



SNL BEARINGS LIMITED

April 1, 2022

BSE Limited
Corporate Relationship Department
1st Floor, P. J Towers, Dalal Street,
Mumbai 400 001

Code No. 505827

Dear Sir/ Madam,

Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") — Details of voting results of the Postal Ballot and Scrutinizer's Report

Dear Sir/Madam,

With reference to our letter dated February 25, 2022, we hereby inform that the following ordinary resolution as set out in the Postal Ballot Notice dated February 4, 2022, have been passed with the requisite majority:

- i. Ordinary Resolution under Sections 188 for approval of Material Related Party Transactions with NRB Bearings Limited for Financial Year 2022-23.

Pursuant to Regulation 44(3) of the Listing Regulations, section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we enclose herewith the following :

1. Disclosure of the voting results of the business transacted by way of Postal Ballot including e-voting, as required under Regulation 44(3) of the SEBI Listing Regulations.
2. Combined report of the Scrutinizer, Mr. Upendra C Shukla, dated April 1, 2022 on Postal Ballot and e-voting, pursuant to Section 108 of the Companies Act, 2013.

We request you to kindly take the same on record and acknowledge receipt.

Thanking you,

For SNL BEARINGS LIMITED

Harshal Patil
Company Secretary

REGISTERED



Dhannur, 15, Sir P. M. Road,
Fort, Mumbai - 400 001

022-22663698

022-2266 0412/ 9850



www.snlbearings.in



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WORKS



Ratu, Ranchi - 835 222

0651-2521876

0651-2521920

Details of Voting Results
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Special Business								
Resolution No. 1:								
Ordinary Resolution under Section 188 for approval of Material Related Party Transactions with NRB Bearings Limited for FY 2022-23.								
Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the agenda/ resolution?					Yes			
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	2686773	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
	Total		2686773	0	0.0000	0	0	0.0000
Public Institution	E-Voting	50	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
	Total		50	0	0.0000	0	0	0.0000
Public - Non Institution	E-Voting	924717	3746	0.4051	3724	22	99.4127	0.5873
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1	0.0001	1	0	100.0000	0.0000
	Total		924717	3747	0.4052	3725	22	99.4129
Total		3611540	3747	0.1038	3725	22	99.4129	0.5871



01st April, 2022

The Chairman,
SNL Bearings Ltd.
Dhannur, 15,
Sir P. M. Road,
Fort, Mumbai 400 001.

Dear Sir,

Sub: Report on passing of Ordinary Resolution by Postal Ballot

I am appointed as a Scrutinizer by SNL Bearings Limited (hereinafter referred to as “the Company”) for conducting the process of postal ballot in a fair and transparent manner for passing resolution as per **Annexure-1** to this report as contemplated under Section 110 of the Companies Act, 2013 (hereinafter referred to as the ‘Act’) read with the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the ‘Rules’).

The Company dispatched Ballot papers along with notice pursuant to Section 110 of the Act along with draft of Resolution and explanatory statement as required under Section 102 of the Act to those members of the Company, whose names appeared in the Register of Members / records of Depositories CDSL/NSDL as on 11/02/2022.

The Company has appointed CDSL to conduct e-voting by the shareholders through their online e-voting system. Postal Ballot papers were also emailed to those Shareholders holding valid email-Ids. The mails were Password Protected as per STQC norms. Other than this, in respect of Shareholders, who have not provided their email-Ids and also Shareholders holding shares in physical form were provided with physical ballot forms. The procedure for e-voting was fully covered in the communication to Shareholders.

Accordingly, I had undertaken the assignment of scrutinizing the entire records and now, I hereby report as under:

- | | | | |
|----|---|---|------------------------|
| 1) | (a) Number of ballot paper posted on 25/02/2022 (physical) | : | 2097 |
| | (b) Number of ballot papers e-mailed on 25/02/2022 | : | 3254 |
| | (c) Number of ballot papers returned undelivered by Post | : | 739 |
| | (d) Number of e-mails bounced/undelivered as per Universal email
(E-mails were re-sent and also physical postal ballot papers were sent by post) | : | 227 |
| 2) | Date of commencement of voting cycle | : | 01/03/2022 (9:00 a.m.) |
| 3) | Last date fixed for receiving ballot papers, duly completed | : | 30/03/2022 (5:00 p.m.) |
| 4) | Last date fixed for voting through e-voting | : | 30/03/2022 (5:00 p.m.) |

: 2 :

5)	(a) Number of response received (Physical)	:	1
	(b) Number of response received (e-voting) (including 2 responses from Promoters/ Promoter Group)	:	36
	Total	:	37
6)	(a) Number of valid ballot papers received (Physical)	:	1
7)	(a) Number of invalid ballot papers received (physical)	:	0
	(b) Number of invalid e-voting	:	0
8)	Resolution 1 (Ordinary Resolution):		
	(a) Number of votes cast “For the Resolution (physical)”	:	1 (1 Ballot)
	(b) Number of votes cast “For the Resolution (e-voting)”	:	3724(31 cases)
	Total Number of votes cast for the Resolution	:	3725(100%)
	(a) Number of votes cast “Against the Resolution (physical)”	:	Nil
	(b) Number of votes cast “Against the Resolution (e-voting)”	:	22 (3 Cases)
	Total Number of votes cast against the Resolution	:	22 (0%/Negligible)
	Number of votes abstained for voting (e-voting)	:	Nil
9)	Number of invalid votes	:	0
10)	Number of votes cast by Promoters/Promoter Group not taken into account	:	2686773

Ballot forms received after the prescribed last date were not considered.

A summarized statement showing the details of votes cast is annexed as **Annexure-2** and forms part of this report.

Basis of acceptance and also the basis of rejection of votes are provided in **Annexure-3** of this report.

Conclusion –

(i) For Resolution 1 (Ordinary Resolution): Approval of Material Related Party Transactions with NRB Bearings Limited for FY 2022-23.

“Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.”

Though the promoters/ Promoter Group (NRB Bearings Limited and Mrs. Harshbeena Zaveri) have voted on the resolution, their votes are not taken into account as required under the provisions of Section 188 of the Companies Act, 2013.

Thanking you,

Encl: as above.

Yours faithfully,

Upendra
Chandrasankar
Shukla

Digitally signed by Upendra
Chandrasankar Shukla
Date: 2022.04.01 13:13:22
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(U.C. SHUKLA)

COMPANY SECRETARY

FCS: 2727/CP: 1654

UDIN: F002727D000002617

UPENDRA SHUKLA

Annexure – 1

1. Ordinary Resolution for Approval of Material Related Party Transactions with NRB Bearings Limited for FY 2022-23:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable provisions of the Act, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and subject to such other approvals, consents, permissions and sanctions of any authority as may be necessary, approval of the Company be and is hereby accorded to the Board of Directors of the Company (“the Board” which expression shall include any Committee thereof including the Audit Committee; for the time being exercising the powers conferred on the Board by this resolution) to enter in to transaction(s), contract(s), arrangement(s), which are material in nature (as per the definition of material related party transactions in the Listing Regulations) including for purchase/ sale of raw materials, components, consumables, bushes, finished goods, fixed assets, services, etc. with an identified related party, NRB Bearings Limited, (the holding company) for an amount not exceeding Rs. 30,00,00,000/- (Rupees Thirty Crores only) in one or more tranches for FY 2022-23, provided however that transaction(s), contract(s), arrangement(s) so carried out shall all times be on arm’s length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to decide upon the terms and conditions for each tranche of the transaction, contract and arrangement.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

Upendra
Chandrasha
nkar Shukla

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Chandrashankar Shukla
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UPENDRA SHUKLA

Annexure 2

Details of Voting in terms of SEBI Circulars

SNL BEARINGS LIMITED							
POSTAL BALLOT							
SUMMARY REPORT OF VOTES CAST ON RESOLUTION NO. 1							
Sr. No.	Particulars	Total Forms/Cases	% of Total	Shares Held	% of Holding	Shares Voted	% of Voted
1	Assent (Physical)	1	2.86	1	0.02	1	0.02
	Assent (E-voting)	31	88.57	3724	99.39	3724	99.39
1	SUB-TOTAL	32	91.43	3725	99.39	3725	99.39
2	Dissent (Physical)	0	0	0	0	0	0
	Dissent (E-voting)	3	8.57	22	0.59	22	0.59
2	SUB-TOTAL	3	8.57	22	0.59	22	0.59
	TOTAL	35	100.00	3747	100.00	3747	100.00
3	Invalid	Nil	N.A.	Nil	N.A.	Nil	N.A.
4	Not Voted	Nil	N.A.	Nil	N.A.	Nil	N.A.

Upendra
Chandrashekar
Shukla

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Upendra
Chandrashekar Shukla
Date: 2022.04.01
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The SNL Bearings Ltd - Postal Ballot

BASIS OF ACCEPTANCE

1. Where a Postal Ballot form is complete in all respects and its particulars tally with the Register of Members as on 11/02/2022, which was the basis for dispatch of notice and postal ballot form.
2. Where the assent or dissent has been given clearly by any other mark like 'Yes' 'Y' or "No" 'N' etc., the postal ballot form has been considered.
3. Where a joint shareholder has signed the postal ballot form instead of the first named shareholder, the vote cast by the joint named shareholders is considered.
4. Where a shareholder has voted for less number of shares than his actual shareholding, the numbers of shares (votes) indicated/cast were only considered.

BASIS OF REJECTION

1. Where a ballot form is not signed.
2. Specimen signature of the shareholder differs materially with that of the signature in the ballot form.
3. Where a shareholder has not put any tick mark on either assent or dissent.
4. Where a shareholder has put tick mark on both columns showing "assent" and "dissent".
5. In case where a postal ballot form has been signed by the authorized signatory/power of attorney holder and certified true copy of Board Resolution/power of attorney/letter of authority is not received/not on record.
6. Where a postal ballot form received in a torn or mutilated form where it is difficult to state whether it is showing "Assent" or "Dissent".
7. Where the thumb impression has been put in postal ballot form, which is not duly attested by the prescribed authority.
8. Where the shareholder has casted vote through e-voting as also through the ballot paper, vote casted through ballot paper was rejected.

Upendra
Chandrashankar
Shukla

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Chandrashankar Shukla
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(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654