

Bimetal Bearings Limited

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

Manufacturers of



Thinwall Bearings, Bushings and Thrust Washers

Ref.:CSD/SE/443

9th June 2021

M/s.BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 00.1

/ Electronic Filing /

Sirs,

Filing of proceedings of the results of Postal ballot held during April / May 2021

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Minutes of the Announcement of Results of postal ballot / e-voting of Bimetal Bearings Limited at the Administrative Office at No.18, Race Course Road, Coimbatore 641018 at 3.30 p.m. on Friday the 28th day of May 2021 to take on record the Postal voting (including e-voting) results in respect of the Postal Ballot Notice Dt.17th April 2021 which was sent to the share-holders for passing the resolution(s) detailed therein.

Present: Mr.S.Narayanan, Whole-time Director
Mr.K.Vidhya Shankar, Company Secretary

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Mr.S.Narayanan, Whole-time Director took the chair and the Company Secretary detailed the process of e-voting (including Postal Voting) which took place during the period from 27th April 2021 to 26th May 2021 for passing of resolution(s) which were detailed in the Postal Ballot Notice Dt.17th April 2021 which was sent to the share-holders whose names appeared in the Register of members as on 16th April 2021 (Cut-off date). In this connection, the Board of Directors at their meeting held on 26th March 2021 had appointed Mr.V.R.Sankaranarayanan, Partner, KSR & Co Company Secretaries LLP, failing him, Dr.C.V.Madhusudhanan, Partner, KSR & Co Company Secretaries LLP, as scrutinizer for the Postal Ballot (including e-voting) process.



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Mr.V.R.Sankaranarayanan, Partner, KSR & Co Company Secretaries LLP, representing the office of the scrutinizer submitted the results of the e-voting (including Postal Voting) process to Managing Director and the Chairman of the meeting in turn declared the results and instructed the Company Secretary to submit the results with M/s.BSE Limited wherein the Company's shares are listed, host the results in the website of the Company and do all the needful to comply with the requirements of the applicable provisions under Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Amendment Rules, 2015 (including its subsequent amendments). It was noted that 246 members participated in the electronic and postal voting process (the total count also included those members who had casted invalid votes). Further based on the report submitted by the Scrutinizer, the Chairman declared that the following special resolution was passed on the last date on which the Postal Ballot / remote e-voting is being permitted i.e. 26th May 2021 with the requisite majority, namely:

To consider the passing of the following resolution as a Special Resolution:

Re-appointment of Mr.A.Krishnamoorthy (DIN: 00001778) as Managing Director for a period of 2 (Two) years with effect from 1st April 2021 and payment of remuneration:

"**Resolved that** pursuant to the provisions of sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, (hereinafter referred to as the 'Act') read with Schedule-V to the Act (including any amendment(s), statutory modification(s), variation(s) and / or re-enactment(s) for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and subject to such sanctions as may be necessary, the consent of the members be and is hereby accorded for re-appointment of Mr.A.Krishnamoorthy (DIN: 00001778) as the Managing Director of the Company for a two year term commencing from 1st April 2021 till 31st March 2023, upon the terms and conditions and the remuneration, commission and other perquisites payable as detailed in the statement of material facts provided under Section 102 of the Act and as set out in the draft agreement approved at the meeting of Board of Directors held on 26th March 2021."

"**Further resolved** that in the event of inadequacy of profits or loss during the tenure of his re-appointment, the remuneration payable shall be the same as detailed in the statement of material facts provided under Section 102 of the Act".

Further resolved that the Board of Directors (subject to the recommendation of the Nomination & Remuneration Committee) be and are hereby authorised to revise the remuneration of Managing Director from time to time to the extent it may deem appropriate and the said agreement between the



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Company and Managing Director be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting.

Results of the Voting

Mode of voting	Votes cast in favour	Votes cast Against
Postal Ballot	30,26,755	784
Electronic Voting	2,876	120
Total	30,29,631	904

**Resolution was declared passed with 99.97% of shares
voted in favor of the resolution.**

/ Certified True Copy /

For **Bimetal Bearings Limited**



K.Vidhya Shankar

Company Secretary / Compliance Officer