

**29<sup>th</sup> July, 2023**

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, Bandra Kurla Complex,  
Bandra (East),  
Mumbai – 400051  
**Symbol: MENONBE**

Dear Sir / Ma'am,

**Sub: Voting results of the 32<sup>nd</sup> Annual General Meeting (“AGM”) of the Company held on Thursday, 27<sup>th</sup> July, 2023, 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 32<sup>nd</sup> AGM of the Company held on Thursday, 27<sup>th</sup> July, 2023 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 32<sup>nd</sup> 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 32<sup>nd</sup> AGM dated 28<sup>th</sup> April, 2023.

CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane 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](http://www.menonbearings.in) and on the website of Link Intime India Private Limited at [www.linkintime.co.in](http://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 31<sup>ST</sup> MARCH, 2023 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 31<sup>st</sup> March, 2023 along with 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 31<sup>ST</sup> MARCH, 2023:**

The members noted the payment of interim dividend of Rs. 2.00 per equity share on 5,60,40,000 equity shares having face value of Re. 1/- each declared on 20<sup>th</sup> July, 2022 for the financial year ended 31<sup>st</sup> March, 2023 by passing Ordinary Resolution with unanimous consent.

**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:**

The members re-appointed Mr. Nitin Menon (DIN: 00692754), 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 ENDING 31<sup>ST</sup> MARCH, 2024:**

The members approved the remuneration payable to M/s. C. S. Adawadkar & Co., Cost Auditors, Pune (FRN: 100401) for the financial year ending 31<sup>st</sup> March, 2024 by passing Ordinary Resolution with requisite majority.

**5) RE-APPOINTMENT OF MR. ARUN ARADHYE AS WHOLE TIME DIRECTOR OF THE COMPANY:**

The members re-appointed Mr. Arun Aradhye (DIN: 03052587) as Whole Time Director of the Company for a further period of 5 (five) years w.e.f. 31<sup>st</sup> January, 2024 to 30<sup>th</sup> January, 2029 and approved remuneration payable to him for a period of 3 (three) years with effect from 31<sup>st</sup> January, 2024 to 30<sup>th</sup> January, 2027 by passing Special Resolution with requisite majority.

**6) RE-APPOINTMENT OF DR. SANTOSH PRABHU AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

The members re-appointed Dr. Santosh Prabhu (DIN: 00506595) as an Independent (Non-Executive) Director of the company for a second term of 5 (five) consecutive years with effect from 24<sup>th</sup> October, 2023, who shall not be liable to retire by rotation by passing Special Resolution with requisite majority.

**7) APPROVAL OF RELATED PARTY TRANSACTIONS WITH M/S. MANI AUTO COMPONENTS, A PARTNERSHIP FIRM:**

The members approved transactions with M/s. Mani Auto Components, a partnership firm, in which Mr. Nitin Menon, Executive Chairman of the Company is interested, for the period from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2027 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:**

<b>Date of the AGM</b>	27 <sup>th</sup> July, 2023
<b>Total number of shareholders on record date</b>	26,814
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoters Group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group: Public:	5 51

**Resolution No. 1:**

Resolution Required: (Ordinary)			Ordinary Resolutions for adoption of:					
			<p>a. the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with the reports of the Board of Directors' and Auditors' thereon; and</p> <p>b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with the report of the Auditors' thereon.</p>					
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	0
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193816	0	99.9995	0.0000
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194144</b>	<b>0</b>	<b>99.9995</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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 <sup>st</sup> March, 2023.					
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	0
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193816	0	99.9995	0.0000
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194144</b>	<b>0</b>	<b>99.9995</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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. Nitin Menon (DIN: 00692754), 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
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193784	32	99.9830	0.0165
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194112</b>	<b>32</b>	<b>99.9830</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532059</b>	<b>32</b>	<b>99.9999</b>	<b>0.0001</b>

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 <sup>st</sup> 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	100.0000	39328500	0	100.0000	0.0000
	E-voting during the AGM	39328500	0	0.0000	0	0	0	0
	<b>TOTAL</b>	<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting		9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM	378447	0	0.0000	0	0	0	0
	<b>TOTAL</b>	<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting		193817	1.1867	193772	44	99.9768	0.0227
	E-voting during the AGM	16333053	328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>	<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194100</b>	<b>44</b>	<b>99.9768</b>	<b>0.0227</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532047</b>	<b>44</b>	<b>99.9999</b>	<b>0.0001</b>

Invalid votes: Nil

Result: The resolution passed with requisite majority.



**Resolution No. 5:**

Resolution Required: (Special)			Special Resolution for re-appointment of Mr. Arun Aradhye (DIN: 03052587), as Whole Time Director (designated as WTD & CFO) of the Company for a further period of 5 (five) years with effect from 31 <sup>st</sup> January, 2024 to 30 <sup>th</sup> January, 2029 and approval for payment of remuneration to him for a period of 3 (three) years with effect from 31 <sup>st</sup> January, 2024 to 30 <sup>th</sup> January, 2027.					
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	0
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193782	34	99.9819	0.0175
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194110</b>	<b>34</b>	<b>99.9820</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532057</b>	<b>34</b>	<b>99.9999</b>	<b>0.0001</b>

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

**Resolution No. 6:**

Resolution Required: (Special)			Special Resolution for re-appointment of Dr. Santosh Prabhu (DIN: 00506595), as an Independent Director (Non- Executive) of the Company for a second term of 5 (five) consecutive years with effect from 24 <sup>th</sup> October, 2023, who shall not be liable to retire by rotation.					
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	0.0000
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193784	32	99.9830	0.0165
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194112</b>	<b>32</b>	<b>99.9830</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532059</b>	<b>32</b>	<b>99.9999</b>	<b>0.0001</b>

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

**Resolution No. 7:**

Resolution Required: (Ordinary)			Ordinary Resolution for approval of related party transactions with M/s. Mani Auto Components, a partnership firm for the period from 1 <sup>st</sup> April, 2024 to 31 <sup>st</sup> March, 2027.					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
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	0*	0.0000	0	0	0	0
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>39328500</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	378447	9447	2.4963	0	9447	0.0000	100.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>0</b>	<b>9447</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193816	0	99.9995	0.0000
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194144</b>	<b>0</b>	<b>99.9995</b>
<b>TOTAL</b>		<b>56040000</b>	<b>203592</b>	<b>0.3633</b>	<b>194144</b>	<b>9447</b>	<b>95.3593</b>	<b>4.6402</b>

\* Voting done by Promoter and Promoter group not considered.

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. Nitin Menon  
Chairman of 32<sup>nd</sup> 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 32<sup>nd</sup> Annual General Meeting held on 27<sup>th</sup> July, 2023.**

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 28<sup>th</sup> April, 2023 for the purpose of scrutinizing the voting done through remote e-voting process and the e-voting process during the 32<sup>nd</sup> Annual General Meeting ('AGM') of the Company held on Thursday, 27<sup>th</sup> July, 2023, 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 7 in the Notice of the 32<sup>nd</sup> AGM of the members of the Company dated 28<sup>th</sup> April, 2023.

I submit my report as under:

1. As per the guidelines issued by the Ministry of Corporate Affairs vide General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 read with Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 20/2020 dated 5<sup>th</sup> May, 2020 (collectively referred to as 'MCA Circulars'), the 32<sup>nd</sup> 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 32<sup>nd</sup> AGM on the resolutions contained in the said notice of the 32<sup>nd</sup> AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and the e-voting conducted during the 32<sup>nd</sup> 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 ('LIIP'), the agency engaged by the Company to provide e-voting facility i.e. remote e-voting facility and e-voting facility during the 32<sup>nd</sup> AGM.





3. The Notice of the 32<sup>nd</sup> AGM dated 28<sup>th</sup> April, 2023 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 was sent to the members through e-mail on 4<sup>th</sup> July, 2023, whose email address were registered with the Company / Depository Participants. The said notice was dispatched on the basis of Register of Members and List of Beneficiaries as on 23<sup>rd</sup> June, 2023.
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 32<sup>nd</sup> AGM through e-mail, in English newspaper "Business Standard" and in the Marathi newspaper "Pudhari" on Monday, 3<sup>rd</sup> July, 2023 and published advertisement giving notice of the 32<sup>nd</sup> 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 Wednesday, 5<sup>th</sup> July, 2023.
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, 21<sup>st</sup> July, 2023.
6. In terms of the aforesaid Notice, the remote e-voting was kept open for 3 (three) days i.e. from Monday, 24<sup>th</sup> July, 2023 (9:00 A.M.) to Wednesday, 26<sup>th</sup> July, 2023 (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 32<sup>nd</sup> 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 32<sup>nd</sup> AGM.
7. The summary of the voting through remote e-voting facility and e-voting facility during the 32<sup>nd</sup> AGM are as under:



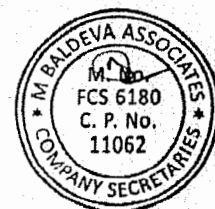


Resolution No. 1:

Resolution Required: (Ordinary)			Ordinary Resolutions for adoption of: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2023 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 <sup>st</sup> March, 2023 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	0
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193816	0	99.9995	0.0000
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194144</b>	<b>0</b>	<b>99.9995</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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 <sup>st</sup> March, 2023.					
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	0
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193816	0	99.9995	0.0000
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194144</b>	<b>0</b>	<b>99.9995</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Invalid votes: Nil

Result: The resolution passed unanimously.



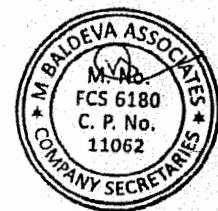


Resolution No. 3:

Resolution Required: (Ordinary)			Ordinary Resolution for appointment of a director in place of Mr. Nitin Menon (DIN: 00692754), 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
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193784	32	99.9830	0.0165
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194112</b>	<b>32</b>	<b>99.9830</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532059</b>	<b>32</b>	<b>99.9999</b>	<b>0.0001</b>

Invalid votes: Nil

**Result: The resolution is passed with requisite majority.**





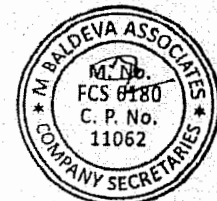


**Resolution No. 4:**

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 <sup>st</sup> 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	0
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193772	44	99.9768	0.0227
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194100</b>	<b>44</b>	<b>99.9768</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532047</b>	<b>44</b>	<b>99.9999</b>	<b>0.0001</b>

Invalid votes: Nil

Result: The resolution passed with requisite majority.





Resolution No. 5:

Resolution Required: (Special)			Special Resolution for re-appointment of Mr. Arun Aradhya (DIN: 03052587), as Whole Time Director (designated as WTD & CFO) of the Company for a further period of 5 (five) years with effect from 31 <sup>st</sup> January, 2024 to 30 <sup>th</sup> January, 2029 and approval for payment of remuneration to him for a period of 3 (three) years with effect from 31 <sup>st</sup> January, 2024 to 30 <sup>th</sup> January, 2027.					
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	0
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193782	34	99.9819	0.0175
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194110</b>	<b>34</b>	<b>99.9820</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532057</b>	<b>34</b>	<b>99.9999</b>	<b>0.0001</b>

Invalid votes: Nil

Result: The resolution is passed with requisite majority.



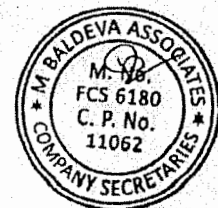


Resolution No. 6:

Resolution Required: (Special)			Special Resolution for re-appointment of Dr. Santosh Prabhu (DIN: 00506595), as an Independent Director (Non- Executive) of the Company for a second term of 5 (five) consecutive years with effect from 24 <sup>th</sup> October, 2023, who shall not be liable to retire by rotation.					
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	0.0000
	<b>TOTAL</b>		<b>39328500</b>	<b>39328500</b>	<b>100.0000</b>	<b>39328500</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	378447	9447	2.4963	9447	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>9447</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193784	32	99.9830	0.0165
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194112</b>	<b>32</b>	<b>99.9830</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39532092</b>	<b>70.5426</b>	<b>39532059</b>	<b>32</b>	<b>99.9999</b>	<b>0.0001</b>

Invalid votes: Nil

Result: The resolution is passed with requisite majority.





Resolution No. 7:

Resolution Required: (Ordinary)			Ordinary Resolution for approval of related party transactions with M/s. Mani Auto Components, a partnership firm for the period from 1 <sup>st</sup> April, 2024 to 31 <sup>st</sup> March, 2027.					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
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	0*	0.0000	0	0	0	0
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>39328500</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	378447	9447	2.4963	0	9447	0.0000	100.0000
	E-voting during the AGM		0	0.0000	0	0	0	0
	<b>TOTAL</b>		<b>378447</b>	<b>9447</b>	<b>2.4963</b>	<b>0</b>	<b>9447</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	16333053	193817	1.1867	193816	0	99.9995	0.0000
	E-voting during the AGM		328	0.0020	328	0	100.0000	0.0000
	<b>TOTAL</b>		<b>16333053</b>	<b>194145</b>	<b>1.1887</b>	<b>194144</b>	<b>0</b>	<b>99.9995</b>
<b>TOTAL</b>		<b>56040000</b>	<b>203592</b>	<b>0.3633</b>	<b>194144</b>	<b>9447</b>	<b>95.3593</b>	<b>4.6402</b>

\* Voting done by Promoter and Promoter group not considered.

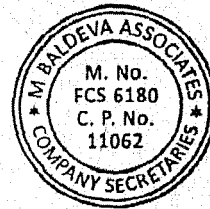
Invalid votes: Nil

Result: The resolution 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: Thane

Date: 28<sup>th</sup> July, 2023

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

Peer Review: 1436/2021

UDIN: F006180E000696980

Countersigned by

For Menon Bearings Limited

Chairman / Authorised Signatory