

TIMKEN

Mandar Vasmatkar
Company Secretary & Chief-Compliance
mandar.vasmatkar@timken.com

24 August, 2022

The Secretary
The National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra- Kurla Complex,
Bandra (E),
Mumbai- 400 051.

NSE Symbol - TIMKEN

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001.

Scrip Code- 522113

Dear Sir/Madam,

Sub: 35th Annual General Meeting - Voting Results and Scrutinizer's Report

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of law, we attach herewith consolidated Voting Results and Scrutinizer's Report on voting in connection with 35th Annual General Meeting of the Company held on Tuesday, 23 August, 2022 at 3.00 PM through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Kindly request you to take this on record.

Thanking you.

Yours faithfully,
For **TIMKEN INDIA LIMITED**



Mandar Vasmatkar
Company Secretary
& Chief - Compliance

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General information about company

Scrip code	522113
NSE Symbol	TIMKEN
MSEI Symbol	NOTLISTED
ISIN	INE325A01013
Name of the company	TIMKEN INDIA LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-08-2022
Start time of the meeting	3:00 PM
End time of the meeting	3:40 PM

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Scrutinizer Details

Name of the Scrutinizer	PRADEEP B KULKARNI
Firms Name	V SREEDHARAN & ASSOCIATES
Qualification	CS
Membership Number	7260
Date of Board Meeting in which appointed	27-05-2022
Date of Issuance of Report to the company	24-08-2022

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Voting results	
Record date	16-08-2022
Total number of shareholders on record date	66142
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	70
No. of resolution passed in the meeting	13
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2022 and the reports of the Board of Directors and the Statutory Auditors				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50999988	100.0000	50999988	0	100.0000	0.0000
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	50999988	100.0000	50999988	0	100.0000	0.0000
Public-Institutions	E-Voting		11159895	94.3520	11159895	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11159895	94.3520	11159895	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461510	3.7246	461495	15	99.9967	0.0033
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461510	3.7246	461495	15	99.9967	0.0033
Total		75218734	62621393	83.2524	62621378	15	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend of Rs. 1.50/- per equity share of Rs.10 each fully paid up for the year ended 31 March 2022				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50999988	100.0000	50999988	0	100.0000	0.0000
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	50999988	100.0000	50999988	0	100.0000	0.0000
Public-Institutions	E-Voting		11166493	94.4078	11166493	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11166493	94.4078	11166493	0	100.0000	0.0000
Public- Non Institutions	E-Voting		465023	3.7530	464776	247	99.9469	0.0531
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	465023	3.7530	464776	247	99.9469	0.0531
Total		75218734	62531504	83.2658	62631257	247	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Avishrant Keshava (DIN:07292484), who retires by rotation and being eligible, offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50999988	100.0000	50999988	0	100.0000	0.0000
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	50999988	100.0000	50999988	0	100.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	10251352	914001	91.8140	8.1860
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	10251352	914001	91.8140	8.1860
Public- Non Institutions	E-Voting		461510	3.7246	430725	30785	93.3295	6.6705
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461510	3.7246	430725	30785	93.3295	6.6705
Total		75218734	62526851	83.2596	61682065	944786	98.4914	1.5086
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

^ this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company and to fix for their remuneration				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50999988	100.0000	50999988	0	100.0000	0.0000
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	50999988	100.0000	50999988	0	100.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461470	3.7243	461411	59	99.9872	0.0128
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461470	3.7243	461411	59	99.9872	0.0128
Total		75218734	62626811	83.2596	62626752	59	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Sanjay Koul (DIN: 05159352) as Managing Director of the Company				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50999988	100.0000	50999988	0	100.0000	0.0000
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	50999988	100.0000	50999988	0	100.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	10212074	953279	91.4622	8.5378
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	10212074	953279	91.4622	8.5378
Public- Non Institutions	E-Voting		461510	3.7246	427671	33839	92.6678	7.3322
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461510	3.7246	427671	33839	92.6678	7.3322
Total		75218734	62526851	83.2596	61639733	987118	98.4238	1.5762
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. George J Ollapally (DIN: 09607523) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50999988	100.0000	50999988	0	100.0000	0.0000
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	50999988	100.0000	50999988	0	100.0000	0.0000
Public- Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461316	3.7231	461057	259	99.9439	0.0561
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461316	3.7231	461057	259	99.9439	0.0561
Total		75218734	62526657	83.2594	62626398	259	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

^ this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Veerappan V (DIN: 01593254) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		5099988	100.0000	5099988	0	100.0000	0.0000
	Poll	5099988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5099988	5099988	100.0000	5099988	0	100.0000	0.0000
Public- Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461316	3.7231	460907	409	99.9113	0.0887
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461316	3.7231	460907	409	99.9113	0.0887
Total		75218734	62626657	83.2594	62626248	409	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



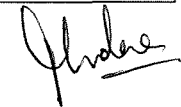
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Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Hansal Patel (DIN: 09607523) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		5099988	100.0000	5099988	0	100.0000	0.0000
	Poll	5099988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5099988	5099988	100.0000	5099988	0	100.0000	0.0000
Public- Institutions	E-Voting		11586519	97.9589	10758924	827595	92.8573	7.1427
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11586519	97.9589	10758924	827595	92.8573	7.1427
Public- Non Institutions	E-Voting		40304	0.3253	40048	256	99.3648	0.6352
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	40304	0.3253	40048	256	99.3648	0.6352
Total		75218734	62626811	83.2596	61798960	827851	98.6781	1.3219
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promcter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to the Cost Auditors				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50999988	100.0000	50999988	0	100.0000	0.0000
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	50999988	100.0000	50999988	0	100.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461560	3.7250	460973	587	99.8728	0.1272
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461560	3.7250	460973	587	99.8728	0.1272
Total		75218734	62526901	83.2597	62626314	587	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Transactions with Related Party - The Timken company				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461510	3.7246	460939	571	99.8763	0.1237
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461510	3.7246	460939	571	99.8763	0.1237
Total		75218734	11526863	15.4574	11626292	571	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	50999988
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Transactions with Related Party- The Timken Corporation				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461470	3.7243	460149	1321	99.7137	0.2863
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461470	3.7243	460149	1321	99.7137	0.2863
Total		75218734	11526823	15.4574	11625502	1321	99.9886	0.0114
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	50999988
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (12)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Transactions with Related Party – Timken Engineering and Research – India Private Limited				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461431	3.7240	460106	1325	99.7128	0.2872
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461431	3.7240	460106	1325	99.7128	0.2872
Total		75218734	11526784	15.4573	11625459	1325	99.9886	0.0114
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	50999988
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (13)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Transactions with Related Party – Timken Wuxi Bearings Co. Ltd.				
Category	Mode of voting	No. of shares held	No. of 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	50999988	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50999988	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		11165353	94.3981	11165353	0	100.0000	0.0000
	Poll	11827940	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11827940	11165353	94.3981	11165353	0	100.0000	0.0000
Public- Non Institutions	E-Voting		461470	3.7243	459795	1675	99.6370	0.3630
	Poll	12390806	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12390806	461470	3.7243	459795	1675	99.6370	0.3630
Total		75218734	11526823	15.4574	11625148	1675	99.9856	0.0144
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	50999988
Public Insitutions	0
Public - Non Insitutions	0



Form No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Thirty Fifth Annual General Meeting (AGM) of the Equity Shareholders of “**Timken India Limited**” held on Tuesday, August 23, 2022 at 3.00 PM through Video Conferencing (VC).

Sir,

I, Pradeep B. Kulkarni, Partner of V. Sreedharan and Associates, Company Secretaries, Bengaluru, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI LODR’), for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation

44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- (ii) Voting through electronic voting system at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Thirty fifth Annual General Meeting of the Equity Shareholders dated July 01, 2022. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 am on Saturday, August 20, 2022, up to 5.00 pm on Monday, August 22, 2022.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circular No. 02/2022 read with General Circular Nos. 02/2021, 19/2021, 21/2021, 14/2020, 17/2020, 20/2020 issued by Ministry of Corporate Affairs read with Circular No.

SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (Collectively referred to as “Circulars”).

3. The voting rights were reckoned as on Tuesday, August 16, 2022, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on August 23, 2022 at 3.42 P.M. in the presence of two witnesses.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by National Securities Depository Limited (NSDL).
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by National Securities Depository Limited (NSDL) had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by National Securities Depository Limited (NSDL) e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under.

a) **RESOLUTION 1**

To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2022 and the reports of the Board of Directors and the Statutory Auditors.

(i) **Voted in favour of Resolution**

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
343	6,26,21,378	100

(ii) **Voted against the resolution**

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
2	15	0

(iii) **Invalid Votes - NIL**

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b) RESOLUTION 2

To declare dividend of Rs. 1.50/- per equity share of Rs.10 each fully paid up for the year ended 31 March 2022.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
346	6,26,31,257	100

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
9	247	0

(iii) Invalid Votes - NIL

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b) RESOLUTION 3

To appoint a Director in place of Mr. Avishrant Keshava (DIN:07292484), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
287	6,16,82,065	98.49

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
59	9,44,786	1.51

(iii) Invalid Votes - NIL

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d) RESOLUTION 4

To re-appoint Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company and to fix for their remuneration.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
341	6,26,26,752	100

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
4	59	0

(iii) Invalid Votes - NIL

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Special Business:

e) RESOLUTION 5

Re-appointment of Mr. Sanjay Koul (DIN: 05159352) as Managing Director of the Company.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
279	6,16,39,733	98.42

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
70	9,87,118	1.58

(iii) Invalid Votes - NIL

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f) RESOLUTION 6

Appointment of Mr. George J Ollapally (DIN: 09607523) as an Independent Director of the Company.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
338	6,26,26,398	100

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
6	259	0

(iii) Invalid Votes - NIL

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g) RESOLUTION 7

Appointment of Mr. Veerappan V (DIN: 01593254) as an Independent Director of the Company.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
337	6,26,26,248	100

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
7	409	0

(iii) Invalid Votes - NIL

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h) RESOLUTION 8

Appointment of Mr. Hansal Patel (DIN: 09607523) as an Independent Director of the Company.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
285	6,17,98,960	98.68

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
63	8,27,851	1.32

(iii) Invalid Votes - NIL

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i) RESOLUTION 9

Ratification of remuneration payable to the Cost Auditors.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
339	6,26,26,314	100

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
8	587	0

(iii) Invalid Votes - NIL

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j) **RESOLUTION 10**

Material Transactions with Related Party- The Timken company.

(i) **Voted in favour of Resolution**

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
337	1,16,26,292	100

(ii) **Voted against the resolution**

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
8	571	0

(iii) *** Invalid Votes**

Total number of members whose votes were declared invalid	Number of votes cast by them
1	5,09,99,988

k) RESOLUTION 11

Material Transactions with Related Party- The Timken Corporation

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
334	1,16,25,502	99.99

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
10	1,321	0.01

(iii) * Invalid Votes

Total number of members whose votes were declared invalid	Number of votes cast by them
1	5,09,99,988

I) RESOLUTION 12

Material Transactions with Related Party - Timken Engineering and Research - India Private Limited.

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
332	1,16,25,459	99.99

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
11	1,325	0.01

(iii) * Invalid Votes

Total number of members whose votes were declared invalid	Number of votes cast by them
1	5,09,99,988

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m) **RESOLUTION 13**

Material Transactions with Related Party - Timken Wuxi Bearings Co. Ltd.

(i) **Voted in favour** of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
330	1,16,25,148	99.99

(ii) **Voted against** the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
14	1,675	0.01

(iii) *** Invalid Votes**

Total number of members whose votes were declared invalid	Number of votes cast by them
1	5,09,99,988

* Promoter i.e., Timken Singapore Pte Ltd holding 5,09,99,988 shares in Timken India Limited, voted in favour of the resolution nos. 10, 11, 12 and 13. However, pursuant to the provisions of Regulation 23(4) of SEBI LODR, Promoter who is a related party, shall not vote to approve the resolution relating to material related party transaction. Hence, we have invalidated its votes for all resolutions relating to the material related party transactions.

8. A list of Equity shareholders who voted “FOR”, “AGAINST” the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

For V. Sreedharan & Associates

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(PRADEEP B. KULKARNI)

Partner

FCS 7260; CP No. 7835

Date: August 24, 2022

Place: Bengaluru

UDIN: F007260D000838574