

# Bimetal Bearings Limited

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PB No.3772, No.18, RACE COURSE ROAD, COIMBATORE –18  
CIN: L29130TN1961PLC004466

Manufacturers of

**BIMITE**

Thinwall Bearings, Bushings and Thrust Washers

Ref: Sec/1465

20<sup>th</sup> March 2024

M/s.BSE Limited,  
“P.J.Towers”, Dalal Street  
Mumbai – 400 001.

/ Electronic Filing /

Sirs,

**Dispatch of Postal Ballot notice seeking approval of the members of the Company  
to alter the “Objects Clause” of the Company’s Memorandum of Association.**

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In connection with the resolutions passed by the Board of Directors at its meeting held on **6<sup>th</sup> March 2024** to alter the “Objects Clause” of the Company’s Memorandum of Association, it has been decided to obtain the approval of the shareholders by passing the necessary special resolutions in this regard.

Further in this connection, the Company had dispatched the Postal Ballot Notice on **19<sup>th</sup> March 2024** to the share-holders whose names appeared in the Register of Members as on **15<sup>th</sup> March 2024** (i.e. **cut-off date**) and have submitted their e-mail addresses to the Company / its RTA (M/s.GNSA Infotech Pvt. Ltd., Chennai).

The e-voting period commences on **21<sup>st</sup> March 2024 (Thursday) at 9.00 a.m.** and ends on **19<sup>th</sup> April 2024 (Friday) at 5.00 p.m.** The Board of Directors had appointed Mr.V.R.Sankaranarayanan, Partner, M/s.KSR & Co Company Secretaries LLP as the Scrutinizer for the overall voting process;

A copy of the Postal Ballot notice is attached for your records and reference.

Thanking You.

For **Bimetal Bearings Limited**



**K.Vidhya Shankar**

Company Secretary / Compliance Officer



# Bimetal Bearings Limited

(CIN: L29130TN1961PLC004466)

Registered Office: "Huzur Gardens", Sembiam, Chennai 600 011

E-mail: vidhyashankar@bimite.co.in / Website: www.bimite.co.in

Tel: (0422) 2221159 / 97902 46890

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## **Notice of Postal Ballot / E-voting**

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)

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Notice is hereby given to the shareholders of BIMETAL BEARINGS LIMITED (the "Company") that the resolution(s) appended below are proposed to be passed by the Shareholders through Postal Ballot ("Postal Ballot") by way of remote e-voting ("e-voting/remote e-voting"), in accordance with the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as "the said Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred as "the Rules") and other applicable laws and regulations including any statutory modification(s) or re-enactment(s) thereof for the time being in force and in accordance with the relevant circulars issued by the Ministry of Corporate Affairs & Securities and Exchange Board of India in this regard.

### **Special Business: Alteration of the Objects Clause of the Memorandum of Association of the Company:**

**To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:**

**"Resolved that** pursuant to the provisions of Sections 4, 13 and other applicable provisions (if any) of the Companies Act, 2013 (the "Act") read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the approval of the Registrar of Companies, the consent of the Members be and is hereby accorded for effecting the alteration in the existing Objects Clause of the Memorandum of Association (the "MoA") of the Company as under:

#### **The following clauses be inserted at the end of existing sub-clause (zf) in Clause III of MoA:**

Clause III (ZG)

To Carry on the business of manufacturers and sellers of Battery Pack systems and associated technologies for e- mobility and energy sectors.

Clause III (ZH)

To carry on the business of manufacturers and sellers of all types of metallic powder for automobile & other applications and related products.

Clause III (ZI)

To carry on the business of manufacturers and sellers of different parts, components and accessories for automobiles and other applications.

**Further resolved that** the Board of Directors (hereinafter referred to as the 'Board', which term shall be and are hereby authorized to do all such acts, deeds and things and execute all such documents and writings, as it may in its absolute discretion deem necessary or incidental thereto including paying such fees and incurring such expenses in relation thereto as it may deem appropriate and to file such documents, forms, etc., as required with the regulatory / statutory authorities and authorise the Board of Directors of the Company and / or Mr.K.Vidhya Shankar, Company Secretary of the Company for the aforesaid purpose, as may be deemed fit to give effect to this Resolution."

By Order of the Board  
For Bimetal Bearings Limited

Chennai  
6<sup>th</sup> March 2024

K.Vidhya Shankar  
Company Secretary

## Notes:

1. In terms of the General Circular No.14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020; General Circular No 10/2021 dated June 23, 2021; General Circular No. 20/2021 dated December 8, 2021; General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 (the "MCA Circulars") issued by the Ministry of Corporate Affairs, Government of India (the "MCA"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company/RTA or Depository/Depository Participants and the communication of assent/dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in accordance with the MCA Circulars.
2. In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or Depositories or Depository Participants or the Company's Registrar and Share Transfer Agent ("RTA" or "Registrar" - M/s.GNSA Infotech Private Limited), and, if so requested by any shareholder, in physical form by courier to such shareholder's registered postal address that is available with the RTA. The Company has provided e-voting facility to its Members to cast their vote electronically. The instructions for e-voting are appended to this Postal Ballot Notice
3. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility. Accordingly, members shall have to cast their vote electronically through the NSDL e-voting system. Instructions on e-voting are enumerated as part of the Notice. The Board of Directors of the Company, at its meeting held on 6<sup>th</sup> March 2024 had appointed Mr.V.R.Sankaranarayanan, Partner, M/s.KSR & Co Company Secretaries LLP (CP No.11367) as the Scrutinizer for conducting the Postal Ballot (only through Remote e-voting process) in a fair and transparent manner.
4. The Scrutinizer, after completion of scrutiny, will submit his report to the Chairman or Company Secretary of the Company or to any other person authorised by him. Thereafter, the results of the Postal Ballot would be announced by the Company Secretary on or before **21<sup>st</sup> April 2024** and will be communicated to BSE Limited (BSE) and along with the Scrutinizer's report and will be also placed on Company's website viz. [www.bimite.co.in](http://www.bimite.co.in). The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-voting **19<sup>th</sup> April 2024**. The resolutions for the purpose as stated herein are proposed to be passed by Postal Ballot (**i.e. only through Remote e-voting**):
5. Members may note that the Postal Ballot Notice will be available on the Company's website [www.bimite.co.in](http://www.bimite.co.in) and also on the websites of the BSE Limited (BSE) and National Securities Depository Limited ("NSDL") i.e. [www.bseindia.com](http://www.bseindia.com) and [www.evoting.nsdl.com](http://www.evoting.nsdl.com) respectively.
6. In compliance with the MCA Circulars, the Company is sending this Postal Ballot Notice to the Members in electronic form only and, if so requested by any shareholder, in physical form by courier to such shareholder's registered postal address that is available with the RTA. However, the communication of the assent or dissent of the Members would take place through e-voting only.
7. The Postal Ballot Notice is being sent via email only to the Members of the Company, whose names appear in the register of members/the list of beneficial owners, as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose email addresses are registered with the Company / depository participant(s) as on **15<sup>th</sup> March 2024 ("Cut-off Date")**. Any person who is not a Member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only. Members who have registered their email IDs for receipt of documents in electronic form under the Green Initiative of the Ministry of Corporate Affairs are being sent this Postal Ballot Notice by e-mail to their email addresses registered with their DPs/the Company's RTA.
8. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms.

Accordingly, physical copy of the Postal Ballot Notice along with postal ballot form and pre-paid business reply envelope are not being sent to the Members for this postal ballot. The communication of the assent or dissent of the Members would only take place through the e-voting system. Please note, however, that those shareholders who may not have received this Notice due to non-registration of their e-mail addresses with the Company / RTA/ Depositories, are also entitled to vote in relation to the resolution as set out in this Notice.

9. Resolution passed by the Members through postal ballot is deemed to have been passed as if it has been passed at a General Meeting of the Members.
10. **Shareholders holding Shares in Physical Mode:** Such Shareholders are requested to provide their e-mail ID, mobile number and Bank details to the Registrar and Share Transfer Agent of the Company, viz., M/s.GNSA Infotech (P) Ltd., ("GNSA") through e-mail at [sta@gnsaindia.com](mailto:sta@gnsaindia.com). Apart from the said changes, any other changes can also be intimated to GNSA at [sta@gnsaindia.com](mailto:sta@gnsaindia.com) or to the Company at [vidhyashankar@bimite.co.in](mailto:vidhyashankar@bimite.co.in).
11. **Shareholders holding Shares in Dematerialized Mode:** Such Shareholders are requested to contact their Depository Participant(s) for any changes in their details with respect to change in their email, bank details, mobile number, PAN and any other detail. For temporary registration, the procedure detailed above can be followed.
12. **For procuring Login ID & Password,** members are requested to send request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing User ID and password for casting the vote.
13. After dispatch of the Postal Ballot Notice through email, advertisement shall be published in 1 (one) English daily newspaper and in 1 (one) Tamil Newspaper, each having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the Company's website at [www.bimite.co.in](http://www.bimite.co.in).
14. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on the **cut-off date i.e. 15<sup>th</sup> March 2024**. A person who is not a shareholder on the relevant date should treat this notice for information purpose only.
15. Once the vote on the resolution is cast by the Members, the Members shall not be allowed to change it subsequently.
16. All the relevant documents referred to in the accompanying Notice and the Explanatory Statement will be open for inspection by the Members at the Registered Office of the Company during working hours on all working days between 11.00 a.m. and 5.00 p.m. up to the date of declaration of the results of Postal Ballot. Additionally, for online inspection, members who wish to inspect relevant documents referred to in the accompanying Notice and its explanatory statement are requested to send an email to [vidhyashankar@bimite.co.in](mailto:vidhyashankar@bimite.co.in).
17. The voting rights of Members for electronic voting shall be in proportion to the paid up value of their shares in the equity share capital of the Company as on cut-off date i.e. close of business **hours of 15<sup>th</sup> March 2024**. Voting Rights in the Postal Ballot cannot be exercised by a proxy. There will be one e-vote for every Folio/Client ID irrespective of the number of joint holders.
18. **The instructions for remote e-voting are as under:**
  - a. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the MCA Rules and Circulars and Regulation 44 ("Listing Regulations"), the Company has provided the facility of remote e-voting to all Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide remote e-voting facility to its Members.

**b. Instructions for Members for Remote e-voting are as under:**

Some of the important details regarding the remote e-voting facility are provided below:

Cut-off date for determining the Members entitled to vote	15 <sup>th</sup> March 2024
Commencement of remote e-voting period	21 <sup>st</sup> March 2024 (9.00 a.m)
End of remote e-voting period	19 <sup>th</sup> April 2024 (5.00 p.m.)

The remote e-voting module shall be disabled by NSDL after 5.00 p.m. (IST) on 19<sup>th</sup> April 2024 for voting thereafter.

The voting rights of Members for electronic voting shall be in proportion to the paid up value of their shares in the equity share capital of the Company as on cut-off date i.e. close of business hours of 15<sup>th</sup> March 2024.

19. **The details of process and manner for remote e-voting are explained herein below:**

**Step 1: Access to NSDL e-voting system**

**A) Login method for e-voting for Individual shareholders holding securities in demat mode:**

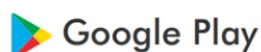
In terms of SEBI circular Dt. 9<sup>th</sup> December 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

***Individual share-holders holding securities in the demat mode with NSDL***

1. Existing **IDeAS** user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under '**IDeAS**' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “**Access to e-voting**” under e-voting services and you will be able to see e-voting page. Click on company name or **e-voting service provider i.e. NSDL** and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period.
2. By any chance, if you are not registered for IDeAS e-Services, the option to register is available at <https://eservices.nsdl.com>. After opening the webpage, select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
3. After logging into the NSDL's e-voting website, open the web browser by typing the following URL: [www.evoting.nsdl.com/](http://www.evoting.nsdl.com/) either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or **e-voting service provider i.e. NSDL** and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



***Individual share-holders holding securities in the demat mode with CSDL***

- 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

- 2) After successful login the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there will be also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.
- 3) If the user is not registered for Easi/ Easiest, option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option
- 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN Number from a e-voting link available on the homepage of [www.cdslindia.com](http://www.cdslindia.com). The system will authenticate the user by sending an OTP on the registered mobile & e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.

**Individual share-holders (holding securities in the demat mode) login through their depository participants:**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-voting facility upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see 'e-voting feature'. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login method for share-holders other than individual share-holders holding securities in demat mode and share-holders holding securities in physical mode**

**How to Log-in to NSDL e-voting website?**

1. Visit the e-voting website of NSDL and then immediately open the web browser by typing the following URL: [www.evoting.nsdl.com](http://www.evoting.nsdl.com) either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are already registered for NSDL eservices i.e. IDEAS, you can straight away log-in at <https://eservices.nsdl.com> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a. For members who hold shares in the demat Account with NSDL	8 Character DP ID followed by 8 Digit Client ID. For example, if your DPID is IN300***** and Client ID is 12***** then your user ID is IN300*** 12*****
b. For members who hold shares in the demat Account with CDSL	16 Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c. For members who hold share in the Physical form.	EVEN Number followed by Folio Number registered with the Company For example, if folio is BLS010 and EVEN is 128136, then User ID is BLS010128136

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii) If your email ID is not registered, please follow the steps mentioned below in which are to be followed by those shareholders whose email IDs are not registered

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by following the aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-voting will open

## **Step 2: Cast your vote electronically on NSDL e-voting system:**

### **How to cast your vote electronically on NSDL e-voting system?**

1. After successful login at Step 1, you will be able to see all the companies' "EVEN" in which you are holding shares and their voting cycles.
2. Select "EVEN" of the Company for which you wish to cast your vote during the remote e-voting period which is 128136 for all the resolutions which have been listed in the postal ballot notice by Bimetal Bearings Limited.
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. **ASSENT** or **DISSENT**, verify / modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for Members**

1. Institutional / Corporate members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/ JPG format) of the relevant Board Resolution / Authority letter etc. with the attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [sankar@ksrandco.in](mailto:sankar@ksrandco.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions ("FAQs") for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022-4886 7000 and 022-2499 7000 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
4. In case of any grievances connected with facility for e-voting, please contact Ms.Pallavi Mhatre, Manager, NSDL, 4<sup>th</sup> Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013. E-mail: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)/[pallavid@nsdl.co.in](mailto:pallavid@nsdl.co.in).

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [vidhyashankar@bimite.co.in](mailto:vidhyashankar@bimite.co.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [vidhyashankar@bimite.co.in](mailto:vidhyashankar@bimite.co.in). If you are an Individual shareholder holding securities in the demat mode, you are requested to refer to the login method explained at **step 1(A)** i.e. **Login method for e-voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholders / members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI Circular Dt. 9<sup>th</sup> December 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.



## 20. Other Instructions:

1. In accordance with Rule 22 (5) of the Rules, the Board of Directors has appointed Mr.V.R.Sankaranarayanan, (FCS 11684) Partner, M/s.KSR & Co Company Secretaries LLP to act as the Scrutinizer for conducting the Postal Ballot through remote e-voting process, in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of remote e-voting unblock the votes, scrutinize the votes cast by remote e-voting and will submit his Report to the Chairman or the Company Secretary or any other officer of the Company authorised in this behalf, within 48 hours after the conclusion of remote e-voting i.e. on or **before 21<sup>st</sup> April 2024**.
3. The results of the Postal Ballot will be announced on or **before 21<sup>st</sup> April 2024**. The results along with the Scrutinizer's Report will be placed on the website of the Company at www.bimite.co, in and on the website of NSDL at www.evoting. nsdl.com and will be communicated to BSE Limited (BSE) where the equity shares of the Company are listed. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date for remote e-voting i.e. **19<sup>th</sup> April 2024**.

**Explanatory Statement, pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 (“Act”), read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), stating all material facts and reasons pertaining to the above proposed resolutions contained in this Postal Ballot Notice.**

### **Alteration of the Objects Clause of the Memorandum of Association of the Company:**

#### Clause III (ZG)

To pursue the opportunities in the e-mobility and energy sectors, the company, in association with M/s.MEP Technologies Limited, Scotland who had agreed to provide the required technology for energy storage and management solutions, proposes to enter into the manufacturing and assembling of the battery packs and other allied technologies in the automobile sector and other business applications.

#### Clause III (ZH)

The Company in addition to internal consumption and exports, plans to expand the bi-metallic powder to other applications in the automobile and industrial applications.

#### Clause III (ZI)

To pursue the opportunities in the future, for the manufacture of products in the automobile and other sectors  
Hence these amendments to the Object Clause of the MOA are proposed.

The Board of Directors at its meeting held on 6<sup>th</sup> March 2024 had approved the alteration of Objects Clause of the Company Memorandum of Association, subject to approval of the members of the Company by way of passing a Special Resolution at a general meeting / through the postal ballot route.

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at the Registered Office between 10.00 a.m. to 5.00 p.m. on any working day of the Company up to the last date of e-voting i.e 19<sup>th</sup> April 2024.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the resolutions set forth in this Notice except to the extent of their shareholdings in the Company. Your Board recommends this resolution for approval of the Members as a Special Resolution.

By Order of the Board  
For Bimetal Bearings Limited

Chennai  
6<sup>th</sup> March 2024

K.Vidhya Shankar  
Company Secretary