

30<sup>th</sup> April, 2024

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: Disclosure of Voting Results of the Postal Ballot Process undertaken by the Company through 'Remote E-Voting', pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We would like to inform you that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as per the Postal Ballot Notice dated 23<sup>rd</sup> March, 2024 and based on the Scrutinizer's Report dated 29<sup>th</sup> April 2024, the Members of the Company have passed the Special Resolution through Postal Ballot process as set out in the Postal Ballot Notice, result of which was declared earlier today, i.e. 30<sup>th</sup> April 2024 for the following matters:

1. Sale of Undertaking, i.e. Aluminium Division of the Company to Menon Alkop Limited, a Wholly Owned Subsidiary of the Company, pursuant to the provisions of Section 180(1)(a) of the Act.

In this regard, please find enclosed the following:

- a) Voting results pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Report of the Scrutinizer dated 29<sup>th</sup> April, 2024.

The Resolution was deemed to have been passed on Sunday, 28<sup>th</sup> April 2024 being the last date of remote e-voting.

The Postal Ballot Results along with Scrutinizer's Report are also been hosted 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).

Kindly take the above on your record.

Thanking you.

Yours faithfully

For **Menon Bearings Limited**

**Manmay Kalyankar**  
**Company Secretary & Compliance Officer**  
**Membership No.: A29264**

Encl.: A/a

**A. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS**

Sr. No.	Particulars	Details
1.	Date of Postal Ballot Notice	Saturday, 23 <sup>rd</sup> March, 2024
2.	Voting Start day, date and time	Saturday, March 30, 2024 at 9:00 a.m. (IST)
3.	Voting End day, date and time	Sunday, April 28, 2024 at 9:00 a.m. (IST)
4.	Total number of shareholders on record date	28781
5.	No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group: Public:	Not Applicable
6.	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

**Resolution No. 1:**

Resolution Required: (Special)			Special Resolution for Sale of Undertaking, i.e. aluminium division of the Company to Menon Alkop Limited, a Wholly Owned Subsidiary of the Company, pursuant to the provisions of Section 180(1)(a) of the Act.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter group	E-Voting	39328500	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		39328500	100.0000	39328500	0	100.0000	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	E-Voting	314467	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>TOTAL</b>		<b>314467</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	16397033	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		119762	0.7304	118002	1760	98.5304	1.4696
	<b>TOTAL</b>		<b>16397033</b>	<b>119762</b>	<b>0.7304</b>	<b>118002</b>	<b>1760</b>	<b>98.5304</b>
<b>TOTAL</b>		<b>56040000</b>	<b>39448262</b>	<b>70.3930</b>	<b>39446502</b>	<b>1760</b>	<b>99.9955</b>	<b>0.0045</b>

Invalid votes: Nil

Result: The resolution was passed with requisite majority.



**SCRUTINIZER'S REPORT**

[Pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with  
Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
**Menon Bearings Limited**  
G 1, MIDC Gokul Shirgaon,  
Kolhapur – 416234  
Maharashtra

Dear Sir,

I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of **Menon Bearings Limited** ('the Company') in its meeting held on 23<sup>rd</sup> March, 2024 for the purpose of scrutinizing the postal ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 and General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs ('MCA') (hereinafter collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard-2 on General Meetings (SS – 2) issued by the Institute of Company Secretaries of India and other applicable laws and regulations in respect of the resolution as mentioned in the Notice of Postal Ballot dated 23<sup>rd</sup> March, 2024.

I submit my report as under:

1. The Company despatched Notice of Postal Ballot along with the statement setting out material facts under Section 102 of the Act and remote e-voting instructions, electronically only, through email on 29<sup>th</sup> March, 2024 to all those members, whose e-mail address were registered with the Company or with the Registrar and Share Transfer Agent or Depositories and whose names appeared in the Register of Members of the Company / List of Beneficial Owners as on Friday, 22<sup>nd</sup> March, 2024 ('cut- off date').
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules thereof including MCA Circulars in respect of the resolution contained in the Postal Ballot Notice. My responsibility as Scrutinizer is restricted to make the Scrutinizer's Report on the votes cast 'in favour' or 'against', if any, with respect to the resolution stated in the Notice of Postal Ballot dated 23<sup>rd</sup> March, 2024 based on the report generated from the e-voting system provided by the Link Intime (India) Private Limited ('Link Intime'), the agency engaged by the Company to provide e-voting facility.





3. As per the provisions of Rule 20 of the Rules and as required under said MCA Circulars, the Company has published advertisement regarding despatch of Notice of Postal Ballot and remote e-voting information to eligible members through e-mail in English newspaper 'Business Standard' and in Marathi newspaper 'Pudhari' published on 30<sup>th</sup> March, 2024.
4. The voting rights of the members were considered in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 22<sup>nd</sup> March, 2024.
5. In terms of the aforesaid Notice, the remote e-voting commenced on Saturday, 30<sup>th</sup> March, 2024 at 9.00 A.M. (IST) and concluded on Sunday, 28<sup>th</sup> April, 2024 at 5.00 P.M. (IST) (both the days inclusive).
6. Votes cast upto the close of working hours i.e. 5:00 P.M. on Sunday, 28<sup>th</sup> April, 2024 i.e. the last date and time fixed by the Company for remote e-voting have been considered for the purpose of this report.
7. The remote e-voting was reconciled with the Register of Members / List of Beneficiaries of the Company as on cut-off date as provided by the Registrar and Share Transfer Agent / Depositories of the Company.
8. The result of the remote e-voting in respect of the resolution contained in the Notice of Postal Ballot are as under:





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<b>TOTAL</b>		<b>56040000</b>	<b>39448262</b>	<b>70.3930</b>	<b>39446502</b>	<b>1760</b>	<b>99.9955</b>	<b>0.0045</b>

Invalid votes: Nil

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

Based on the aforesaid results, the resolution as mentioned above shall be deemed to have been passed on Sunday, 28<sup>th</sup> April, 2024, being the last date of remote e-voting for the members of the Company.





The relevant records relating to e-voting shall remain in my safe custody until the Company declares the result of Postal Ballot and thereafter the same will be handed over to the Company Secretary and Compliance Officer of the Company for safe keeping.

For **M Baldeva Associates**  
*Company Secretaries*



**CS Manish Baldeva**  
Proprietor

Place: Mumbai  
Date: 29<sup>th</sup> April, 2024

M. No. FCS 6180; C.P. No. 11062  
Peer Review No.:1436/2021  
UDIN: F006180F000270895

Countersigned by  
For Menon Bearings Limited

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Authorised Signatory