

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/264

4th April 2023

M/s.BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001

/ **Electronic Filing** /

Sirs,

**Filing of proceedings of the meeting convened to take on record the results of the
Postal ballot process held during February / March 2023**

Proceedings of the meeting held to take on record the declaration of remote e-voting results of the Postal Ballot at the Administrative Office of the Company at No.18, Race Course Road, Coimbatore 641018 at **3.30 p.m. on Saturday the 18th day of March, 2023** for the resolution as set out in the postal ballot notice dated **2nd February, 2023**.

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 Mr.K.Vidhya Shankar, Company Secretary who was duly authorised by the Managing Director of the Company for the purpose of declaring the Postal Ballot results, stated that pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (as amended), the Company had issued Postal Ballot notice Dt.2nd February 2023 to the members seeking their consent with respect to the appointment of **Smt.Rashmi Hemant Urdhwareshe (DIN: 08668140)** as an Additional Director designated as Non-Executive Independent Director of the Company.

Further the Company Secretary also confirmed that the process of remote e-voting which took place during the period from 15th February 2023 to 16th March 2023 for passing of resolution which was detailed in the Postal Ballot Notice Dt.2nd February 2023 and sent to the share-holders whose names appeared in the Register of members as on 3rd February 2023 (Cut-off date) was satisfactorily completed. In this connection, on the strength of the resolutions passed by the Board of Directors at their meeting held on 9th January, 2023, the Company Secretary had appointed Mr.V.R.Sankaranarayanan, Partner, KSR & Co Company Secretaries LLP, as scrutinizer for the Postal Ballot process.



Bimetal Bearings Limited Filing of proceedings of the meeting convened to take on record the results of the Postal ballot process held during February / March 2023 – (Contd.) :

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Thereafter the Company Secretary placed before the meeting the report of the Scrutinizer which also included the details of the results of the remote e-voting process 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 of the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and other applicable corporate legislations (as amended from time to time).

It was noted that 67 members participated in the electronic voting process. Further based on the report submitted by the Scrutinizer, the Chairman declared that the following ordinary resolution was passed on the last date on which the remote e-voting is being permitted i.e. 16th March, 2023 with the requisite majority, namely:

To consider the passing of the following resolution as an ordinary resolution:

Item No. 1: To accord approval for the appointment of Smt. Rashmi Hemant Urdhwareshe (DIN: 08668140) as an Independent Director of the Company for a period of 3 (Three) years with effect from 9th January 2023.

“Resolved that pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and Regulation 17 and Regulation 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the approval of the members be and hereby accorded for the appointment of Smt. Rashmi Hemant Urdhwareshe (DIN: 08668140), who was appointed as an Additional Director of the Company pursuant to Section 161 of the Companies Act, 2013 ("the Act") and the applicable clauses of the Articles of Association of the Company, with effect from 9th January 2023, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office subject to the approval of shareholders in terms of Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of 3 (Three) years with effect from 9th January 2023.”



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Results of the Voting

Mode of voting	Votes cast in favour	Votes cast Against
Remote e-voting	29,82,518	279
Total	29,82,518	279

Resolution was declared passed with 99.99% of shares voted in favor of the resolution.

With a vote of thanks to the Chair, the meeting came to a close at 3.50 p.m.

/ Certified True Copy /

For **Bimetal Bearings Limited**



K. Vidhya Shankar

Company Secretary / Compliance Officer