

NRB
BEARINGS THE ORIGINAL

NRB BEARINGS LIMITED
Dhannur, 15, Sir P.M. Road, Fort, Mumbai- 400001, India.
T : (91) 22-2266 4570 / 2266 4160
F : (91) 22-2266 0412 / 2267 9850
W: www.nrbbearings.com
CIN: L29130MH1965PLC013251

August 10, 2018

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

Listing Department-Corporate Services
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No.C/1
G Block, Bandra Kurla Complex
Bandra (E), Mumbai 400 051

Code No. 530367/ NRBBEARING

Dear Sirs,

Sub: Details regarding Voting Results of 53rd AGM held on August 9, 2018

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

Please find enclosed details regarding Voting Results of 53rd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 9, 2018.

We are also enclosing the copy of the Scrutinizer Report on the remote e-voting and by ballot conducted at the 53rd Annual General Meeting.

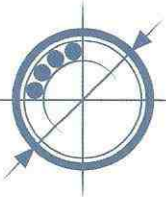
Kindly take the same on record.

Thanking you,

Yours faithfully,

For NRB BEARINGS LTD

SHRUTI JOSHI
COMPANY SECRETARY



NRB
BEARINGS THE ORIGINAL

NRB BEARINGS LIMITED

Dhannur, 15, Sir P.M. Road, Fort, Mumbai- 400001, India.

T : (91) 22-2266 4570 / 2266 4160

F : (91) 22-2266 0412 / 2267 9850

W: www.nrbbearings.com

CIN: L29130MH1965PLC013251

**Details of Voting Results of 53rd Annual General Meeting of the Members of
NRB Bearings Ltd. held on August 9, 2018.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements)
Regulations, 2015]**

1	Date of the AGM	Thursday, August 9, 2018
2	Total number of shareholders on record date	25369
3	No. of shareholders present in the meeting either in person or through proxy --- Promoters and Promoter Group: --- Public	9 54
4	No. of shareholders attended the meeting through video conferencing -- Promoters and Promoter Group: -- Public	Not Applicable



**Details of Voting Results of 53rd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 9, 2018.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

Ordinary Business								
Resolution No. 1:								
Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 and the reports of the Board of Directors and the Auditors thereon.								
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	50984342	16106556	31.59	16106556	0	100	0
	Poll			0	0	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	50984342	16106556	100.00	16106556	0	100	0
Public Institution	E-Voting	30759547	30265906	98.40	30265906	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	30759547	30265906	98.40	30265906	0	100	0
Public - Non Institution	E-Voting	15178711	16626	0.11	16626	0	100	0
	Poll		4161	0.03	4161	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	15178711	20787	0.14	20787	0	100	0
Total		96922600	46393249	47.87	46393249	0	100	0



**Details of Voting Results of 53rd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 9, 2018.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

Ordinary Business								
Resolution No. 2:								
Declaration of Final dividend on Equity Shares for the year ended 31 st March, 2018.								
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	50984342	16106556	31.59	16106556	0	100	0
	Poll			0	0	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	50984342	16106556	100.00	16106556	0	100	0
Public Institution	E-Voting	30759547	30265906	98.40	30265906	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	30759547	30265906	98.40	30265906	0	100	0
Public - Non Institution	E-Voting	15178711	3824738	25.20	3824738	0	100	0
	Poll		4161	0.03	4161	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	15178711	3828899	25.23	3824738	0	100	0
Total		96922600	50201361	51.80	50201361	0	100	0



Details of Voting Results of 53rd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 9, 2018.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Ordinary Business								
Resolution No. 3:								
Re-appointment 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	50984342	16106556	31.59	16106556	0	100	0
	Poll			0	0	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	50984342	16106556	100.00	16106556	0	100	0
Public Institution	E-Voting	30759547	30265906	98.40	30265906	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	30759547	30265906	98.40	30265906	0	100	0
Public - Non Institution	E-Voting	15178711	3824738	25.20	3824738	0	100	0
	Poll		4161	0.03	4161	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	15178711	3828899	25.23	3824738	0	100	0
Total		96922600	50201361	51.80	50201361	0	100	0



Details of Voting Results of 53rd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 9, 2018.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Ordinary Business								
Resolution No. 4:								
Appointment of Auditors Walker Chandiook & Co LLP, Chartered Accountants, (Registration No. ICAI Firm No. 001076N/N500013) as statutory auditors, for a term of 5 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	50984342	16106556	31.59	16106556	0	100	0
	Poll			0	0	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	50984342	16106556	100.00	16106556	0	100	0
Public Institution	E-Voting	30759547	30265906	98.40	30265906	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	30759547	30265906	98.40	30265906	0	100	0
Public - Non Institution	E-Voting	15178711	3824738	25.20	3824738	0	100	0
	Poll		4161	0.03	4161	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	15178711	3828899	25.23	3824738	0	100	0
Total		96922600	50201361	51.80	50201361	0	100	0



Details of Voting Results of 53rd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 9, 2018.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

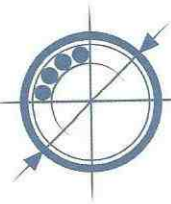
Special Business								
Resolution No. 5:								
Re-Appointment of Mr. Satish Rangani as Whole Time Director for a further term of 12 months.								
Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the agenda/resolution?					No.			
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	50984342	16106556	31.59	16106556	0	100	0
	Poll			0	0	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	50984342	16106556	100.00	16106556	0	100	0
Public Institution	E-Voting	30759547	30265906	98.40	30265906	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	30759547	30265906	98.40	30265906	0	100	0
Public - Non Institution	E-Voting	15178711	3824738	25.20	3824738	0	100	0
	Poll		4161	0.03	4161	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	15178711	3828899	25.23	3824738	0	100	0
Total		96922600	50201361	51.80	50201361	0	100	0



Details of Voting Results of 53rd Annual General Meeting of the Members of NRB Bearings Ltd. held on August 9, 2018.
[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Special Business								
Resolution No. 6:								
Ratification of the remuneration payable to the Cost Auditors								
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	50984342	16106556	31.59	16106556	0	100	0
	Poll			0	0	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	50984342	16106556	100.00	16106556	0	100	0
Public Institution	E-Voting	30759547	30265906	98.40	30265906	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	30759547	30265906	98.40	30265906	0	100	0
Public - Non Institution	E-Voting	15178711	3824738	25.20	3824738	0	100	0
	Poll		4161	0.03	4161	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	15178711	3828899	25.23	3824738	0	100	0
Total		96922600	50201361	51.80	50201361	0	100	0





53rd ANNUAL GENERAL MEETING HELD ON 9th August,2018

Declaration on Results on e-voting and ballot

As per the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations 2015, the Company had provided the facility of remote e-voting to the shareholders to enable them to cast their votes electronically on the resolutions proposed in the Notice of the 53rd Annual General Meeting (AGM). The remote e-voting was open from 6th August,2018 to 8th August,2018.

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 when remote e-voting had been offered to the shareholders. Therefore, at the 53rd Annual General Meeting, voting was conducted by means of ballot.

The Board of Directors had appointed Mr.U.C. Shukla, Practising Company Secretary, as the Scrutinizer for e-voting and ballot. The Scrutinizer had carried out the scrutiny of all the electronic votes received upto the close of the working hours on 8th August,2018 and ballot received till the conclusion of the meeting and submitted his Report on 10th August, 2018.

The Consolidated Results as per the Scrutinizer’s Report dated 10th August,2018 is as follows :

Particulars	votes in favour	%	votes against	%
Resolution No.1-Ordinary Resolution Adoption of Audited Financial Statements for the financial year ended 31 st March, 2018 and the reports of the Board of Directors and the Auditors thereon.	46393249	100	0	0.00
Resolution No.2-Ordinary Resolution Declaration of Final dividend on Equity Shares for the year ended 31 st March, 2018	50201361	100	0	0.00
Resolution No.3-Ordinary Resolution Re-appointment of Mr.D S Sahney (DIN 00003956) retiring by rotation.	50201361	100	0	0.00
Resolution No.4-Ordinary Resolution Appointment of Auditors-M/s.Walker Chandiok & Co LLP for a term of 5 years	50201361	100	0	0.00
Resolution No.5-Ordinary Resolution Re-appointment of Mr. S C Rangani (DIN 00209069) as Whole Time Director for a further term of 12 months	50201361	100	0	0.00
Resolution No.6-Ordinary Resolution Ratification of the remuneration payable to the Cost Auditors	50201361	100	0	0.00





NRB BEARINGS LIMITED
Dhannur, 15, Sir P.M. Road, Fort, Mumbai- 400001, India.
T : (91) 22-2266 4570 / 2266 4160
F : (91) 22-2266 0412 / 2267 9850
W: www.nrbbearings.com
CIN: L29130MH1965PLC013251

: 2 :

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 53rd Annual General Meeting have been duly passed by the Shareholders with requisite majority.

For NRB BEARINGS LTD.

T S Sahney
Chairman

Dated: August 10, 2018

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 53rd 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 53rd 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 53rd 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 53rd 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 53rd AGM of the Shareholders of the Company, held on Thursday, the 9th August, 2018.
- 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 53rd 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:



...2/-

351

: 2 :

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	93	46389088	100.00	0	0	0.00	0	0
Ballot	17	4161	0.00	0	0	0.00	0	0
Combined	110	46393249	100.00	0	0	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 declare Final dividend on Equity Shares for the year ended 31st March 2018.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	94	50197200	100.00	0	0	0.00	0	0
Ballot	17	4161	100.00	0	0	0.00	0	0
Combined	111	50201361	100.00	0	0	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/ Response received	No. of votes cast	% of votes cast	No. of Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	94	50197200	100.00	0	0	0.00	0	0
Ballot	17	4161	100.00	0	0	0.00	0	0
Combined	111	50201361	100.00	0	0	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 Chandio & Co., LLP, Chartered Accountants (FRN:001076N/N500013) as Statutory Auditor of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	94	50197200	100.00	0	0	0.00	0	0
Ballot	17	4161	100.00	0	0	0.00	0	0
Combined	111	50201361	100.00	0	0	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 re-appoint Mr. Satish Rangani as Whole-Time Director.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	94	50197200	100.00	0	0	0.00	0	0
Ballot	17	4161	100.00	0	0	0.00	0	0
Combined	111	50201361	100.00	0	0	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 ratify the remuneration of the Cost Auditor.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	94	50197200	100.00	0	0	0.00	0	0
Ballot	17	4161	100.00	0	0	0.00	0	0
Combined	111	50201361	100.00	0	0	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 :

7) Out of 18 ballot papers, 1 ballot paper was rejected on the grounds of incomplete form (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,

A handwritten signature in blue ink, appearing to be 'U.C. Shukla'.

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

Date: 10th August, 2018

Place: Mumbai

→ 51 /