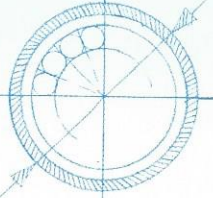


NRB
BEARINGS



August 12, 2017

BSE Ltd.
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P.J Towers, Dalal Street
Mumbai 400 001

Fax: 2723121/3719

Code No. 530367

Dear Sirs,

Sub: Details regarding Voting Results of 52nd AGM held on August 11, 2017

Ref: Reg. 44 of SEBI (Listing Obligations & Disclosures Requirements) Regulation, 2015

Please find enclosed details regarding Voting Results of 52nd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 11, 2017.

Kindly take the same on record.

Thanking you,

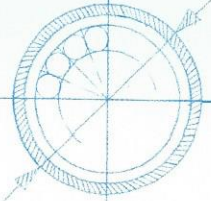
Yours faithfully,
For NRB BEARINGS LTD

S C RANGANI
EXECUTIVE DIRECTOR & COMPANY SECRETARY

Cc: Listing Department, Corporate Services
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1,G-Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai 400 051 Fax: 26598237/38

NRB BEARINGS LIMITED

REGD. OFFICE: DHANNUR, 15, SIR P. M. ROAD, FORT, MUMBAI-400 001. TEL: 9122-2266 4160, 2266 4570, 2266 4998
FAX: 9122-2266 0412, 2267 9850 WEBSITE: <http://www.nrbbearings.com> CIN. L29130MH1965PLC013251



52nd ANNUAL GENERAL MEETING HELD ON 11th August,2017

Declaration on Results on e-voting and Poll

As per the provisions of the Companies Act, 2013 as also the SEBI (LODR) Regulations 2015, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their votes electronically on the resolutions proposed in the Notice of the 52nd Annual General Meeting (AGM). The e-voting was opened from 8th August,2017 to 10th August,2017.

In line with the provisions of the Companies Act, 2013 and in terms of the clarifications issued by MCA, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 52nd Annual General Meeting, voting was conducted by means of poll.

The Board of Directors had appointed Mr.U.C. Shukla, Practising Company Secretary, as the Scrutinizer for e-voting and poll. The Scrutinizer had carried out the scrutiny of all the electronic votes received upto the close of the working hours on 10th August,2017 and poll received till the conclusion of the meeting and submitted his Report on 11th August, 2017.

The Consolidated Results as per the Scrutinizer's Report dated 11th August,2017 is as follows :

Particulars	votes in favour	%	votes against	%
Resolution No.1-Ordinary Resolution				
Adoption of audited Accounts and Reports for the year 2016-17	83861938	100	6	0.00 (Negligible)
Resolution No.2-Ordinary Resolution				
Confirm the payment of interim dividend as final dividend on equity shares for the financial year 2016-17	83861898	100	46	0.00 (Negligible)
Resolution No.3-Ordinary Resolution				
Re-appointment of the Director retiring by rotation-Mr.D S Sahney (DIN 00003956)	83861898	100	46	0.00 (Negligible)
Resolution No.4-Ordinary Resolution				
Appointment of Auditors-M/s.Walker Chandiok & Co LLP	83861938	100	6	0.00 (Negligible)
Resolution No.5-Ordinary Resolution				
Appointment of independent director-Mr Rustom Desai for a term of five years	83861938	100	6	0.00 (Negligible)
Resolution No.6-Ordinary Resolution				
Re-appointment of Mr. S C Rangani as Whole Time Director for a further term of 12 months.	83861938	100	6	0.00 (Negligible)

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Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 52nd Annual General Meeting have been duly passed by the Shareholders with requisite majority.

For NRB BEARINGS LTD.

T. S. Sahney

T S Sahney
Chairman

Dated: 11.05.2017

**Details of Voting Results of 52nd Annual General Meeting of the Members of
NRB Bearings Ltd. held on August 11, 2017.**

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

1	Date of the AGM	Friday, August 11, 2017
2	Total number of shareholders on record date	13242
3	No. of shareholders present in the meeting either in person or through proxy --- Promoters and Promoter Group: --- Public	10 49
4	No. of shareholders attended the meeting through video conferencing -- Promoters and Promoter Group: -- Public	Not Applicable

For **NRB BEARINGS LTD**

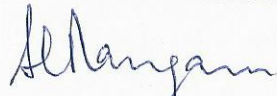


S. C. RANGANI
Executive Director
& Company Secretary

Details of Voting Results of 52nd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 11, 2017.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Ordinary Business								
Resolution No. 1:								
To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2017 and the reports of the Board of Directors and the Auditors thereon.								
Resolution required: (Ordinary/ Special)								
Whether Promoter/ Promoter group are interested in the agenda/ resolution?					Ordinary 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
-	-	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	52520636	51312150	97.70	51312150	0	100	0
	Poll		1208486	2.30	1208486	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	52520636	52520636	100.00	52520636	0	100	0
Public Institution	E-Voting	33199908	31327299	94.36	31327299	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33199908	31327299	94.36	31327299	0	100	0
Public - Non Institution	E-Voting	11202056	12943	0.12	12937	6	99.95	0.05
	Poll		1066	0.01	1066	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11202056	14009	0.13	14003	6	99.96	0.04
Total		96922600	83861944	86.52	83861938	6	100	0

For **NRB BEARINGS LTD.**



S. C. RANGANI
 Executive Director
 & Company Secretary

**Details of Voting Results of 52nd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 11, 2017.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations,2015**

Ordinary Business								
Resolution No. 2:								
To confirm the payment of interim dividend as final dividend on equity shares for the financial 2016-17.								
Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the 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
-	-	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	52520636	51312150	97.70	51312150	0	100	0
	Poll		1208486	2.30	1208486	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	52520636	52520636	100.00	52520636	0	100	0
Public Institution	E-Voting	33199908	31327299	94.36	31327299	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33199908	31327299	94.36	31327299	0	100	0
Public - Non Institution	E-Voting	11202056	12943	0.12	12897	46	99.64	0.36
	Poll		1066	0.01	1066	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11202056	14009	0.13	13963	46	99.67	0.33
Total		96922600	83861944	86.52	83861898	46	100	0

For **NRB BEARINGS LTD**


S. C. RANGANI
 Executive Director
 & Company Secretary

**Details of Voting Results of 52nd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 11, 2017.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

Ordinary Business								
Resolution No. 3:								
To appoint a Director in place of Mr. D S Sahney (DIN. 00003956) who retires by rotation and being eligible offers himself for re-appointment.								
Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the 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
-	-	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	52520636	51312150	97.70	51312150	0	100	0
	Poll		1208486	2.30	1208486	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	52520636	52520636	100.00	52520636	0	100	0
Public Institution	E-Voting	33199908	31327299	94.36	31327299	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33199908	31327299	94.36	31327299	0	100	0
Public - Non Institution	E-Voting	11202056	12943	0.12	12897	46	99.64	0.36
	Poll		1066	0.01	1066	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11202056	14009	0.13	13963	46	99.67	0.33
Total		96922600	83861944	86.52	83861898	46	100	0

For NRB BEARINGS LTD


S. C. RANGANI
 Executive Director
 & Company Secretary

**Details of Voting Results of 52nd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 11, 2017.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

Ordinary Business								
Resolution No. 4:								
To appoint Walker Chandiook & Co LLP, Chartered Accountants, (Registration No. ICAI Firm No. 001076N/N500013) as statutory auditors, in place of M/s. Deloitte Haskins & Sells., retiring auditors Auditors and to fix their remuneration.								
Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the 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
-	-	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	52520636	51312150	97.70	51312150	0	100	0
	Poll		1208486	2.30	1208486	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	52520636	52520636	100.00	52520636	0	100	0
Public Institution	E-Voting	33199908	31327299	94.36	31327299	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33199908	31327299	94.36	31327299	0	100	0
Public - Non Institution	E-Voting	11202056	12943	0.12	12937	6	99.95	0.05
	Poll		1066	0.01	1066	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11202056	14009	0.13	14003	6	99.96	0.04
Total		96922600	83861944	86.52	83861938	6	100	0

For NRB BEARINGS LTD.

S. C. Rangani
S. C. RANGANI
 Executive Director
 & Company Secretary

Details of Voting Results of 52nd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 11, 2017.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Special Business								
Resolution No. 5:								
Appointment of Mr. Rustom Desai as an Independent Director for five years.								
Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the 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
-	-	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	52520636	51312150	97.70	51312150	0	100	0
	Poll		1208486	2.30	1208486	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	52520636	52520636	100.00	52520636	0	100	0
Public Institution	E-Voting	33199908	31327299	94.36	31327299	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33199908	31327299	94.36	31327299	0	100	0
Public - Non Institution	E-Voting	11202056	12943	0.12	12937	6	99.95	0.05
	Poll		1066	0.01	1066	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11202056	14009	0.13	14003	6	99.96	0.04
Total		96922600	83861944	86.52	83861938	6	100	0


For NRB BEARINGS LTD


S. C. RANGANI
 Executive Director
 & Company Secretary

Details of Voting Results of 52nd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 11, 2017.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Special Business								
Resolution No. 6:								
Re-Appointment of Mr. Satish Rangani as Whole Time Director for a further term of 12 months.								
Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the 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
-	-	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	52520636	51312150	97.70	51312150	0	100	0
	Poll		1208486	2.30	1208486	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	52520636	52520636	100.00	52520636	0	100	0
Public Institution	E-Voting	33199908	31327299	94.36	31327299	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33199908	31327299	94.36	31327299	0	100	0
Public - Non Institution	E-Voting	11202056	12943	0.12	12937	6	99.95	0.05
	Poll		1066	0.01	1066	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11202056	14009	0.13	14003	6	99.96	0.04
Total		96922600	83861944	86.52	83861938	6	100	0

For NRB BEARINGS LTD



S. C. RANGANI
Executive Director
& Company Secretary

UPENDRA SHUKLA

B. Com., F. C. S.

Company Secretary

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057.
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

Shri T. S. Sahney
Chairman,
NRB Bearings Ltd.,
Dhannur, 15 Sir, P.M. Road,
Fort
Mumbai-400 001.

Dear Sir,

Sub: Combined Report on E-voting and voting by Ballot conducted at the 52nd Annual General Meeting of NRB Bearings Ltd.

- 1) As per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the notice of 52nd Annual General Meeting.
- 2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 52nd Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.
- 3) I, Upendra C. Shukla, Practicing Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic voting process. I was also appointed as scrutinizer to scrutinize the voting by means of Ballot at the 52nd Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Ballot carried out for the resolutions proposed to be passed at the 52nd AGM of the Shareholders of the Company, held on Friday, the 11th August, 2017.
- 4) M/s. Universal Capital Securities Pvt. Ltd., the Registrar and Share Transfer Agents of the Company, provided all the requisite data of shareholders eligible for voting.
- 5) My responsibility as a scrutinizer for voting on Ballot, is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 52nd AGM of the Company.
- 6) Based on the reports generated from the e-voting system provided by the CDSL and also votes cast on Ballot, I submit the consolidated results of the e-voting and the Ballot as under:



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: 2 :

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the reports of the Board of Directors and auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	67	82652386	100.00	3	6	0.00	0	0
Ballot	21	1209552	100.00	0	0	0.00	0	0
Combined	88	83861938	100.00	3	6	0.00	0	0

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.

Resolution No. 2: Ordinary Resolution: To confirm the payment of interim dividend as final dividend on Equity Shares for the Financial Year 2016-17.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	66	82652346	100.00	4	46	0.00	0	0
Ballot	21	1209552	100.00	0	0	0.00	0	0
Combined	87	83861898	100.00	4	46	0.00	0	0

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.

Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Mr. D. S. Sahney (DIN:00003956) who retires by rotation and is eligible for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	66	82652346	100.00	4	46	0.00	0	0
Ballot	21	1209552	100.00	0	0	0.00	0	0
Combined	87	83861898	100.00	4	46	0.00	0	0

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.



...3/-

: 3 :

Resolution No. 4: Ordinary Resolution: To appoint M/s. Walker Chandiook & Co., LLP, Chartered Accountants (FRN:001076N/N500013) in place of retiring auditors M/s. Deloitte Haskins & Sells. to hold the office upto the conclusion of AGM to be held for the F.Y. 31st March, 2020.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of/ Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	67	82652386	100.00	3	6	0.00	0	0
Ballot	21	1209552	100.00	0	0	0.00	0	0
Combined	88	83861938	100.00	3	6	0.00	0	0

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.

Resolution No. 5: Ordinary Resolution: To appoint Mr. Rustom Desai as an Independent Director.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of/ Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	67	82652386	100.00	3	6	0.00	0	0
Ballot	21	1209552	100.00	0	0	0.00	0	0
Combined	88	83861938	100.00	3	6	0.00	0	0

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.

Resolution No. 6: Ordinary Resolution: To re-appoint Mr. Satish Rangani as a Whole-Time Director.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responder received	No. of votes cast	% of votes cast	No. of/ Ballots / Responder received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	67	82652386	100.00	3	6	0.00	0	0
Ballot	21	1209552	100.00	0	0	0.00	0	0
Combined	88	83861938	100.00	3	6	0.00	0	0

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.



...4/-


: 4 :

- 7) Out of 28 ballot papers, 7 ballot papers were rejected on the grounds of unsigned ballot paper (2 case), voting done through evoting and ballot (only e-voting was considered) (3 cases), no assent or dissent marked (1 case) and signature mismatch (1 case) as reconciled with the records of the Registrar and Transfer Agent.
- 8) A list of Equity Shareholders, who voted through e-voting and through Ballot is kept ready for handing over to the Company Secretary.
- 9) Ballot papers and all other relevant records were sealed and are kept ready for handing over to the Company Secretary.

Thanking you,



Yours faithfully,


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

Date: 11th August, 2017
Place: Mumbai