

9th September, 2024

To,
Manager (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 523828

To,
Manager – Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, BandraKurla Complex,
Bandra (East),
Mumbai – 400051
Symbol: MENONBE

Dear Sir/Ma'am,

Sub: Voting results of the 33rd Annual General Meeting (“AGM”) of the Company held on Friday, 6th September, 2024, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 33rd AGM of the Company held on Friday, 6th September, 2024 at 11:00 A.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) without physical presence of the members at a common venue in accordance with all applicable circulars issued by the Ministry of Corporate Affairs.

The proceedings of the 33rd AGM were conducted at the Registered Office of the Company situated at G-1, MIDC, Gokul Shirgaon, Kolhapur-416234, Maharashtra, India which is considered as deemed venue of the AGM.

Further, to facilitate the voting during the AGM to the members present thereat and did not cast their votes earlier through remote e-voting facility, and who were eligible to vote, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of the 33rd AGM dated 18th July, 2024.

CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Mumbai was appointed as Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and e-voting during the AGM) in a fair and transparent manner.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM on which Scrutinizer has made Consolidated Scrutinizer’s Report. The results along with Consolidated Scrutinizer’s Report are being uploaded on the website of the Company at www.menonbearings.in and on the website of Link Intime India Private Limited at www.linkintime.co.in.

The AGM was attended by requisite quorum and the following businesses were transacted:

1) ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024 ALONG WITH THE REPORTS OF THE BOARD OF DIRECTORS' AND AUDITORS' THEREON:

The members received, considered and adopted the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 alongwith the reports of the Board of Directors' and Auditors' thereon by passing Ordinary Resolutions with unanimous consent.

2) NOTING OF PAYMENT OF INTERIM DIVIDEND FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024:

The members noted the payment of interim dividend of Rs. 2.25 per equity share on 5,60,40,000 equity shares having face value of Re. 1/- each declared on 15th July, 2023 for the financial year ended 31st March, 2024 by passing Ordinary Resolution with unanimous consent.

3) APPOINTMENT OF A DIRECTOR IN PLACE OF MR. ARUN ARADHYE (DIN: 03052587), WHO RETIRED BY ROTATION AND BEING ELIGIBLE, OFFERED HIMSELF FOR RE-APPOINTMENT AS DIRECTOR:

The members re-appointed Mr. Arun Aradhye (DIN: 03052587), as a Director of the Company, who retired by rotation and being eligible offered himself for re-appointment by passing Ordinary Resolution with requisite majority.

4) APPROVAL OF REMUNERATION PAYABLE TO M/S. C. S. ADAWADKAR & CO., COST AUDITORS, PUNE (FRN: 100401) FOR THE FINANCIAL YEAR 2024-2025:

The members approved the remuneration payable to M/s. C. S. Adawadkar & Co., Cost Auditors, Pune (FRN: 100401) for the financial year 2024-2025 by passing Ordinary Resolution with requisite majority.

Kindly take the same on your record.

Thanking you.

Yours faithfully

For **Menon Bearings Limited**

Manmay Kalyankar
Company Secretary & Compliance Officer
Membership No.: A29264

Encl.: As stated above

Voting Results:

Date of the AGM	6 th September, 2024
Total number of shareholders on record date	27,851
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	4 46

Resolution No. 1:

Resolution Required: (Ordinary)			Ordinary Resolutions for adoption of:					
			a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2024 together with the reports of the Board of Directors' and Auditors' thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2024 together with the report of the Auditors' thereon.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter Group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public- Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	120980	0.7401	120980	0	100.0000	0.0000
	Poll		10	0.0001	10	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		16345747	120990	0.7402	120990	0	100.0000
TOTAL		56040000	39449490	70.3952	39449490	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution passed unanimously.

Resolution No. 2:

Resolution Required: (Ordinary)			Ordinary Resolution for taking note of payment of interim dividend for the financial year ended 31 st March, 2024.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter Group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public-Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	120980	0.7401	120980	0	100.0000	0.0000
	Poll		10	0.0001	10	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	TOTAL		16345747	120990	0.7402	120990	0	100.0000
TOTAL		56040000	39449490	70.3952	39449490	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution passed unanimously.

Resolution No. 3:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of a director in place of Mr. Arun Aradhye (DIN: 03052587), who retired by rotation and being eligible, offered himself for re-appointment as director.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter Group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public-Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	119980	0.7340	119929	51	99.9575	0.0425
	Poll		10	0.0001	10	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		16345747	119990	0.7341	119939	51	99.9575
TOTAL		56040000	39448490	70.3935	39448439	51	99.9999	0.0001

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

Resolution No. 4:

Resolution Required: (Ordinary)			Ordinary Resolution for approval of remuneration payable to M/s. C. S. Adawadkar & Co., Cost Accountants, Pune (FRN: 100401), Cost Auditors of the Company for the financial year ending 31 st March, 2025.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public- Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	120841	0.7393	120836	5	99.9959	0.0041
	Poll		10	0.0001	10	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		16345747	120851	0.7394	120846	5	99.9959
TOTAL		56040000	39449351	70.3950	39449346	5	99.9999	0.0001

Invalid votes: Nil

Result: The resolution passed with requisite majority.



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Arun Aradhya
Chairman of 33rd Annual General Meeting of
MENON BEARINGS LIMITED
G-1, MIDC, Gokul Shirgaon,
Kolhapur – 416234,
Maharashtra, India.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting done by members of the Company through "remote e-voting process" and "e-voting process" at 33rd Annual General Meeting held on 6th September, 2024.

I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of Menon Bearings Limited ('Company') in its meeting held on 18th July, 2024 for the purpose of scrutinizing the voting done through remote e-voting process and the e-voting process during the 33rd Annual General Meeting ('AGM') of the Company held on Friday, 6th September, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 4 in the Notice of the 33rd AGM of the members of the Company dated 18th July, 2024.

I submit my report as under:

1. As per the guidelines issued by the Ministry of Corporate Affairs vide General Circular No. 09/2023 dated 25th September, 2023 read with earlier circulars issued from time to time in this regard (collectively referred to as 'MCA Circulars'), the 33rd AGM was held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and rules relating to the remote e-voting and the e-voting during the 33rd AGM on the resolutions contained in the said notice of the 33rd AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and the e-voting conducted during the 33rd AGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by Link Intime India Private Limited ('LIIPL'), the agency engaged by the Company to provide e-voting facility i.e. remote e-voting facility and e-voting facility during the 33rd AGM.

Consolidated Scrutinizer's Report / MBL / 33rd AGM



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3. The Notice of the 33rd AGM dated 18th July, 2024 along with the statement setting out material facts under Section 102 of the Act and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') was sent to the members through e-mail on 14th August, 2024 whose email addresses were registered with the Company / Depository Participants. The said notice was dispatched on the basis of Register of Members and List of Beneficial Owners as on 9th August, 2024.
4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, and as required under said Circulars, the Company published advertisement about sending of the notice of the 33rd AGM through e-mail, in English newspaper "Business Standard" and in the Marathi newspaper "Pudhari" on Wednesday, 14th August, 2024 and published advertisement giving notice of the 33rd AGM, providing remote e-voting facility and e-voting facility during the said AGM and book closure in English newspaper "Business Standard" and in the Marathi newspaper "Pudhari" on Thursday, 15th August, 2024.
5. The voting rights of members were considered in proportion to their share in the paid-up equity share capital of the Company as on cut-off date i.e. on Friday, 30th August, 2024.
6. In terms of the aforesaid Notice, the remote e-voting was kept open for 3 (three) days i.e. from Tuesday, 3rd September, 2024 (9:00 A.M.) to Thursday, 5th September, 2024 (5:00 P.M.). The members cast their votes electronically on remote e-voting platform provided by LIPL. The shareholders, who were present at the 33rd AGM of the Company through VC / OAVM and had not voted through remote e-voting process earlier, were allowed to cast their votes through e-voting system provided by LIPL during the 33rd AGM.
7. The summary of the voting through remote e-voting facility and e-voting facility during the 33rd AGM are as under:





Resolution No. 1:

Resolution Required: (Ordinary)			Ordinary Resolutions for adoption of:					
			a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2024 together with the reports of the Board of Directors and Auditors thereon; and					
			b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2024 together with the report of the Auditors thereon.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public- Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	120980	0.7401	120980	0	100.0000	0.0000
	E-voting during the AGM		10	0.0001	10	0	100.0000	0.0000
	TOTAL		16345747	120990	0.7402	120990	0	100.0000
TOTAL		56040000	39449490	70.3952	39449490	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.





Resolution No. 2:

Resolution Required: (Ordinary)			Ordinary Resolution for taking note of payment of interim dividend for the financial year ended 31 st March, 2024.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public-Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	120980	0.7401	120980	0	100.0000	0.0000
	E-voting during the AGM		10	0.0001	10	0	100.0000	0.0000
	TOTAL		16345747	120990	0.7402	120990	0	100.0000
TOTAL		56040000	39449490	70.3952	39449490	0	100.0000	0.0000

Invalid votes: Nil

Result: The resolution is passed unanimously.





Resolution No. 3:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of a director in place of Mr. Arun Aradhye (DIN: 03052587), who retired by rotation and being eligible, offered himself for re-appointment as director.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public- Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	119980	0.7340	119929	51	99.9575	0.0425
	E-voting during the AGM		10	0.0001	10	0	100.0000	0.0000
	TOTAL		16345747	119990	0.7341	119939	51	99.9575
TOTAL		56040000	39448490	70.3935	39448439	51	99.9999	0.0001

Invalid votes: Nil

Result: The resolution is passed with requisite majority.





Resolution No. 4:

Resolution Required: (Ordinary)			Ordinary Resolution for approval of remuneration payable to M/s. C. S. Adawadkar & Co., Cost Accountants, Pune (FRN: 100401), Cost Auditors of the Company for the financial year ending 31 st March, 2025.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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
Promoter and Promoter group	Remote E-Voting	39328500	39328500	100.0000	39328500	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		39328500	39328500	100.0000	39328500	0	100.0000
Public-Institutions	Remote E-Voting	365753	0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL		365753	0	0.0000	0	0	0.0000
Public- Non Institutions	Remote E-Voting	16345747	120841	0.7393	120836	5	99.9959	0.0041
	E-voting during the AGM		10	0.0001	10	0	100.0000	0.0000
	TOTAL		16345747	120851	0.7394	120846	5	99.9959
TOTAL		56040000	39449351	70.3950	39449346	5	99.9999	0.0001

Invalid votes: Nil

Result: The resolution is passed with requisite majority.





The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.



For M Baldeva Associates
Company Secretaries

CS Manish Baldeva
Proprietor

Place: Mumbai
Date: 9th September, 2024

M. No. FCS 6180; C.P. No. 11062
Peer Review: 1436/2021
UDIN: F006180F001177922

Countersigned by

For Menon Bearings Limited

Chairman / Authorised Signatory