

21<sup>st</sup> August, 2020

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,

**Sub.: Proceedings of 29<sup>th</sup> Annual General Meeting held on Friday, 21<sup>st</sup> August, 2020.**

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 29<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company held on Friday, 21<sup>st</sup> August, 2020 at 11.00 am conducted through Video Conferencing (VC) / Other Audit Visual Means (OAVM).

You are requested to kindly take the same on record.

Thanking you

Yours faithfully

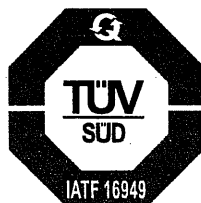
For Menon Bearings Limited



**Neha Harolikar**  
**Company Secretary & Compliance Officer**  
**ACS No.: A40901**



Encl.: As stated above.



**PROCEEDINGS OF THE 29<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**  
**HELD ON FRIDAY, 21<sup>ST</sup> AUGUST, 2020**

In view of continuing COVID-19 pandemic situation, the 29<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Friday, 21<sup>st</sup> August, 2020 at 11.00 am through Video Conferencing (VC) / Other Audit Visual Means (OAVM) in compliance with the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular no 20/2020 dated May 05, 2020 and SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79..

The meeting commenced at 11.00 A.M.

Mr. R. D. Dixit, Managing Director of the Company, Chaired the meeting.

Total 50 members attended AGM through Video Conferencing (VC) / Other Audit Visual Means (OAVM).

As the requisite quorum was present, the Chairman called the meeting to order. Ms. Neha Harollikar - Company Secretary & Compliance Officer of the Company, introduced the Board Members and Key Managerial Personnel & various Auditors present in the meeting through Video Conferencing (VC) / Other Audit Visual Means (OAVM). She informed the members that:

- The Notice convening the 29<sup>th</sup> AGM and the Annual Report containing the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 along with Directors' Report and Auditors' Report thereon along with relevant annexures have been circulated to the members of the Company through email within the statutory time period.
- This meeting is being held through video conference in accordance with the circulars issued by the MCA and the SEBI. Participation of members through video conference is reckoned for the purpose of ascertaining the quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013
- Since the Statutory Auditors' Report did not contain any qualifications, reservations or adverse remarks or disclaimer, it was not required to be read.



- The attention of the meeting was drawn to the observations and comments made by the Secretarial Auditors in their Report and also to the explanation provided in the Directors' Report on the same.

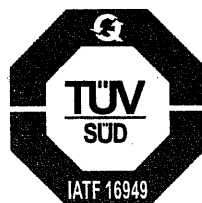
With the permission of the shareholders present, the notice of the AGM was taken as read.

Mr. R. D. Dixit, Managing Director of the Company made presentation and briefed the members about the progress & achievements of the Company during the last financial year and future plans of the Company.

Clarifications were provided to the queries raised by the members.

Ms. Neha Harolikar - Company Secretary & Compliance Officer of the Company further informed that:

- As per the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administrative) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard -2 on General Meetings (SS-2) issued by ICSI, the Company had provided remote e-voting facility to its members to vote on resolutions placed in this 29<sup>th</sup> Annual General Meeting. Further, Members who have not cast their vote electronically through remote e-voting facility and who are participating in this meeting will have an opportunity to cast their votes through the e-voting system provided by Link Intime India Pvt. Ltd. as made available during the meeting and remained open till 15 minutes after the conclusion of the 29<sup>th</sup> AGM.
- CS Manish Baldeva, Proprietor M/s. M Baldeva Associates, Company Secretaries, Thane have been appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner.



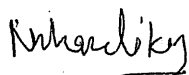
The following items of business, as per the Notice of 29<sup>th</sup> AGM dated 26<sup>th</sup> May, 2020, were transacted at the meeting:

Item No.	Agenda Items	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1	Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2020 along with Board's Report and Auditors' Report thereon.	Ordinary
2	Taking note of payment of 1 <sup>st</sup> and 2 <sup>nd</sup> interim dividend paid for the financial year ended on 31 <sup>st</sup> March, 2020	Ordinary
3	Appointment of a director in place of Mr. Nitin Menon (DIN: 00692754), who retired by rotation and being eligible, offered himself for re-appointment as director.	Ordinary
<b>SPECIAL BUSINESS</b>		
4	Approval of remuneration payable to M/s. C. S. Adawadkar & Co., Cost Auditors, Pune (FRN: 100401) for the financial year 2020-21.	Ordinary
5	Approval of related party transactions	Special

Ms. Neha Harollikar further informed the members present that the consolidated results of remote e-voting and e-voting at the AGM will be declared within 48 hours from the conclusion of the AGM and will be made available on the Company's website [www.menonbearings.in](http://www.menonbearings.in) and on the website of Link Intime India Pvt. Ltd. viz. <https://instavote.linkintime.co.in> and will be communicated to the BSE Limited and National Stock Exchanges of India Limited where the shares of the Company are listed.

The meeting ended with a vote of thanks to the Chair.

For Menon Bearings Limited



Neha Harollikar

Company Secretary & Compliance Officer

ACS No.: A40901

