

August 10, 2024

To,
CORPORATE GOVERNANCE DEPARTMENT
Bombay Stock Exchange
25th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir/Madam,

SUB: Scrutinizer's Report Voting Results of the 33RD Annual General Meeting
REF.: SCRIP CODE: 539398 SCRIP ID: VISHALBL

We are attaching herewith Scrutinizer's Report and voting results of remote e-voting/Poll of the 33RD AGM at the Registered office of the Company, pursuant to the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the Report of the Scrutinizer, all ordinary and special resolutions set out in the Notice of the 33RD AGM have been duly approved by the Members with requisite majority.

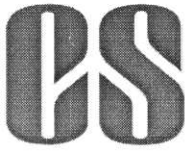
We request to kindly take the same on record.

Thanking You.

Yours Faithfully,
For VISHAL BEARINGS LIMITED

DILIPKUMAR CHANGELA
MANAGING DIRECTOR
DIN: 00247302

Encl: Report of the Scrutinizer



FORM MGT-13
SCRUTINIZER REPORT

[Pursuant to rule Section 108 of the Companies Act, 2013 and Rule 20(xi) of The Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
VISHAL BEARINGS LIMITED
SURVEY NO 22/1, PLOT NO 1,
SHAPAR MAIN ROAD,
SHAPAR (VERAVAL),
RAJKOT – 360 002,
GUJARAT

Sub: Scrutinizer's Report on Voting by Remote E-Voting/Poll conducted during the 33rd Annual General Meeting ("AGM") held at Registered Office of the Company situated at Survey No. 22/1, Plot No. 1, Shapar Main Road, Shapar (Veraval), Rajkot – 360024, Gujarat in respect of the resolutions (businesses) contained in the Notice dated July 15, 2024.

I, Keyur Ghelani, Practicing Company Secretary, Proprietor of M/s K. P. Ghelani & Associates, appointed as scrutinizer for the purpose of the voting through Remote E-Voting and poll facility during the AGM on the below mentioned resolution(s) at Annual General Meeting of the Shareholders of the Company held on Saturday, August 10, 2024, at 04.00 P.M.

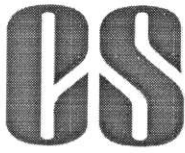
The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Act and Rules made there under.

Our responsibility as scrutinizer for the remote e-voting and polls is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

We hereby submit our report as under:

1. As confirmed by the company, the Notice of 33rd Annual General Meeting along with Annual Report 2023-24, was sent to the Members whose name(s) appeared in the Register of Members/ List of beneficial owners, whose e-mail IDs was registered with the Company's RTA / Depositories, through electronic means only and has not dispatched physical notices to any member in compliance with the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs.
2. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the members of the Company.
3. The Members of the Company holding shares as on August 02, 2024 (cut-off date) were entitled to vote on the resolutions (Item No. 1 to 4) as set out in the notice convening 33rd Annual General Meeting of the Company through Remote E-voting and Poll at Annual General Meeting.





4. The e-voting period commenced on Wednesday, August 07, 2024, at 09.00 A.M. and ended on Friday, August 09, 2024, at 05.00 P.M.
5. As per information provided by the Company, the names of the shareholders who had voted by remote e-voting through the facility provided by 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.
6. The votes were unblocked on August 10, 2024, at around 05:30 P.M. in the presence of two witnesses, Ms. Shivali Kotadiya and Mr. Hiren Ajagiya, who are not in the employment of the Company.
7. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the E-voting website of/ <https://www.evoting.nsdl.com>.
8. The summary of the e-voting / Poll for each of the resolution is given below:

RESOLUTION NO. 1

Nature of Resolution	Ordinary Resolution
Subject Matter	ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT 31st MARCH 2024

(i) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	25	3247936	95.9276
Poll	7	137885	4.0724
Total	32	3385821	100%

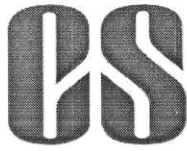
(ii) Voted Against the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	1	1	100%
Poll	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0





RESOLUTION NO. 2

Nature of Resolution	Ordinary Resolution
Subject Matter	TO APPOINT A DIRECTOR IN PLACE OF MR. DIVYESHKUMAR HIRALAL CHANGELA [DIN:0247364], WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

(iv) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	25	3243047	95.9217
Poll	7	137885	4.0783
Total	31	3380932	100%

(v) Voted Against the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	2	4890	100%
Poll	0	0	0
Total	2	4890	100%

(vi) Invalid Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

RESOLUTION NO. 3

Nature of Resolution	Special Resolution
Subject Matter	APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY

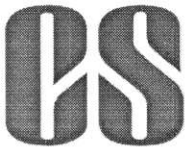
(vii) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	25	3243047	95.9217
Poll	7	137885	4.0783
Total	31	3380932	100%

(viii) Voted Against the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	2	4890	100%
Poll	0	0	0
Total	2	4890	100%





(ix) Invalid Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

RESOLUTION NO. 4

Nature of Resolution	Special Resolution
Subject Matter	APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY

(x) Voting in Favour of Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	25	3243047	95.9217
Poll	7	137885	4.0783
Total	31	3380932	100%

(xi) Voted Against the Resolution:

Type of Voting	No. of Members voted	No. of Valid votes cast by them	% of Total No. of valid votes cast
Remote E-Voting	2	4890	100%
Poll	0	0	0
Total	2	4890	100%

(xii) Invalid Votes:

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

For K. P. Ghelani & Associates
Company Secretaries

Date: August 10, 2024

Place: Rajkot



CS Keyur Ghelani
Proprietor

Mem. No. 33400

C.P. No. 12468

UDIN: A033400F000948358