

MENON BEARINGS LIMITED



MENON BEARINGS

23rd July, 2016

To,
Manager (CRD)
BSE Limited ✓
PhirozeJeejeebhoy 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 Sirs,

Sub: Voting results of the 25th Annual General Meeting ("AGM") of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 25th AGM of the Company held on Thursday, 21st July 2016 at 10.00 a.m. at "The Residency Club, P.O. New Palace, Kolhapur - 416003".


We are also enclosing the consolidated report of the Scrutinizer for the resolutions passed through Remote E-Voting and voting by poll at the AGM. The above are being uploaded on the Company's website.

Kindly take the same on record.

Thanking you

Yours faithfully

For Menon Bearings Limited


Anup Padmai
Company Secretary & Compliance Officer
ACS No.: A33422



Encl.: As stated above

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MIDC, GOKUL SHIRGAON, KOLHAPUR - 416 234. INDIA
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Visit us at : http : // www.menonbearings.in

25TH ANNUAL GENERAL MEETING OF MENON BEARINGS LIMITED

Date of AGM : 21st July, 2016

Total number of shareholders on record date : 7856

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 7

Public: 91

No. of shareholders attended the meeting through video conferencing :

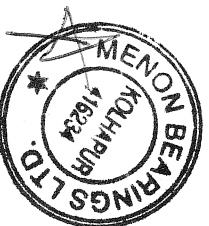
Promoters and Promoter Group: 0

Public: 0

Resolution required: (Ordinary/Special) Ordinary Resolution for Adoption of Audited Financial Statements for the year ended 31st March, 2016 along with Reports of the Directors and of the Auditors

Whether promoter/promoter group are interested in agenda / resolution? No

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
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00	0.00
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	3,48,71,000	100.00	3,48,71,000	0	100.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,962	2300	93.09	6.91
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,37,453	2.01	2,35,153	2300	99.03	0.97
	Total	4,67,00,000	3,51,08,453	75.18	3,51,06,153	2300	99.99	0.01



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Public: 0

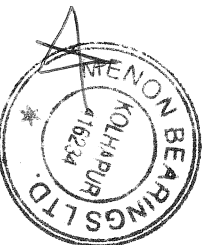
Resolution required: (Ordinary/Special)

Ordinary Resolution for confirmation of interim dividend paid on Equity Shares for the financial year ended 31st March, 2016.

Whether promoter/promoter group are interested in agenda / resolution?

No

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
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00	0.00
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	3,48,71,000	100.00	3,48,71,000	0	100.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		34,090	0.29	31,790	2,300	93.25	6.75
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,38,281	2.01	2,35,981	2,300	99.03	0.97
	Total	4,67,00,000	3,51,09,281	75.18	3,51,06,981	2,300	99.99	0.01



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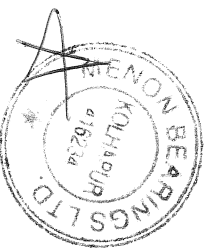
Public: 91

No. of shareholders attended the meeting through video conferencing :

Promoters and Promoter Group: 0

Public: 0

Resolution required: (Ordinary/Special)		Whether promoter/promoter group are interested in agenda / resolution?		No		Ordinary Resolution for appointment of director in place of Mr. Sachin Menon, Non Executive Director, 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
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00	0.00
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	3,48,71,000	100.00	3,48,71,000	0	100.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,962	2,300	93.09	6.91
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	-	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,37,453	2.01	2,35,153	2,300	99.03	0.97
	Total	4,67,00,000	3,51,08,453	75.18	3,51,06,153	2,300	99.99	0.01



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No. of shareholders attended the meeting through video conferencing:

Promoters and Promoter Group: 0

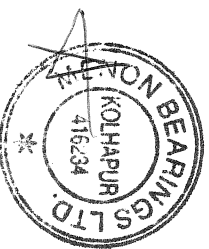
Public: 0

Resolution required: (Ordinary/Special)

Ordinary Resolution for re-appointment of M/s P. M. Vardhe & Co., Chartered Accountants, Kolhapur (having FRN: 111274W) as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting.

Whether promoter/promoter group are interested in agenda / resolution? No

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
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00	0.00
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	3,48,71,000	100.00	3,48,71,000	0	100.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,962	2,300	93.09	6.91
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,37,453	2.01	2,35,153	2,300	99.03	0.97
	Total	4,67,00,000	3,51,08,453	75.18	3,51,06,153	2,300	99.99	0.01



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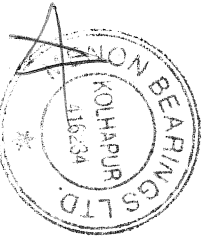
Resolution required: (Ordinary/Special)

Ordinary Resolution to ratify appointment of M/s. Rajesh Lohia & Co., Chartered Accountants (having FRN: 108416W), as Branch Auditors of the Company until the conclusion of the 26th Annual General Meeting.

Whether promoter/promoter group are interested in agenda / resolution?

No

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
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00	0.00
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	3,48,71,000	100	3,48,71,000	0	100.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,962	2,300	93.09	6.91
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,37,453	2.01	2,35,153	2,300	99.03	0.97
	Total	4,67,00,000	3,51,08,453	75.18	3,51,06,153	2,300	99.99	0.01



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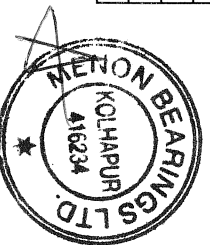
Resolution required: (Ordinary/Special)

Ordinary Resolution for appointment of Mr. M. L Shinde (DIN: 07417527) as an Independent Director upto 28th January, 2021.

Whether promoter/promoter group are interested in agenda / resolution?

No

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	Public- Non Institutions	
									E-Voting	Postal Ballot (if applicable)
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00			
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00			
	Postal Ballot (if applicable)		0	0	0	0	0			
	Total	3,48,71,000	3,48,71,000	100.00	3,48,71,000	0	100.00			0.00
Public- Institutions	E-Voting		0	0	0	0	0			
	Poll		0	0	0	0	0			
	Postal Ballot (if applicable)		0	0	0	0	0			
	Total	0	0	0.00	0	0	0.00			0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,962	2300	93.09			6.91
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00			0.00
	Postal Ballot (if applicable)		0	0	0	0	0			
	Total	1,18,29,000	2,37,453	2.01	2,35,153	2300	99.03			0.97
	Total	4,67,00,000	3,51,08,453	75.18	3,51,06,153	2300	99.99			0.01



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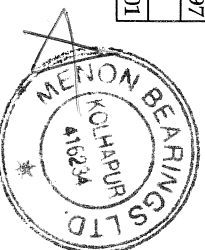
Resolution required: (Ordinary/Special)

Ordinary Resolution for approval of remuneration payable to Mr. Chandrashekar S. Adawadkar, Cost Accountants, Pune, for the financial year 2016-17.

Whether promoter/promoter group are interested in agenda / resolution?

No

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
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00	0.00
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	3,48,71,000	100	3,48,71,000	0	100.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,962	2,300	93.09	6.91
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,37,453	2.01	2,35,153	2,300	99.03	0.97
	Total	4,67,00,000	3,51,08,453	75.18	3,51,06,153	2,300	99.99	0.01



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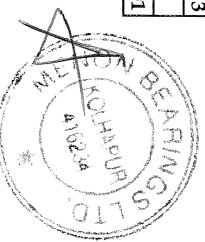
Resolution required: (Ordinary/Special)

Special Resolution for approval of managerial remuneration to Mr. Nitin Menon, Joint Managing Director of the Company for a period of 2 years from 1st April, 2016 to 31st March, 2018

Whether promoter/promoter group are interested in agenda / resolution?

Mr. Nitin Menon, to the extent of Remuneration payable and Mr. Rann Menon, Mr. Sachin Menon, Mrs. Sucheta Menon, Mr. Anshul Menon, Mr. Aditya Menon (relative of Mr. Nitin Menon) and M/s. Karveer United Private Limited (related party) in their capacity as Promoters are deemed to be interested in this resolution.

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	Public- Non Institutions	
									E-Voting	Postal Ballot (if applicable)
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00			
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00			
	Postal Ballot (if applicable)		0	0	0	0	0			
	Total	3,48,71,000	3,48,71,000	100.00	3,48,71,000	0	100.00			
Public- Institutions	E-Voting		0	0	0	0	0			
	Poll		0	0	0	0	0			
	Postal Ballot (if applicable)		0	0	0	0	0			
	Total	0	0	0.00	0	0	0.00			0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,582	2,680	91.94			8.06
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00			0.00
	Postal Ballot (if applicable)		0	0	0	0	0			0
	Total	1,18,29,000	2,37,453	2.01	2,34,773	2,680	98.87			1.13
	Total	4,67,00,000	3,51,08,453	75.18	3,51,05,773	2,680	99.99			0.01



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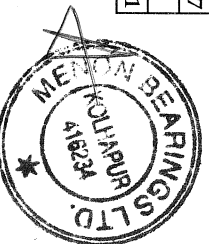
Resolution required: (Ordinary/Special)

Special Resolution for approval of managerial remuneration to Mr. R. D. Dixit, Vice Chairman & Managing Director of the Company for a period of 2 years from 1st April, 2016 to 31st March, 2018.

Whether promoter/promoter group are interested in agenda / resolution?

Mr. R. D. Dixit, to the extent of Remuneration payable and Mrs. Smita Ramesh Dixit (relative of Mr. R. D. Dixit) in their capacity as Promoters are deemed to be interested in this resolution.

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
Promoter and Promoter Group	E-Voting		42,04,010	12.06	42,04,010	0	100.00	0.00
	Poll	3,48,71,000	3,06,66,990	87.94	3,06,66,990	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	3,48,71,000	100.00	3,48,71,000	0	100.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0.00	0.0	0	0.00	0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,962	2,300	93.09	6.91
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,37,453	2.01	2,35,153	2,300	99.03	0.97
	Total	4,67,00,000	3,51,08,453	75.18	3,51,06,153	2,300	99.99	0.01



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Resolution required: (Ordinary/Special)

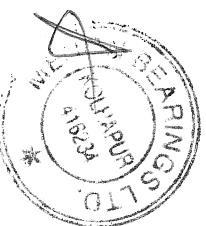
Special Resolution for approval to continue material related party transactions, in which directors of the Company are interested for a period of 2 years w.e.f. 1st April, 2016

Whether promoter/promoter group are interested in 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
Promoter and Promoter Group	E-Voting *		-	0.00	-	0	0.00	0.00
	Poll *	3,48,71,000	-	0.00	-	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,48,71,000	-	0.00	-	0	0.00	0.00
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		33,262	0.28	30,556	2,706	91.86	8.14
	Poll	1,18,29,000	2,04,191	1.73	2,04,191	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,18,29,000	2,37,453	2.01	2,34,747	2,706	98.86	1.14
	Total	4,67,00,000	2,37,453	0.51	2,34,747	2,706	98.86	1.14

* Note: Voting by related party members are excluded



SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and
Rule 22 of Companies (Management and Administration) Rules, 2014]

To
Mr. Ram Menon
Chairman
Menon Bearings Limited
G-1, MIDC, Gokul Shirgaon,
Kolhapur - 416234

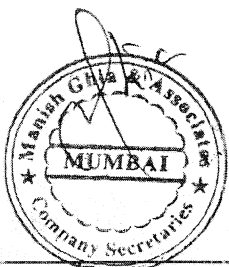
Respected Sir,

Sub: Consolidated Scrutinizer's Report of Resolutions passed through Remote E-Voting Process and voting by Poll at 25th Annual General Meeting (AGM) of members of Menon Bearings Limited (the Company) held on Thursday, 21st July, 2016

1. I, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of:
 - a) Scrutinizing the remote e-voting process in terms of the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015;
 - b) Conducting Poll through polling papers under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014;

for passing of the Resolutions as mentioned under item numbers 1 to 10 as set out in the Notice of 25th Annual General Meeting (AGM) of the members of the Company dated 10th May, 2016.

2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said notice, based on the reports generated from the e-voting system provided by National Securities



Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility for e-voting and poll conducted at the AGM.

3. Due to administrative reasons, the Board of Directors of the Company at their meeting held on Sunday, 26th June, 2016 decided to pre-pone the timing of the AGM of the Company to 10.00 a.m. at the same date and same venue. The necessary intimations were given to the Stock Exchanges where the shares of the Company are listed.
4. The Notice dated 10th May, 2016 alongwith Statement setting out material facts under Section 102 of the Act was sent to the shareholders through e-mail to those shareholders whose e-mail id is registered with the Registrar & Share Transfer Agent / Depositories and dispatched through courier on Saturday, 25th June, 2016. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 10th June, 2016.
5. As per the provisions of Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has published advertisement about completion of dispatch of Notice of meeting and providing e-voting facility in the English newspaper "Business Standard" and Marathi newspaper "Pudhari" on Monday, 27th June, 2016.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from Monday, 18th July, 2016 (9.00 a.m.) till Wednesday, 20th July, 2016 (5.00 p.m.).
7. The voting rights of members was considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Thursday, 14th July, 2016.
8. As required under the said rules, after the closure of physical voting by Polling Papers at the AGM, the votes cast through poll were counted, thereafter the votes cast under remote e-voting facility were unblocked in the presence of CS Priyanka Goenka and CS Khyati Fanchal who are not in employment with the Company.
9. The poll papers which were incomplete and/or found defective have been treated as invalid and kept separately.



10. Summary of the remote e-voting and poll at the AGM is as follows:

Resolution No.1

Particulars	Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31 st March, 2016 along with Reports of the Directors and of the Auditors.					
	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,972	2,300
Total	125	101	3,51,96,603	3,51,08,453	3,51,06,153 (99.99)	2,300 (0.01)
Result: May be considered passed with requisite majority						

Resolution No.2

Particulars	Ordinary Resolution for confirmation of Interim Dividend paid on Equity Shares for the financial year ended 31 st March, 2016.					
	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	28	28	42,38,100	42,38,100	42,35,800	2,300
Total	126	102	3,51,97,431	3,51,09,281	3,51,06,981 (99.99)	2,300 (0.01)
Result: May be considered passed requisite majority						

Resolution No.3

Particulars	Ordinary Resolution for appointment of Director in place of Mr. Sachin Menon, Non-Executive Director, who retires by rotation and being eligible, offers himself for re-appointment					
	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,972	2,300
Total	125	101	3,51,96,603	3,51,08,453	3,51,06,153 (99.99)	2,300 (0.01)
Result: May be considered passed with requisite majority						



Resolution No.4

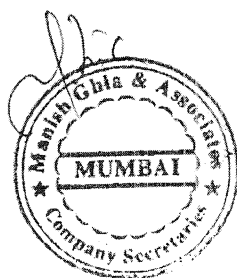
Particulars	Ordinary Resolution for re-appointment M/s P. M. Vardhe & Co., Chartered Accountants, Kolhapur (having FRN: 111274W) as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,972	2,300
Total	125	101	3,51,96,603	3,51,08,453	3,51,06,153 (99.99)	2,300 (0.01)
Result: May be considered passed with requisite majority						

Resolution No.5

Particulars	Ordinary Resolution to ratify appointment of M/s. Rajesh Lohia & Co., Chartered Accountants (having FRN: 108416W), as Branch Auditors of the Company until the conclusion of the 26 th Annual General Meeting.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,972	2,300
Total	125	101	3,51,96,603	3,51,08,453	3,51,06,153 (99.99)	2,300 (0.01)
Result: May be considered passed with requisite majority						

Resolution No.6

Particulars	Ordinary Resolution for appointment of Mr. M. L Shinde (DIN: 07417527) as an Independent Director upto 28 th January, 2021.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,972	2,300
Total	125	101	3,51,96,603	3,51,08,453	3,51,06,153 (99.99)	2,300 (0.01)
Result: May be considered passed with requisite majority						



Resolution No.7

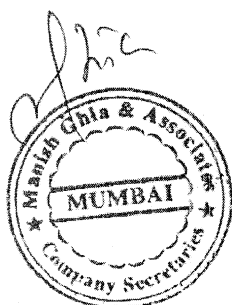
Particulars	Ordinary Resolution for approval of remuneration payable to Mr. Chandrashekhar S. Adawadkar, Cost Accountants, Pune, for the financial year 2016-17					
	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,972	2,300
Total	125	101	3,51,96,603	3,51,08,453	3,51,06,153 (99.99)	2,300 (0.01)
Result: May be considered passed with requisite majority						

Resolution No.8

Particulars	Special Resolution for approval of managerial remuneration to Mr. Nitin Menon, Joint Managing Director of the Company for a period of 2 years from 1 st April, 2016 to 31 st March, 2018.					
	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,592	2,680
Total	125	101	3,51,96,603	3,51,08,453	3,51,05,773 (99.99)	2,680 (0.01)
Result: May be considered passed with requisite majority						

Resolution No.9

Particulars	Special Resolution for approval of managerial remuneration to Mr. R. D. Dixit, Vice Chairman & Managing Director of the Company for a period of 2 years from 1 st April, 2016 to 31 st March, 2018.					
	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	98	74	3,09,59,331	3,08,71,181	3,08,71,181	0
E-voting	27	27	42,37,272	42,37,272	42,34,972	2,300
Total	125	101	3,51,96,603	3,51,08,453	3,51,06,153 (99.99)	2,300 (0.01)
Result: May be considered passed with requisite majority						



Manish Ghia & Associates

Resolution No.10

Particulars	Special Resolution for approval to continue material related party transactions, in which directors of the Company are interested for a period of 2 years w.e.f. 1 st April, 2016					
	Counts		Votes		Valid votes casted	
	Total received	Valid *	Total	Valid *	In favour	Against
Poll Paper	98	67	3,09,59,331	2,04,191	2,04,191	0
E-voting	27	26	42,37,272	33,262	30,556	2,706
Total	125	93	3,51,96,603	2,37,453	2,34,747 (98.86)	2,706 (1.14)
Result: May be considered passed with requisite majority						

* Note: Voting by related party members is excluded

All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the Minutes of the 25th Annual General Meeting and the same will be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you

Place: Mumbai
Date: 22nd July, 2016



For Manish Ghia & Associates
Company Secretaries

Manish L. Ghia
CS Manish L. Ghia
Partner

M. No. FCS 6252 C. P. No. 3531

Counter signed by

Ram Menon
Ram Menon
Chairman