr> </thead> <tbody> <tr> <td colspan="5" style="text-align: center;">Authorized Equity Share Capital</td> </tr> <tr> <td>Equity Shares</td> <td>2,00,00,000</td> <td>10/-</td> <td>10,00,00,000</td> <td>2/-</td> </tr> <tr> <td colspan="5" style="text-align: center;">Issued, Subscribed and Paid-up Equity Share Capital</td> </tr> <tr> <td>Equity Shares</td> <td>1,23,45,630</td> <td>10/-</td> <td>6,17,28,150</td> <td>2/-</td> </tr> </tbody> </table>	Particulars	Pre Sub-Division/Split		Post Sub-Division/Split		No. of Equity Shares	Face Value (RS.)	No. of Equity Shares	Face Value (Rs.)	Authorized Equity Share Capital					Equity Shares	2,00,00,000	10/-	10,00,00,000	2/-	Issued, Subscribed and Paid-up Equity Share Capital					Equity Shares	1,23,45,630	10/-	6,17,28,150	2/-
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4.	Expected time of completion	Within Two (2) months from the date of approval of shareholders of the Company																													
5.	Class of shares which are subdivided	Equity shares																													
6.	Number of shares of each class pre and post split	Refer details stated at point no. 3 above																													
7.	Number of shareholders who did not get any shares in consolidation and their pre consolidation shareholding	Not Applicable																													



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 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 Standalone Unaudited Financial Results of Talbros Automotive Components Limited ("the Company") for the quarter ended June 30, 2023 ("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. 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. Attention is drawn to the fact that the figures of the three months ended 31 March 2023 as reported in the Statement are balancing figures between audited figures in respect of the full previous financial year and the published year-to-date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of the previous financial year had only been reviewed and not subjected to audit.



5. Based on our review conducted and procedure performed as stated in paragraph 3 above, nothing has come to our attention that cause 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



(Akhil Bhalla)

Partner

Membership No. 505002

UDIN: 23505002B9TITR6249



Place: New Delhi

Date : August 8, 2023

TALBROS AUTOMOTIVE COMPONENTS LIMITED

CIN : L29199HR1956PLC033107

REGD. OFFICE : 14/1, DELHI MATHURA ROAD,

FARIDABAD-121 003 (HARYANA)

Tel No.: 0129-2251482

Website: www.talbro.com, Email: seema_narang@talbro.com

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2023

(Rs. in lacs)

S. No.	Particulars	Standalone			
		Quarter ended		Year ended	
		30-Jun-23	31-Mar-23	30-Jun-22	31-Mar-23
		Unaudited	Audited	Unaudited	Audited
1	Income				
	a) Revenue from operations	18,282.62	17,494.60	15,297.25	64,718.32
	b) Other income	248.65	192.34	170.65	619.95
	Total income	18,531.27	17,686.94	15,467.90	65,338.27
2	Expenses				
	a) Cost of materials consumed	9,788.39	9,225.26	8,505.98	35,317.02
	b) Purchase of stock-in-trade	129.05	148.31	179.28	496.91
	c) Changes in inventories of finished goods, working in progress and stock-in-trade	152.48	317.44	(551.69)	(701.65)
	d) Employee benefits expense	2,014.33	1,753.05	1,786.36	7,069.39
	e) Finance costs	320.25	316.15	227.61	1,135.87
	f) Depreciation and amortisation expense	599.83	585.16	554.51	2,372.34
	g) Other expenses	3,662.79	3,558.56	3,473.09	13,806.99
	Total expenses	16,667.12	15,903.93	14,175.14	59,496.87
3	Profit/(Loss) before exceptional items and tax (1-2)	1,864.15	1,783.01	1,292.76	5,841.40
4	Exceptional items - Gain/(Loss)	-	-	-	-
5	Profit/(Loss) before tax (3-4)	1,864.15	1,783.01	1,292.76	5,841.40
6	Tax expense				
	a) Current tax	493.04	419.48	355.12	1,517.48
	b) Deferred tax	(26.36)	31.79	(31.50)	(53.22)
	c) Earlier years tax adjustment (net)	-	2.27	-	6.81
	Total (a+b+c)	466.68	453.54	323.62	1,471.07
7	Net profit/(Loss) for the period/year (5-6)	1,397.47	1,329.47	969.14	4,370.33
8	Other comprehensive income/(loss)				
	a) Items that will not be reclassified to profit and loss	4,579.65	1,351.11	296.69	1,720.43
	b) Income tax relating to items that will not be reclassified to profit and loss	(1,066.87)	(316.88)	(67.88)	(401.38)
	Total other comprehensive income/(loss)	3,512.78	1,034.23	228.81	1,319.05
9	Total comprehensive income/(loss) for the period (7+8)	4,910.25	2,363.70	1,197.95	5,689.38
10	Paid up equity share capital (face value of Rs. 10 per share)	1,234.56	1,234.56	1,234.56	1,234.56
11	Earnings per equity share (face value of Rs. 10 per share) (not annualised)				
	Basic (Rs.)	11.32	10.77	7.85	35.40
	Diluted (Rs.)	11.32	10.77	7.85	35.40

Note:

- The above standalone financial results have been reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on August 08, 2023 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 code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come in to effect has not been notified. The Company will assess the impact of the Code when it comes in to effect and will record any related impact in the period the Code becomes effective.
- 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.
- The comparative figures have been regrouped/reclassified, wherever necessary to make them comparable with current period.

For Talbros Automotive Components Limited



Date : August 08, 2023
Place: Gurugram

Anuj Talwar
Joint Managing Director
DIN : 00628063

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 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 June 30, 2023 ("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. 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.

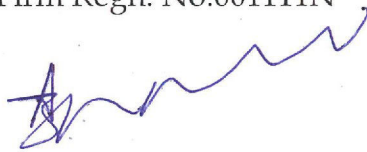
4. The Statement includes the results of the following joint venture entities:
 - (i) Nippon Leakless Talbros Private Limited
 - (ii) Marelli Talbros Chassis Systems Private Limited
 - (iii) Talbros Marugo Rubber Private Limited



5. Attention is drawn to the fact that the figures of the three months ended 31 March 2023 as reported in the Statement are balancing figures between audited figures in respect of the full previous financial year and the published year-to-date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of the previous financial year had only been reviewed and not subjected to audit.
6. Based on our review conducted and procedure performed as stated in paragraph 3 above, nothing has come to our attention that cause 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.

The consolidated unaudited financial results include the Group's share of net profit after tax of Rs. 344.34 lakhs for the quarter ended on June 30, 2023, respectively and total comprehensive income of Rs.343.23 lakhs for the quarter ended June 30, 2023, respectively, as considered in the statement, in respect of three 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



(Akhil Bhalla)

Partner

Membership No. 505002

UDIN: 23505002 BQTITS7454



Place: New Delhi

Date : August 8, 2023

TALBROS AUTOMOTIVE COMPONENTS LIMITED

CIN :L29199HR1956PLC033107

REGD. OFFICE : 14/1, DELHI MATHURA ROAD,
FARIDABAD-121 003 (HARYANA)

Tel No.: 0129-2251482

Website: www.talbros.com, Email: seema_narang@talbros.com

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2023

(Rs. in lacs)

S. No.	Particulars	Consolidated			
		Quarter ended		Year ended	
		30-Jun-23	31-Mar-23	30-Jun-22	31-Mar-23
		Unaudited	Audited	Unaudited	Audited
1	Income				
	a) Revenue from operations	18,282.62	17,494.60	15,297.25	64,718.32
	b) Other income	248.65	192.34	170.65	619.95
	Total income	18,531.27	17,686.94	15,467.90	65,338.27
2	Expenses				
	a) Cost of materials consumed	9,788.39	9,225.26	8,505.98	35,317.02
	b) Purchase of stock-in-trade	129.05	148.31	179.28	496.91
	c) Changes in inventories of finished goods, working in progress and stock-in-trade	152.48	317.44	(551.69)	(701.65)
	d) Employee benefits expense	2,014.33	1,753.05	1,786.36	7,069.39
	e) Finance costs	320.25	316.15	227.61	1,135.87
	f) Depreciation and amortisation expense	599.83	585.16	554.51	2,372.34
	g) Other expenses	3,662.79	3,558.56	3,473.09	13,806.99
	Total expenses	16,667.12	15,903.93	14,175.14	59,496.87
3	Profit/(Loss) before exceptional items, share in profit of joint ventures (net) and tax (1-2)	1,864.15	1,783.01	1,292.76	5,841.40
4	Exceptional items - Gain/(Loss)	-	-	-	-
5	Profit/(Loss) before share in profit of joint ventures (net) and tax (3-4)	1,864.15	1,783.01	1,292.76	5,841.40
6	Share in profit/(loss) of joint ventures (net)	344.34	359.02	221.07	1,187.37
7	Profit/(Loss) before tax (5+6)	2,208.49	2,142.03	1,513.83	7,028.77
8	Tax expense				
	a) Current tax	493.04	419.48	355.12	1,517.48
	b) Deferred tax	(26.36)	31.79	(31.50)	(53.22)
	c) Earlier years tax adjustment (net)	-	2.27	-	6.81
	Total (a+b+c)	466.68	453.54	323.62	1,471.07
9	Net profit for the period/year (7-8)	1,741.81	1,688.49	1,190.21	5,557.70
10	Other comprehensive income/(loss)				
	a) Items that will not be reclassified to profit and loss	4,578.54	1,346.44	296.80	1,716.00
	b) Income tax relating to items that will not be reclassified to profit and loss	(1,066.87)	(316.88)	(67.88)	(401.38)
	Total other comprehensive income/(loss)	3,511.67	1,029.56	228.92	1,314.62
11	Total comprehensive income/(loss) for the period/year (9+10)	5,253.48	2,718.05	1,419.13	6,872.32
	Net profit/(Loss) attributable to:				
	Owners of the Company	1,741.81	1,688.49	1,190.21	5,557.70
	Non-controlling interests	-	-	-	-
	Other comprehensive income attributable to:				
	Owners of Company	3,511.67	1,029.56	228.92	1,314.62
	Non-controlling interests	-	-	-	-
12	Paid up equity share capital (face value of Rs. 10 per share)	1,234.56	1,234.56	1,234.56	1,234.56
13	Earnings per equity share (face value of Rs. 10 per share) (not annualised)				
	Basic (Rs.)	14.11	13.68	9.64	45.02
	Diluted (Rs.)	14.11	13.68	9.64	45.02

Note:

- The above consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on August 08, 2023 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 code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come in to effect has not been notified. The Group will assess the impact of the Code when it comes in to effect and will record any related impact in the period the Code becomes effective.
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- The comparative figures have been regrouped/reclassified, wherever necessary to make them comparable with current period.



For Talbros Automotive Components Limited

Anuj Talwar
Anuj Talwar
Joint Managing Director
DIN : 00628063
Anuj Talwar

Date : August 08, 2023
Place: Gurugram