

Soumitra Hazra

Company Secretary & Chief - Compliance T 080 40053131 F 080 41362010 soumitra.hazra@timken.com

Date: 10 August, 2016

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

Scrip Code-TIMKEN

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

Scrip Code- 522113

Dear Sir,

Sub: 29th Annual General Meeting (AGM) - Voting Results and Scrutinizer's Report

Please note that 29th AGM of the members of the Company was held today at 10.00 AM at Tangerine Conference Hall, Lemon Tree Hotel, Plot No. S4B/SSA, Hosur Main Road, Electronic City, Phase – I, Bangalore – 560100.

In view of the above, we enclose herewith following documents

- Voting results in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Scrutinizer's Report in terms of Section 108 of the Companies Act, 2013 read with Rules made thereunder

Kindly request you to take these documents on record.

Thanking you,

Yours faithfully

For TIMKEN INDIA LIMITED

Soumitra Hazra

Company Secretary

& Chief- Compliance

Registered office: Timken India Limited 39-42, Electronic City Phase II, Hosur Road Bangalore 560 100, Karnataka India

CIN:L29130KA1996PLC048230 Website: www.timken.com/india

Stronger Commitment, Stronger Value, Stronger Worldwide, Stronger, Together, - Stronger, Sv. Design

TIMKEN INDIA LIMITED

Date of 29th Annual General Meeting	10th August,2016
Total number of shareholders on record date(03/08/2016)	53862
No of Share Holders Present in the Meeting either in Person or through Proxy	
Promoters and Promoter Group	1
Public	81
No. of Shareholders attended the Meeting through Video Confederencing	
Promoters and Promoter Group	Not applicable
Public	Not applicable

39-42.
Electronic City
Phase il.
Hosse Road.

Details of Agenda:

Resolution No : 1 = To receive; consider and adopt the Financial Statements for the year ended/as on 31st March; 2016 and the reports of the Board of Directors and the Auditors

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Resolution required (Ordinary/ Special)	Ordinary		
Whether Promote// Promoter group are interested in the agenda/ resolution?	No	1 -	
		J	

Category	Mode of Voting	No.of shares held [1]	No.of votes polled (2)	% of Votes Polled on outstanding shares [3] ≈ [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled [6]=[[4]/[2]]*	against on votes polled
Promoter and Promoter Group	E-Voting		50999988	100.00	50999988	Q	100.09	9.00
	Foll	50999988	0	0.CG	อ	0	0.00	0.00
	Postai Ballot (if applicable)	[0	9.00	0	0	0.00	0.00
	Total	50999988	50999988	100.60	50999988	0	160.00	
								L
Public - Institutions	E-Voting	away a same a sa	6540668	86. 9 3	6540668	0	190.00	0.00
	Poll	7524352	256CCC	3.4G	256000	G	100.00	0.00
	Postal Ballot (if applicable)]	Ğ	0.00	0	C	0.00	0.00
	Total	7524352	6796668	90.33	6796668	0	100.00	0.00
		<u> </u>						
Public -Non Institutions	E-Voting		101797	1.07	101782	15	99.99	0.01
	Polš	9475644	2716	0.03	2716	G	100.G0	0.00
	Postal Ballot [if applicable]		G	0.00	0	G	9.00	0.00
	Total	9475644	104513	1.10	104498	15	99.99	0.01
Total		67999984	57901169	85.15	57901154	15	1, 99.99	0.01

39-42, Electronic City Phase II, Hoser Road,

Resolution No : 2 > To declare dividend on Equity Share Capital of the Company Resolution required: (Ordinary/ Special) Whether Promoter/ Promoter group are interested in the agents/ resolution?

Category	Mode of Voting	No.of shares	No.of votes	% of Votes Polled	No.of Votes -	No.of	% of Votes in	% of Votes
		held	bellog	on outstanding	in favour	Votes	favous on	against on
		(1)	{2}	syates	(4)	against	votes polied	
	·····			(3) = [12]/(1)]*100		(5)	161:1141/1211*	
Promoter and Promoter Group	E-Voting		50999988	100.00	50999988	0	100.00	0.00
	Poll	50999988	G	0.00	D	0	0.00	0.00
	Postal Ballot (if applicable)		C	0.00	0	0	0.00	0.00
	Total	50999988	50999988	100.00	50999988	0	100.00	0.00
Public - Institutions	E-Voting		6582432	87.48	6582432	0	100.00	0.00
	Poil	7524352	256000	3.40	256000	0	100.90	0.00
	Postal Bailet (if applicable)	***************************************	0	0.00	0	0	0.00	0.00
	Total	7524352	6838432	90.88	6838432	0	100.00	0.00
Public -Non-Institutions	E-Voting		101819	1.07	101819	0	100.00	0.00
	Poil	9475644	2716	0.03	2716	Q	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	G	0.00	0.00
	Total	9475644	104535	1.10	104535	0	100.00	0.00
Total		67999984	57942955	85.21	57942955	0	100.00	0.00

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39-42, Electronic City Phase II. Hossur Road, So

Resolution No < 3 < To appoint a Director in place of Mr. Ajay K Das (Dil	i ; 02697466), who retires by rot	tion: and, being eligible, offers himself for reappointment
Resolution required (Ordinary/ Special)	Ordinary	
Whether Promoter/ Promoter group are interested in the	No	
123-1124		

Category	Mode of Voting	₩o.of shares	No of votes	% of Votes Polled	No.of Votes	No.of	% of Vates in	% of Votes
		ħeld	polled	on outstanding	is favour	Votes	favour on	against on
		(1)	(2)	shares	(4)	against	votes polied	votes poiled
				(3) = [(2)/(1)]*169		(S)	(5)= 4)/[2)]*	(7)=[(5)/(2)]
							160	*100
Promoter and Promoter Group	E-Voting		50999988	100.00	50999988	0	100.00	0.00
	Poil	50999988	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	9.00	0	Ū	0.00	9.00
	Total	50999988	50999988	160.00	50999988	0	100.00	0.00
	- Constant							
Public - Institutions	E-Voting		5418185	72.01	4500320	917865	83.06	16.94
	Poll	7524352	256000	3.40	256000	Û	100.00	9.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	7524352	5674185	75,41	4756320	917865	83.62	16.18
Public -Non Institutions	E-Voting		101719	2.07	101497	222	99.78	0.22
	Poll	9475644	2716	0.03	2716	G	100.00	0.00
	Postal Balios (if applicable)		C	9.00	. 0	C	0.00	0.00
	Total	9475644	104435	1.10	104213	222	99.79	0.21
Total		67999984	56778608	83.50	55860521	918687	,98.38	1.62

39-42, Electroric City Phase II, Hosur Road,

Resolution No : 4 - To ratify the appointment of Auditors of the Co	нрапу	
Resolution required: (Ordinary/ Special)	Ordinary	
Whether Promoter/ Promoter group are interested in the	No	
agenda/ resolution ?		

Category	Mode of Vating	No.of shares	No.of votes	% of Votes Polled	No.of Votes -	No.of	% of Votes in	% of Votes
22128011	initial arresting	held	polled	on outstanding	in favour	Votes	favour on	against on
			Ι΄.	~				1 ~
		(1)	(2)	shares	(4)	against		votes polled
				(3) = {(2)/(1)}*100		(5)	{6}={{4}/{2}}*	ı
							100	*100
Promoter and Promoter Group	E-Voting		50999988	100.00	50999988	D	100.00	0.00
	Poll	50999988	0	0.00	Đ	0	0.00	
	Postal Ballot (if applicable)		. 0	0.00	Đ	0	0.00	0.00
	Total	50999988	50999988	100.00	50999988	0	100.00	0.60
Public - Institutions	E-Voting	7524352 256000	87.48	5540668	41764	99.37	0.63	
	Pośl		256000	3.40	256000	0	100.00	0.00
	Postal Ballot (if applicable)		0	9.00	0	0	0.00	
	Total	7524352	6838432	\$8.06	6796668	41764	99.39	0.61
					L			
Public -Non Institutions	E-Voting		101719	1.07	301719	0	100.00	0.00
	Poil	9475644	2716	0.03	2716	0	100.00	0.00
	Postal Ballot (if applicable)			0.00	Ö	0	0.00	0.00
	Total	9475644	104435	1,10	104435	0	100.00	0.00
Total		67999984	57942855	8521	57901091	41764	99.93	0.07

39-42, Electrone City Phasa It, Hesur Road,

Resolution No :5 -Appointment of Mr. Avishrant Keshava (DIN: 07	292484) as a Director of the Company	
Resolution required (Ordinary/ Special)	Ordinary	
Whether Promoter/ Promoter group are interested in the lagenda/ resolution ?	No	

Cajtegory	Mode of Voting	No.of shares	No.of votes	% of Votes Polled	No.of Votes	No.ol	% of Votes in	% of Votes
		held	polled	on outstanding	in favour	Votes	favouron	against on
		(1)	(2)	shares	(4)	against	votes pailed	votes polled
			''	(3) = [[2]/[1]]*160			[6]=[[4]/(2)]*	47]=[(5)/(2)]
WAS A STATE OF THE							001	*160
OF PRINCE								
Promoter and Promoter Group	E-Voting		50999988	190.00	50999988	0	100.00	0.00
	Poll	50999988	G	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		C	0.00	0	0	0.00	0.00
	Total	50999988	50999988	100.00	50999988	0	109.00	0.09
Public - Institutions	E-Voting		6582432	87.48	6577121	5311	99.92	0.08
	Poll	7524352	256000	3.40	256000	0	100.00	0.00
	Postal Ballot (if applicable)		C	0.00	Ġ	0	0.00	0.00
	Total	7524352	6838432	90.88	6833121	5311	99.92	0.09
Public -Non-Institutions	E-Voting		101686	3.07	100964	722	99.29	0.71
	Poli	9475644	2716	0.03	2716	. 0	200.00	0.00
	Postal Ballot (if applicable)		0	0.00	C	0	0.00	0.00
	Total	9475644	104402	1.16	103680	722	99.31	0.69
Total		67999984	57942822	85.21	57936789	6033	99.99	0.01

39-42.
Electronic City
Phase II,
Hosur Road.

Resolution No : 6 - Appointment of Mr. Avishrant Keshava (DIN	: 07192484 as a Whole-time Director of th	e Company
Resolution required: {Ordinary/ Special}	Ordinary	
Whether Promoter/ Promoter group are interested in the	No	
agenda/resolution?		
	·····	•

Category	_ Mode of Voting	No.of shares	Nin of viotas	% of Votes Polled	No of Votes	No.of	% of Votes in	% of Votes
,		held	polled	on outstanding	in favour	Votes	favouron	against on
		!	1 -				1	-
		(1)	(2)	shares	(4)	against		votes polled
				[3] = [(2)/(1)]*100		(5)	[{5}=[{4}/(2)]*	[47]=[45]/(2)]
							001	*100
Promoter and Promoter Group	E-Voting		50999988	100.00	50999988	0	100.00	0.00
	Pell	50999988	0	0.00	C	0	0.00	0.00
	Postał Ballot (if applicable)	. 0	0.00	G	0	0.00	0.00	
	Total	50999988	50999988	100.00	50999988	q	100.00	0.00
Public - Institutions	E-Voting		6582432	87.48	6582233	199	99.99	0.01
	Poll	7524352	256000	3.40	256000	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	C	0.00	0.00
	Total	7524352	6838432	90.88	6838233	199	99.99	0.01
Public -Non-Institutions	E-Voting		101719	1.07	100797	922	99.09	0.91
a done salah Hipertanasa	Poil	9475644	}		2716		100.00	
	Postal Ballot (if applicable)		0	0.00		C	0.00	}
	Total	9475644	104435	1.10	103513	922	99.12	
[
Total		67999984	57942855	85.21	57941734	1121	99.99	0.01

39-42, Electronic City Phase III, Hosur Road, 40

Resolution No : 7 - Ratification of Remuneration payable to the C	ost Auditors for the year 2016-17	
Resolution required (Ordinary/ Special)	Ordinary	
Whether Promoter/ Promoter group are interested in the lagenda/ resolution ?	No	

Category	Mode of Voting	No.of shares_ held	polied	on outstanding	No.of Votes in layour	No.of Yotes	% of Votes in favour on	against on
		(1)	₹ ₹}	shares (3) = [[2]/[1]]*160	(4)	against (5)	votes polled [6}=[(4}/(2)]* 100	votes poiled {7}=i(\$)/(2)] *100
Promoter and Promoter Group	E-Voting	Land Control	50999988	100.00	50999988	0	100.00	0.00
	Poll	50999988	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	Ö	0.00	0.00
	Total	50999988	5099988	100.00	50999988	0	100.00	0.00
		TV III III III III III III III III III I						
P⊋blic - Institutions	E-Voting		6582432	87.48	6582432	0	\$99.00	0.00
	Poll	7524352	255000	3.40	256000	0	\$00.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	7524352	6838432	90.88	6838432	0	100.00	0.00
Public -Non Institutions	E-Voting		101419	1.07	101245	174	99.83	0-17
	Poll	9475644	2718	0.03	2716	0	100.00	0.00
	Postal Bailot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	9475644	164135	1.10	103961	174	99.83	0.17
Total		67999984	57942555	85.21	57942381	174	99.99	0.01

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39-42, Electronic Cay Phase II, Hosur Road,

Resolution No : 8 - Material transactions with the Related Party	The Timken Company	
Resolution required (Ordinary/ Special)	Ordinary	
Whether Promoter/ Promoter group are interested in the agenda/ resolution?	Yes	

Category	Mode of Voting	No. of shares held {1}	No.of votes polled (2)	% of Votes Policed on outstanding shares (3) = \(\{2\)/\(\{1\)\}\\^100	No.of Votes - in favour (4)	Votes against	% of Votes in favour on votes polled (6)= (4)/(2) * 100	against on votes polled
Promoter and Promoter Group	E-Voting		G	0.00	0	0	0.00	0.00
	Poll	50999988	0	0.00	0	0	0.00	
	Postal Ballot (if applicable)] 0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
		50999988	0	C	. 0	อ	0.00	0.00
Public - Institutions	E-Voting		6582432	87.48	6582432	0	100.00	0.00
e de la constante de la consta	Poli	7524352	258000	3.40	256000	0	100.00	0.00
THOUSE THE PROPERTY OF THE PRO	Postal Bailot (if applicable)		0	0.00	0	0	0.00	0.00
and	Total	7524352	6838432	90.88	6838432	0	160.00	0.90
Public -Non Institutions	E-Voting		101719	1.07	100714	1005	99.01	0.99
	Poli	9475644	<u></u>		2716		100.00	0.00
	Postal Bailot (if applicable)		0	0.00		0	0.00	0.00
	Total	9475644	104435	1.10	103430	1005	99.04	0.98
			L			<u></u>	<u> </u>	
Total		67999984	6942867	10.21	6941862	1005	99.99	0.01

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Phase II
Hosur Road

Resolution No : 9 - Material transactions with the Related Party -	The Timken Corporation	
Resolution required: (Ordinary/ Special)	Ordinary	
Whether Promoter/ Promoter group are interested in the	Yes	
agenda/ resolution ?		

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Category	Mode of Voting	No.of shares	No.of votes	% of Votes Polled	No.of Votes	No.of	% of Votes in	% of Votes
		heid	polled	on outstanding	in favour	Votes	favour on	against on
		11 }	(2)	shares	(4)	against	votes polied	votes polled
				(3) = [(2)/(1)]*100		[5]	(6)= (4)/ 2]]*	(7)=[(5)/(2)]
							169	*100
Promoter and Promoter Group	E-Voting	 	0	0.00	0	0	0.00	0.00
	Poll	50999988	o	0.00	o	0	0.00	
	Postal Ballot (if applicable)	1	0	0.00	o	0	0.00	0.00
	Total	50999988	1 0	0.00	o	0	0.00	0.00
Transmitted in the second of t		T	<u> </u>					
Public - Institutions	E-Voting		6582432	87.48	6582432	0	106.00	0.00
VARIANT DE LA COLONIA DE LA CO	Poll	7524352	256000	3.40	256000	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	Ð.CG
i i	Total	7524352	6838432	90.88	6838432	0	100.00	0.00
Public -Non Institutions	E-Voting	 	101719	1.07	100714	1005	99.01	0.99
	Poli	9475644			2716	n	100.00	0.00
	Postal Bailot (if applicable)	1		9.00	·····	<u> </u>	0.00	0.00
	Total	9475644	104435		103430	1005	 	
		1					<u> </u>	7
Total		67999984	6942867	10.21	6941862	1005	99.99	0.01

39-42. Eactrosic City Phase II, Hosur Road,

Resolution No : 10 - Material transactions with the Related Party	Timken Engineering and Research - Indi	a Pyt.Lid.
Resolution required (Ordinary/ Special)	Ordinary	
Whether Promoter/ Promoter group are interested in the	Yes	
agenda/ resolution ?		J

Category	Mode of Voting	No.of shares	No.of votes	% of Votes Polled	No.of Votes -	No.of	% of Votes in	% of Votes
		he¾d	polled	on outstanding	ia favour	Votes	favour on	against on
		(1)	(2)	shares	[4}	against	votes polied	votes polled
				[3] = [(2)/(1)]*100		(5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]
							100	*100
Promoter and Promoter Group	E-Voting		0	0.00	0		0.00	0.00
,	Poil	50999988	0	0.00		C		0.00
	Postal Ballot (if applicable)]	0	0.00	c	G	0.00	0.00
	Total	50999988	0	0.00	0	G	0.00	0.00
	<u> </u>							
Public - Institutions	E-Voting		6582432	37.48	6582432	C	100.CG	0.00
	Pošl	7524352	256000	3.40	256000	C	100.00	0.00
	Postal Ballot (if applicable)	l	0	0.00	0	C	0.00	0.00
	Total	7524352	6838432	90.88	6838432	0	100.00	0.00
Public -Non Institutions	E-Voting		101759	1.07	100960	799	99.21	0.79
1 EDAG TROPY HISTORIUS	Poll	9475644	h				 	0.00
	Postai Ballot (if applicable)		0	0.00		C	0.00	0.00
	Total	9475644	104475	1.10	103676	799	99,24	0.76
Total	and the same of th	67999984	6942907	10.21	6942108	799	99.99	0,01

99.99 99.99

R. Vijayakumar B.Com, LL.B, FCS., Company Secretary in Practice

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V.M. Arcade, No. 376/A, 4th Floor 5th Main, 14th Cross, 6th Sector, HSR Layout Bangalore - 560 102. e-mail: vijay@viesva.com Mob: +91-9449002064

Report of Scrutinizer

[Pursuant to Sections 108 & 109 of the Companies Act. 2013 and rules 20 and 21 of the Companies (Management and Administration) Rules. 2014]

To

The Chairman

29th (Twenty-Ninth) Annual General Meeting of the Equity Shareholders of Timken India Limited held on Wednesday. 10 August 2016 at 10:00 am at Tangerine Conference Hall, Lemon Tree Hotel, Plot No. 54B/55A, Hosur Main Road, Electronic City, Phase I, Bangalore -560 100.

Dear Sir.

- I. R. Vijayakumar. Practising Company Secretary, appointed as Scrutinizer for the purpose of the scrutinizing the remote e-voting and poll taken on the below mentioned resolution(s), at the 29th Annual General Meeting of the Equity Sharcholders of Timken India Limited, held on Wednesday, 10 August 2016 at 10:00 am at Tangerine Conference Hall, Lemon Tree Hotel, Plot No. 54B/55A, Hosur Main Road, Electronic City, Phase I, Bangalore -560 100, submit my report as under:
- 1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and poll on the resolutions proposed in the Notice of the 29th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic mean and use of ballots by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer report of the votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Services Limited (NSDL) and Voting at the AGM by Poll.





- 2. The Shareholders holding shares as on the cut-off date (i.e.,) 03 August 2016 were entitled to vote on the proposed resolutions (Item Nos., 1 to 10) as set out in the Notice of the 29th AGM of the Company;
- 3. The remote e-voting period remained open from 07 Aug 2016 (09:00 hrs) to 09 Aug 2016 (17:00 hrs);
- 4. At the meeting, after the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in my presence with due identification marks placed by mc.
- 5. Immediately after conclusion of voting at the AGM, the locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 6. The votes cast at the meeting were counted and thereafter, the remote c-voting was unblocked on 10 August 2016 in the presence of two witnesses viz.. Mr. Arjun NA and Mr. Amit Kumar Banerjee, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Arjun NA

Amit Kumar Banerjee

- 7. The details containing, inter alia, list of equity shareholders, who voted, were downloaded from the e-voting website of NSDL - https://www.evoting.nsdl.com
- 8. The consolidated results (viz., Remote e-voting and Poll at AGM) are as under:



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Ordinary Business

1) Resolution No.1: Adoption of Financial Statement - Ordinary Resolution

Considering and adopting the Statement of Profit and Loss for the year ended 31 March, 2016, the Balance Sheet as on that date and the reports of the Directors and the Auditors.

(i) Voted in favour of the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	114	57642438	99.99997%
Poll at AGM	59	258716	100.00000%
Total	173	57901154	99.99997%

(ii) Voted against the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	1	15	0.00003%
Poll at AGM	O	0	0.00000%
Total	1	15	0.00003%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	()
Total	0	0



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2) Resolution No.2: Declaration of Dividend - Ordinary Resolution

Declaration of dividend of Re.1/- per equity share of Rs.10/- each fully paid, for the year ended 31 March 2016 on Equity Share Capital of the Company.

(i) Voted in favour of the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	119	57684239	100.00000%
Poll at AGM	59	258716	100.00000%
Total	178	57942955	100.00000%

(ii) Voted against the resolution

(Particulars (E- Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	O	0.00000%
Poll at AGM	0	0	0.00000%
Total	0	0	0.00000%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





3) Resolution No.3: Appointment of Mr. Ajay K Das as a Director – Ordinary Resolution

Appointment of a Director in place of Mr. Ajay K Das (DIN: 02697466), who retires by rotation and, being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution

Darticulars /E	No. of members	No. of Votes cast	% of total number
, Particulars (E-	_		
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	88	55601805	98.37564%
Poll at AGM	59	258716	100.00000%
Total	147	55860521	98.38304%

(ii) Voted against the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	27	918087	1.62436%
Poll at AGM	0	Q	0.00000%
Total	27	918087	1.61696%

Particulars (E-	Particulars (E- Total No. of members whose	
Voting / Poll at	votes were declared invalid	cast
AGM)		2/15/17/19/2-21/20/20
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





4) Resolution No.4: Ratification of the appointment of the Auditors – Ordinary Resolution

Ratification of the appointment of Messrs. S. R. Batliboi & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.

(i) Voted in favour of the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	115	57642375	99.92760%
Poll at AGM	59	258716	100.00000%
Total	174	57901091	99.92792%

(ii) Voted against the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at AGM)	voted	(Shares)	of valid votes cast
Remote E-Voting	3	41764	0.07240%
Poll at AGM	0	0	0.00000%
Total	3	41764	0.07208%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





Special Business

5) Resolution No.5: Appointment of Mr. Avishrant Keshava as a Director of the Company - Ordinary Resolution

Appointment of Mr. Avishrant Keshava (DIN: 07292484) as a Director of the Company

(i) Voted in favour of the resolution

Particul	ars (E-	No. of members	No. of Votes cast	% of total number
Voting /	Poll at	voted	(Shares)	of valid votes cast
AG	M)			
Remote E	-Voting	112	57678073	99.98954%
Poll at A	ЭM	59	258716	100.00000%
Total		171	57936789	99.98959%

(ii) Voted against the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	4	6033	0.01046%
Poll at AGM	()	0	0.00000%
Total	4	6033	0.01041%

Particulars (E- Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





6) Resolution No.6: Appointment of Mr. Avishrant Keshava as Whole-time Director of the Company - Ordinary Resolution

Appointment of Mr. Avishrant Keshava (DIN:07292484) as Whole-time Director of the Company

(i) Voted in favour of the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	114	57683018	99.99806%
Poll at AGM	59	258716	100.00000%
Total	173	57941734	99.99807%

(ii) Voted against the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes east
AGM)			
Remote E-Voting	4	1121	0.00194%
Poll at AGM	0	0	0.00000%
Total	4	1121	0.00193%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





7) Resolution No.7: Ratification of remuneration payable to the Cost Auditor for the year 2016-17- Ordinary Resolution

Ratification of Remuneration payable to, M/s. Shome and Banerjee, the Cost Additor for the year 2016-2017.

(i) Voted in favour of the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	115	57683665	99.99970%
Poll at AGM	59	258716	100.00000%
Total	174	57942381	99.99970%

(ii) Voted against the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	2	174	0.00030%
Poll at AGM	0	0	0.00000%
Total	2	174	0.00030%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





8) Resolution No.8: - Material transaction(s) with Related Party - The Timken Company - Ordinary Resolution

Material Transaction(s) upto an amount of Rs.300 crores per financial year with the Related Party - The Timken Company. (Promoters abstained from Voting)

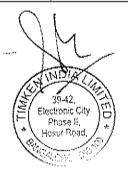
(i) Voted in favour of the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	113	6683146	99.98496%
Poll at AGM	59	258716	100.00000%
Total	172	6941862	99.98552%

(iii) Voted against the resolution

Particulars (E- Voting / Poll at	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
AGM)			
Remote E-Voting	4	1005	0.01504%
Poll at AGM	0	0	0.00000%
Total	4	1005	0.01448%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





9) Resolution No.9: Material transaction(s) with Related Party - The Timken Corporation - Ordinary Resolution

Material Transaction(s) upto an amount of Rs.700 erores per financial year with the Related Party - The Timken Corporation. (Promoters abstained from Voting)

(i) Voted in favour of the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	113	6683146	99.98496%
Poll at AGM	59	258716	100.00000%
Total	172	6941862	99.98552%

(ii) Voted against the resolution

Particulars (E-	No. o	of members	No. of Votes cast	% of total number
Voting / Poll at		voted	(Shares)	of valid votes cast
AGM)				
Remote E-Voting	y -	4	1005	0.01504%
Poll at AGM		0	0	0.00000%
Total		4	1005	0.01448%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





10) Resolution No.10: Material transaction(s) with Related Party - Timken Engineering and Research-India Private Limited - Ordinary Resolution

Material Transaction(s) upto an amount of Rs.300 crores per financial year with the Related Party - Timken Engineering and Research-India Private Limited. (Promoters abstained from Voting)

(i) Voted in favour of the resolution

Particulars (E- Voting / Poll at	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
AGM)			
Remote E-Voting	116	6683392	99.98805%
Poll at AGM	59	258716	100.00000%
Total	175	6942108	99.98849%

(ii) Voted against the resolution

Particulars (E-	No. of members	No. of Votes cast	% of total number
Voting / Poll at	voted	(Shares)	of valid votes cast
AGM)			
Remote E-Voting	2	799	0.01195%
Poll at AGM	0	0	0.00000%
Total	2	799	0.01151%

Particulars (E-	Total No. of members whose	Total number of votes
Voting / Poll at	votes were declared invalid	cast
AGM)		
Remote E-Voting	0	0
Poll at AGM	0	0
Total	0	0





- 9. All relevant records of remote e-Voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 29th AGM, upon which the records will be handed over to the Chairman / Company Secretary for safe keeping.
- 10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

R. Vijayakumar

Practising Company Secretary

FCS - 6418: COP - 8667

Place: Bangalore
Date: 10 August 2016

