

20thJuly, 2019

To,
Manager (CRD)
BSE Limited ✓
PhirozeJeejeebhoy 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 Sirs,

Sub: Voting results of the 28th Annual General Meeting ("AGM") of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 28thAGM of the Company held on Thursday, 18th July, 2019 at 11.00 a.m. at "The Residency Club, P.O. New Palace, Kolhapur - 416003".

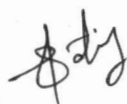
We are also enclosing the consolidated report of the Scrutinizer for the resolutions passed through E-Voting and voting by poll at the AGM. The above are being uploaded on the Company's website.

Kindly take the same on record.

Thanking you

Yours faithfully

For Menon Bearings Limited



Suraj Patil
Company Secretary & Compliance Officer
ACS No.: A54404



Encl.: As stated above

| AGM Voting Results | |
|--|--|
| Company Name | Menon Bearings Limited |
| Date of Notice of AGM | 23 rd April, 2019 |
| Date of the AGM/ EGM/Declaration of results of Postal Ballot | 18 th July, 2019 |
| Total No. of shareholders as on the record date/cut-off date (12 th July, 2019) | 14,612 |
| No. of Shareholders present in the meeting in person or through proxy: | |
| Promoters and Promoters Group: | 2 |
| Public: | 106 |
| No. of Shareholders attended the meeting through video conferencing: | Not Applicable |
| Promoters and Promoters Group: | 0 |
| Public: | 0 |
| Mode of voting | Remote e-voting and through ballot forms |

RESOLUTION NO. 1: Ordinary Resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with Report of Directors' and of the Auditors' thereon..

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution | | | | | |
|--|----------------|--------------------|---------------------------|---|-------------------------|----------------------|-------------------------------------|------------------------------------|
| 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 favor | No. of votes-against | % of votes in favor on votes polled | % of Votes against on votes polled |
| Promoter and Promoter Group | E-Voting | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.0000 | 0.0000 |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.0000 |

REGD. OFFICE & WORKS :
MIDC, GOKUL SHIRGAON, KOLHAPUR - 416 234. INDIA
Phones : + 91 231 26 72 279 / 533 / 487 Fax : + 91 231 267 22 78



E-mail : admin@menonbearings.in
Visit us at : http : // www.menonbearings.in
CIN : L29130PN1991PLC062352



MENON BEARINGS LIMITED



| | | | | | | | | |
|-------------------------|---------------|-----------------|-----------------|----------------|-----------------|---------------|---------------|-----------------|
| Public-Institutions | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 | 0.0000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 |
| Public-Non Institutions | E-Voting | 15086932 | 4507 | 0.0299 | 4507 | - | 100.00 | - |
| | Poll | | 257469 | 1.7066 | 257469 | - | 100.00 | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 15086932 | 261976 | 1.7364 | 261976 | - | 100.00 |
| Total | | 56040000 | 40660456 | 72.5561 | 40660456 | - | 100.00 | - |

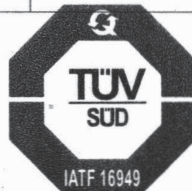
Invalid votes (Public – Non institutional) : 9223

Result: The Resolution is passed unanimously

RESOLUTION NO. 2: Ordinary Resolution for taking note of payment of interim dividend on Equity Shares of the Company for the financial year ended 31st March, 2019.

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution | | | | | |
|--|----------------|--------------------|---------------------------|---|-------------------------|----------------------|-------------------------------------|------------------------------------|
| 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 favor | No. of votes-against | % of votes in favor on votes polled | % of Votes against on votes polled |
| Promoter and Promoter Group | E-Voting | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.0000 | 0.000 |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.0000 |
| Public- | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 | 0.0000 |

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CIN : L29130PN1991PLC062352



MENON BEARINGS LIMITED



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| Institutions | Poll | | - | - | - | - | - | - |
|-------------------------|---------------|-----------------|-----------------|----------------|-----------------|----------|---------------|--------------|
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 | 0.000 |
| Public-Non Institutions | E-Voting | 15086932 | 4507 | 0.0299 | 4507 | 0 | 100.00 | 0.000 |
| | Poll | | 257469 | 1.7066 | 257469 | 0 | 100.00 | 0.000 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 15086932 | 261976 | 1.7364 | 261976 | 0 | 100.00 |
| Total | | 56040000 | 40660456 | 72.5561 | 40660456 | 0 | 100.00 | 0.000 |

Invalid votes (Public – Non institutional) : 9223

Result: The resolution is passed unanimously.

RESOLUTION NO. 3: Ordinary Resolution for appointment of a Director in place of Mr. R. D. Dixit (DIN: 00626827), who retires by rotation and being eligible, offers himself for re-appointment as director.

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution | | | | | |
|--|----------------|--------------------|---------------------|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoter and Promoter group | E-Voting | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.000 | 0.000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| TOTAL | | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.000 | 0.000 |

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| | | | | | | | | |
|----------------|---------------|-----------------|-----------------|----------------|-----------------|-------------|----------------|---------------|
| Public - Inst. | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.000 | 0.0000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| TOTAL | | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.000 | 0.000 |
| Public NI | E-Voting | 15086932 | 4507 | 0.0299 | 3307 | 1200 | 73.3748 | 26.6252 |
| | Poll | | 257469 | 1.7066 | 257469 | 0 | 100.00 | 0.000 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 15086932 | 261976 | 1.7364 | 260776 | 1200 | 99.5419 | 0.4581 |
| Total | | 56040000 | 40660456 | 72.5561 | 40659256 | 1200 | 99.9970 | 0.0030 |

Invalid votes (Public – Non institutional) : 9223

Result: The Resolution is passed with requisite majority.

RESOLUTION NO. 4: Ordinary Resolution for approval of remuneration payable to M/s. C. S. Adawadkar & Co., Cost Accountant, Pune (FRN: 100401) for the financial year 2019-20.

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution | | | | | |
|--|----------------|--------------------|---------------------|---|--------------------------|----------------------|--------------------------------------|-----------------------------|
| 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 |

MENON BEARINGS LIMITED



MENON BEARINGS

| | | | | ng shares | | | polled | votes polled |
|--------------------------------------|------------------|-----------------|-----------------|----------------|-----------------|-------------|----------------|-----------------|
| Promoter and Promoter group | E-Voting | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.000 | 0.000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | TOTAL | 39737880 | 39737880 | 100.00 | 39737880 | 0 | 100.000 | 0.000 |
| Public - Inst. | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.000 0 | 0.0000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | TOTAL | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.000 | 0.000 |
| Public NI | E-Voting | 15086932 | 4507 | 0.0299 | 3307 | 1200 | 73.3748 | 26.625 |
| | Poll | | 257469 | 1.7066 | 257469 | 0 | 100.00 | 0.000 |
| | Postal Ballot | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | TOTAL | 15086932 | 261976 | 1.7364 | 260776 | 1200 | 99.5419 | 0.4581 |
| TOTAL | | 56040000 | 40660456 | 72.5561 | 40659256 | 1200 | 99.9970 | 0.0030 |

Invalid votes (Public – Non institutional) : 9223



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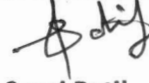


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CIN : L29130PN1991PLC062352

Result: The Resolution is passed with requisite majority.

Date: 20th July, 2019
Place: Kolhapur

For MENON BEARINGS LIMITED



Suraj Patil

Company Secretary & Compliance Officer
Membership No. A54404





CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
Mr. R. D. Dixit
Chairman of 28th Annual General Meeting of
MENON BEARINGS LIMITED
G-1, MIDC, Gokul Shirgaon,
Kolhapur-416 234

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on voting done through Remote E- Voting Process and by Polling Papers at 28th Annual General Meeting held on 18th July, 2019.

1. I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of Menon Bearings Limited ('the Company') in its meeting held on 23rd April, 2019 for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the 28th Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rules 20 and 21 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 28th Annual General Meeting (AGM) of the members of the Company dated 23rd April, 2019.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice of 28th AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the 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 the Link Intime India Private Limited (LIPL), the agency engaged by the Company to provide e-voting facility for e-voting and poll conducted at the 28th AGM.
3. The Notice of the 28th AGM dated 23rd April, 2019 along with the statement setting out material facts under Section 102 of the Act was sent to the members through courier and e-mail on 24th June, 2019. The said notice was dispatched on the basis of Register of Members and List of Beneficiaries as provided by the depositories as on 14th June, 2019.





4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatch of the notice of 28th AGM and providing e-voting facility in the English newspaper "Business Standard" and Marathi newspaper "Pudhari" on 25th June, 2019.
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. Friday, 12th July, 2019.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Monday, 15th July, 2019 (from 09:00 a.m.) to Wednesday, 17th July, 2019 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by Link Intime India Private Limited. The Company also provided Polling Papers for casting vote at the 28th Annual General Meeting held on 18th July, 2019 to the members present, who did not vote through remote e-voting facility.
7. As required under the said Rules, after the closure of the voting at the 28th Annual General Meeting, the votes cast through polling papers were counted, thereafter the votes cast under remote e-voting facility provided by Link Intime India private Limited were unblocked in the presence of two persons, who are not in the employment with the Company.
8. The summary of the voting through e-voting process and polling papers are as under:





Resolution No. 1:

| Resolution Required: | | | Ordinary Resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2019 together with Reports of the Directors' and 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 | E-Voting | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 |
| Public - Inst. | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 |
| Public NI | E-Voting | 15086932 | 4507 | 0.0299 | 4507 | 0 | 100.0000 | 0.0000 |
| | Poll | | 257469 | 1.7066 | 257469 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 15086932 | 261976 | 1.7364 | 261976 | 0 | 100.0000 |
| TOTAL | 56040000 | 40660456 | 72.5561 | 40660456 | 0 | 100.0000 | 0.0000 | |

Invalid votes (Public – Non institutional) : 9223

Result: The resolution passed unanimously.





Resolution No.2:

| Resolution Required: | | | Ordinary Resolution for taking note of payment of interim dividend on Equity Shares of the Company for the financial year ended 31 st March, 2019. | | | | | |
|--|----------------|--------------------|---|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| 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 | E-Voting | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 |
| Public - Inst. | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 |
| Public NI | E-Voting | 15086932 | 4507 | 0.0299 | 4507 | 0 | 100.0000 | 0.0000 |
| | Poll | | 257469 | 1.7066 | 257469 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 15086932 | 261976 | 1.7364 | 261976 | 0 | 100.0000 |
| TOTAL | | 56040000 | 40660456 | 72.5561 | 40660456 | 0 | 100.0000 | 0.0000 |

Invalid votes (Public – Non institutional) : 9223

Result: The resolution passed unanimously.





Resolution No.3:

| Resolution Required: | | | Ordinary Resolution for appointment of a director in place of Mr. R. D. Dixit (DIN: 00626827), who retires by rotation and being eligible, offers 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 | E-Voting | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 |
| Public - Inst. | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 |
| Public NI | E-Voting | 15086932 | 4507 | 0.0299 | 3307 | 1200 | 73.3748 | 26.6252 |
| | Poll | | 257469 | 1.7066 | 257469 | 0 | 100.0000 | 0 |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 15086932 | 261976 | 1.7364 | 260776 | 1200 | 99.5419 |
| TOTAL | | 56040000 | 40660456 | 72.5561 | 40659256 | 1200 | 99.9970 | 0.0030 |

Invalid votes (Public – Non institutional) : 9223

Result: The resolution passed with requisite majority.





Resolution No. 4:

| Resolution Required: (Ordinary/Special) | | | Ordinary Resolution for approval of remuneration payable to M/s. C. S. Adawadkar & Co., Cost Accountant, Pune (FRN: 100401) for the financial year 2019-20. | | | | | |
|--|-----------------|--------------------|---|---|--------------------------|----------------------|--------------------------------------|------------------------------------|
| 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 | E-Voting | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 39737880 | 39737880 | 100.0000 | 39737880 | 0 | 100.0000 |
| Public - Inst. | E-Voting | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 1215188 | 660600 | 54.3620 | 660600 | 0 | 100.0000 |
| Public NI | E-Voting | 15086932 | 4507 | 0.0299 | 3307 | 1200 | 73.3748 | 26.6252 |
| | Poll | | 257469 | 1.7066 | 257469 | 0 | 100.0000 | 0 |
| | Postal Ballot | | - | - | - | - | - | - |
| | TOTAL | | 15086932 | 261976 | 1.7364 | 260776 | 1200 | 99.5419 |
| TOTAL | 56040000 | 40660456 | 72.5561 | 40659256 | 1200 | 99.9970 | 0.0030 | |

Invalid votes (Public – Non institutional) : 9223

Result: The resolution passed with requisite majority.





The Register, all other papers and relevant records relating to poll and 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.

Place: Thane
Date: 19th July, 2019



For **M Baldeva Associates**
Company Secretaries

CS Manish Baldeva
Proprietor

M. No. FCS 6180; C.P. No. 11062

Countersigned by

For Menon Bearings Limited



Chairman/Authorised Signatory.