

9 August, 2017

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,
Dalal Street, Fort, Mumbai- 400 001

Scrip Code- 522113

Dear Sir,

Sub: 30th Annual General Meeting (AGM) – Voting Results and Scrutinizer's Report

Please note that 30th AGM of the members of the Company was held today at 10.00 AM at Tangerine Conference Hall, Lemon Tree Hotel, Plot No. 54B/55A, 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 Sections 108 & 109 of the Companies Act, 2013 read with Rules made thereunder

Kindly request you to take these documents on record.

Thanking you,


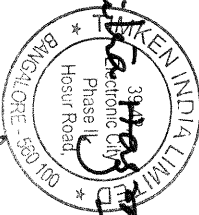

Yours faithfully
For **TIMKEN INDIA LIMITED**


Soumitra Hazra
Company Secretary
& Chief- Compliance

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

TIMKEN INDIA LIMITED

Date of 30th Annual General Meeting	9th August, 2017
Total number of shareholders on record date(02/08/2017)	51628
No of Share holders Present in the Meeting either in Person or through Proxy	
Promoters and Promoter Group	1
Public	93
No of Shareholders attended the Meeting through Video Conferencing	N.A.
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

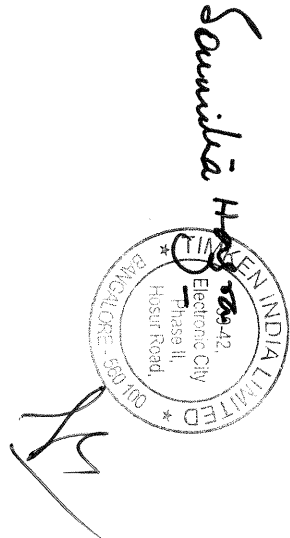




Details of Agenda :

Resolution No. 1: To receive, consider and adopt the Financial Statements for the year ended, as on 31st March, 2017 and the reports of the Board of Directors and the Auditors

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

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)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	50999986	50999998	100.00	50999986	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	50999986	50999998	100.00	50999986	0	100.00	0.00
Public - Institutions	E-Voting	7964815	6685514	83.94	6685514	0	100.00	0.00
	Poll	278000	0	3.49	278000	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	7964815	6685514	87.43	6963514	0	100.00	0.00
Public - Non Institutions	E-Voting	9035180	539693	5.91	539693	10	100.00	0.00
	Poll	0	1546	0.02	1546	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	9035180	535239	1.10	535239	10	99.99	0.01
Total		67999984	58498841	86.03	58498831	10	99.99	0.01



 Samir H.

Resolution No. 2 - To Declare Dividend on Equity Share Capital of the Company.

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

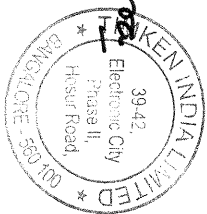
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes - In Favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = (4)/(7)*100	% of Votes against on votes polled (7) = (5)/(7)*100
Promoter and Promoter Group	E-Voting	5099988	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	5099988	0	100.00	5099988	0	100.00	0.00
Public - Institutions	E-Voting	7964816	673978	84.62	673978	0	100.00	0.00
	Poll	278000	349	0.00	278000	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	7964816	7017878	88.11	7017878	0	100.00	0.00
Public-Non Institutions	E-Voting	903180	533798	59.10	533798	10	100.00	0.00
	Poll	1546	1546	0.02	1546	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	903180	535344	1.10	535344	10	99.99	0.01
	Total	6799984	5853210	86.11	5853200	10	99.99	0.01






Resolution No: 3 - To appoint a Director in place of Mr. Ashwini Kulkarni (DIN: 07292484) who retires by rotation and being eligible, offers himself for reappointment
 Resolution required (Ordinary/ Special) Ordinary
 Whether Promoter/ Promoter group are interested in the agenda/ resolution? No

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)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	50999988	0	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	0.00	0	0	0.00	0.00
	Total	50999988	0	100.00	50999988	0	100.00	0.00
Public - Institutions	E-Voting	6739878	0	84.62	6739878	0	100.00	0.00
	Poll	7964816	278000	3.49	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	7964816	278000	88.11	6739878	0	100.00	0.00
Public - Non Institutions	E-Voting	533773	0	5.91	533773	0	100.00	0.00
	Poll	9035180	1546	0.02	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	9035180	1546	1.10	533773	0	100.00	0.00
Total		67999984	58553185	86.11	58553185	0	100.00	0.00



Sanken Harg

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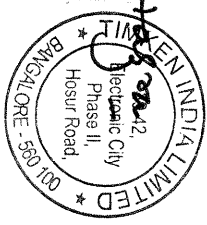
Resolution No. 4 To appoint Auditors of the Company.
 Resolution required (Ordinary/Special)
 Whether Promoter/ Promoter group are interested in the agenda/ resolution ?

Ordinary

No

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)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	50999988	50999988	100.00	50999988	0	100.00	0.00
	Poll	50999988	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	50999988	0	0.00	50999988	0	100.00	0.00
	Total	50999988	50999988	100.00	50999988	0	100.00	0.00
Public - Institutions	E-Voting	7964816	6728278	84.52	6728251	3627	99.95	0.05
	Poll	7964816	278620	3.49	278600	0	100.00	0.00
	Postal Ballot (if applicable)	7964816	0	0.00	0	0	0.00	0.00
	Total	7964816	7017878	88.11	7014251	3627	97.04	0.05
Public - Non Institutions	E-Voting	9035180	533793	5.91	533793	0	100.00	0.00
	Poll	9035180	1546	0.02	1546	0	100.00	0.00
	Postal Ballot (if applicable)	9035180	535339	0.00	535339	0	0.00	0.00
	Total	67999984	58553205	86.11	585495778	3627	99.93	0.07

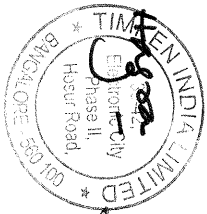
Soumitra



Resolution No. 5: Re-appointment of Mr. Sanjay Kaul (DIN: 02539392) as Chairman & Managing Director
 Resolution required (Ordinary/Special)
 Whether Promoter / Promoter group are interested in the
 Agenda / Resolution? Ordinary No

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)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	50999988	0	100.00	50999988	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	50999988	0	100.00	50999988	0	100.00	0.00
Public - Institutions	E-Voting	7964816	6739878	84.62	6735170	4708	99.93	0.07
	Postal Ballot (if applicable)	278000	0	3.49	278000	0	100.00	0.00
	Total	7964816	7012878	88.11	7013170	4708	99.93	0.07
Public - Non Institutions	E-Voting	9035180	533693	5.91	533693	0	100.00	0.00
	Postal Ballot (if applicable)	0	1546	0.02	1546	0	100.00	0.00
	Total	9035180	535239	1.10	535239	0	100.00	0.00
Total		67999984	58553105	86.11	58548397	4708	99.99	0.01

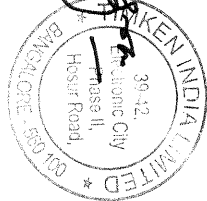
Sanjiv Kaul



SK

Resolution No. 6: Ratification of remuneration payable to the Cost Auditors for the year 2017-18
 Resolution required (Ordinary/Special) Ordinary
 Whether Promoter/Promoter groups are interested in the agenda/ resolution? No

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)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	50999988	0	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	0.00	0	0	0.00	0.00
	Total	50999988	0	100.00	50999988	0	100.00	0.00
Public - Institutions	E-Voting	6739878	0	84.62	6739878	0	100.00	0.00
	Poll	7964816	278000	3.49	278000	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	7964816	278000	88.11	7017878	0	100.00	0.00
Public Non Institutions	E-Voting	532793	100	5.91	532693	100	99.99	0.02
	Poll	9035180	1546	0.02	1546	0	100.00	0.00
	Postal Ballot (if applicable)	9035180	0	0.00	0	0	0.00	0.00
	Total	9035180	1546	1.00	532299	100	99.99	0.01
Total		67999984	5855205	86.11	5855205	100	99.99	0.01

Soumitra Hagar
 39-42, 3rd Floor, Electronic City Phase II, Hosur Road, BANGALORE - 560098

SH

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

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

R+C
R. Vijayakumar

KS

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

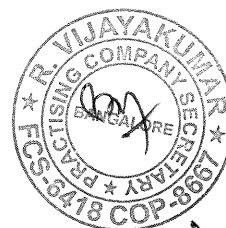
30th (Thirtieth) Annual General Meeting of the Equity Shareholders of Timken India Limited held on Wednesday, 09 August 2017 at 10:00 am at Tangerine Conference Hall, Lemon Tree Hotel, Plot No. 54B/55A, Hosur Main Road, Electronic City, Phase-I, Bangalore -560 100.

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 resolutions, at the 30th Annual General Meeting of the Equity Shareholders of Timken India Limited, held on Wednesday, 09 August 2017 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 30th 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.

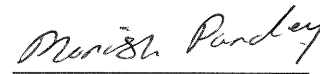
Soumitra Haja





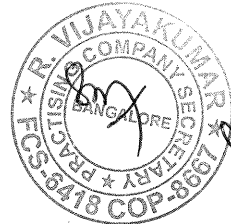

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2. The Shareholders holding shares as on the cut-off date (i.e.,) 02 August 2017 were entitled to vote on the proposed resolutions (Item Nos., 1 to 6) as set out in the Notice of the 30th AGM of the Company;
3. The remote e-voting period remained open from 06 Aug 2017 (09:00 hrs) to 08 Aug 2017 (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 me.
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 e-voting was unblocked at around 11:40 hrs on 09 August 2017 in the presence of two witness's viz., Mr. R Kiran Kumar and Mr. Manish Pandey, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


R Kiran Kumar


Manish Pandey

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:

Ordinary Business**1) Resolution No.1 : Adoption of Financial Statement – Ordinary Resolution**

To receive, consider and adopt Financial Statements for the year ended/as on 31 March, 2017 and the reports of the Directors and the Auditors.

(i) Voted in favour of the resolution

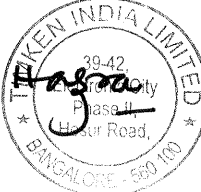
Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	117	58219285	99.99998%
Poll at AGM	52	279546	100.00000%
Total	169	58498831	99.99998%

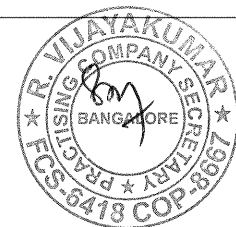
(ii) Voted against the resolution

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	1	10	0.00002%
Poll at AGM	0	0	0.00000%
Total	1	10	0.00002%

(iii) Invalid Votes

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

Sanmitra




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 2017 on Equity Share Capital of the Company.

(i) Voted in favour of 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	122	58273654	99.99998%
Poll at AGM	52	279546	100.00000%
Total	174	58553200	99.99998%

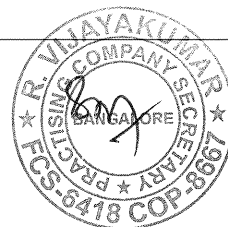
(ii) Voted against the resolution

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	1	10	0.00002%
Poll at AGM	0	0	0.00000%
Total	1	10	0.00002%

(iii) Invalid Votes

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

Sumitra



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3) **Resolution No.3 : Re-appointment of Mr. Avishrant Keshava as a Director – Ordinary Resolution**

Appointment of a Director in place of Mr. Avishrant Keshava (DIN: 07292484), who retires by rotation and, being eligible, offers himself for reappointment.

(i) Voted in favour of 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	121	58273639	100.00000%
Poll at AGM	52	279546	100.00000%
Total	173	58553185	100.00000%

(ii) Voted against the resolution

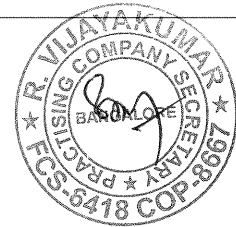
Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.00000%
Poll at AGM	0	0	0.00000%
Total	0	0	0.00000%

(iii) Invalid Votes

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

Sannikra Hgsm

39-42,
Electronic City
Phase II,
Resur Road,
BANGALORE - 560 100



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4) Resolution No.4 : Appointment of the Auditors – Ordinary Resolution

Appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company to hold office from conclusion of this Annual General Meeting up to the conclusion of 35th Annual General Meeting and to fix their remuneration.

(i) Voted in favour of the resolution

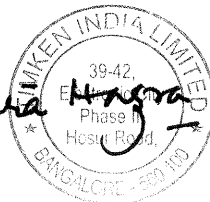
Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	121	58270032	99.99378%
Poll at AGM	52	279546	100.0000%
Total	173	58549578	99.99381%

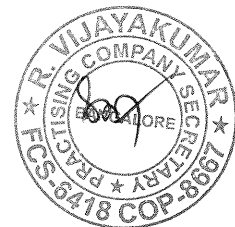
(ii) Voted against the resolution

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	1	3627	0.00622%
Poll at AGM	0	0	0.00000%
Total	1	3627	0.00619%

(iii) Invalid Votes

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

Sanjivika Hingra




[Signature]

Special Business**5) Resolution No.5 : Re-appointment of Mr. Sanjay Koul as Chairman & Managing Director – Ordinary Resolution**

Re-appointment of Mr. Sanjay Koul (DIN: 05159352) as Chairman & Managing Director of the Company

(i) Voted in favour of 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	120	58268851	99.99192%
Poll at AGM	52	279546	100.0000%
Total	172	58548397	99.99196%

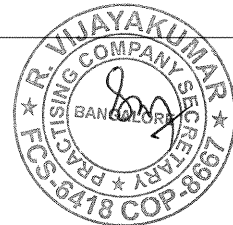
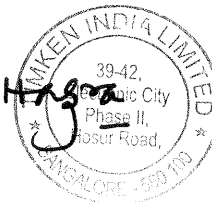
(ii) Voted against the resolution

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	1	4708	0.00808%
Poll at AGM	0	0	0.00000%
Total	1	4708	0.00804%

(iii) Invalid Votes

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

Sanmita Hanga



[Signature]

6) **Resolution No.6 : Ratification of remuneration payable to the Cost Auditor for the year 2017 - 18 – Ordinary Resolution**

Ratification of Remuneration payable to, M/s. Shome and Banerjee, the Cost Auditor for the year 2017-2018.

(i) Voted in favour of 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	121	58273559	99.99983%
Poll at AGM	52	279546	100.0000%
Total	173	58553105	99.99983%

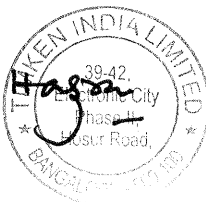
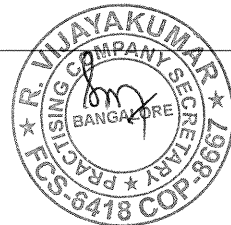
(ii) Voted against the resolution

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	1	100	0.00017%
Poll at AGM	0	0	0.00000%
Total	1	100	0.00017%

(iii) Invalid Votes

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

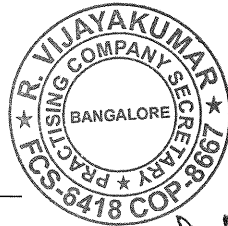
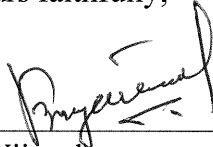
Samikra Hagan

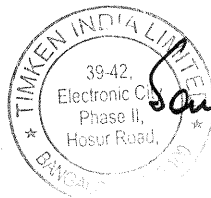
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9. All relevant records of remote e-Voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 30th AGM, upon which the records will be handed over to the Chairman / Company Secretary for safe keeping.
10. 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 : 09 August 2017



Sanmitra Hagra