

NIBL/BSE/NSE/2023-24

Date: 27<sup>th</sup> June, 2023

**BSE Limited**

**Listing Department**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.  
Maharashtra, India.

Scrip Code: 535458

**National Stock Exchange of India Limited**

**Listing Department**

Exchange Plaza, 5th Floor, Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.  
Maharashtra, India

Symbol: NIBL

Dear Sir/ Madam,

**Sub: Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] – Results of Postal Ballot (E-voting) along with Scrutinizer's Report.**

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had conducted the process of Postal Ballot for seeking approval of the shareholders for the resolutions as set out in the Postal Ballot Notice dated 25<sup>th</sup> May, 2023 which was sent to the shareholders of the company by email to the Members who have registered their e-mail address and physical copy of the Postal Ballot Notice, the Postal Ballot Form and self-addressed pre-paid business reply envelope were dispatched to all other Members at their registered address on Friday, 26<sup>th</sup> May, 2023.

In compliance with the requirements of the Act and Regulation 44 of SEBI (LODR) Regulations, 2015, the Board of Directors has appointed CDSL to provide remote e-voting facility to its members in respect of the resolutions proposed to be passed by way of postal ballot.

The Board of Directors have appointed Mr. Sanjog Naravankar of SVN & Associates, Practicing Company Secretaries (Membership no. A37746) as the scrutinizer for scrutinizing the votes casted through remote e-voting in a fair and transparent manner. The voting period began on Saturday, 27<sup>th</sup> May, 2023 at 9.00 a.m. (IST) and ended on Sunday, 25<sup>th</sup> June, 2023 at 5.00 p.m.(IST).

Further pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the results of the voting of Postal Ballot (including e-voting). We are also enclosing Scrutinizer's Report dated 27<sup>th</sup> June, 2023 for your record.

The Scrutinizer's report dated 27<sup>th</sup> June, 2023 states as below:

1. The resolution relating to Appointment of Mrs. Sejal Dinesh Mehta (DIN: 10145944) as an Independent Director of the Company has been passed with requisite majority.

**N R B I N D U S T R I A L B E A R I N G S L T D .**

REGD. OFFICE : 2ND FLOOR, DHANNUR, 15, SIR P.M. ROAD, FORT, MUMBAI - 400 001. MAHARASHTRA, INDIA.

TEL.: 9122 - 2270 4206 FAX : 9122 - 2270 4207

WEBSITE : <http://www.nrbindustrialbearings.com>

GSTIN : 27AADCN5657L1ZY

CIN : L29253MH2011PLC213963



2. The resolution relating to Appointment of Mr. Anurag Toshniwal (DIN: 00426913) as an Independent Director of the Company has been passed with requisite majority.

The said Postal Ballot Result is being displayed at the registered office of the Company. The said result will also be uploaded on the website of the Company [www.nrbindustrialbearings.com](http://www.nrbindustrialbearings.com) and on the website of Central Depository Services (India) Limited viz. [www.evotingindia.com](http://www.evotingindia.com).

You are requested to take the same on record.

Yours faithfully,

Thanking you,  
For NRB Industrial Bearings Limited



**Vandana Yadav**  
**Company Secretary & Compliance Officer**

Encl. as above

**N R B I N D U S T R I A L B E A R I N G S L T D .**

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CIN : L29253MH2011PLC213963

# **SVN & ASSOCIATES**

**Practicing Company Secretaries**

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**Add: Room No.301, E-Wing, Bahar CHS, Sector No-3, Vasant Nagari, Vasai East,  
Thane-401208. E-mail id:sanjog579@gmail.com, Mob. No. 8691857227.**

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## **Scrutinizer's Report on Postal Ballot e-voting**

(Pursuant to Section 110 and 108 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014)

To,  
The Chairman  
**NRB Industrial Bearings Limited**  
15, Dhannur, Sir P. M. Road, Fort  
Mumbai-400 001.

Dear Sir,

1. The Board of Directors of **NRB Industrial Bearings Limited** (hereinafter referred to as the "Company") has appointed Mr. Sanjog Naravankar, Practicing Company Secretary (ACS No. 37746) of M/s. SVN & Associates, Company Secretaries, as the Scrutinizer by way of Resolution passed at Board meeting held on 25<sup>th</sup> May, 2023 for the purpose of conducting postal ballot process (including e-voting) pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification, amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for the time being in force) and other applicable provisions, if any and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for following resolution as mentioned in the Postal Ballot Notice dated 25<sup>th</sup> May, 2023

**Item No. 1: Appointment of Mrs. Sejal Dinesh Mehta (DIN: 10145944) as an Independent Director of the Company.**

**Item No. 2: Appointment of Mr. Anurag Toshniwal (DIN: 00426913) as an Independent Director of the Company.**

2. I submit my report as under:

- 2.1. On 26<sup>th</sup> May, 2023, the Company has completed the dispatch of Postal Ballot Notice electronically to those shareholders who have registered email id with their depositories and whose names appear on the Register of Members/records of Depositories as at the close of business hours on Friday, 19<sup>th</sup> May, 2023 i.e. the cut-off date.
- 2.2. The Company engaged **Central Depository Services (India) Limited** (“CDSL”) for facilitating voting to enable the members to cast their votes electronically (hereinafter referred to as the “Remote e-voting”) The company also provided voting by postal ballot form along with a self-addressed postage pre-paid Business Reply Envelope to the shareholders of the company whose E-mail IDs are not registered in the Records of Depositories/Company. The e-voting commenced on Saturday, 27<sup>th</sup> May, 2023 at 9.00 A.M. (IST) and ended on Sunday, 25<sup>th</sup> June, 2023 at 5.00 P.M. (IST). The votes received electronically and through postal ballot forms from the Shareholders till Sunday, 25<sup>th</sup> June, 2023 up to 5:00 PM (IST), being the last date and time fixed by the Company, were considered for my scrutiny.
- 2.3. Particulars of all electronic votes and postal ballot forms received from the Members have been entered in an electronic register separately maintained for the purpose.
- 2.5 Total 71 Shareholders have voted during this postal ballot event through e-voting and 12 shareholders voted through physical forms.
- 2.6 The votes cast under e-voting were unblocked at Mumbai on Sunday, 25<sup>th</sup> June, 2023 by Sanjog Naravankar, Scrutinizer. Sanjog Naravankar is not the employee of the Company.
- 2.7 The Postal Ballot electronic votes and physical votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on 19<sup>th</sup> May, 2023, (Cut-off date) provided by Universal Capital Securities Private Limited, Registrar and Share Transfer Agent of the Company.

**3. Special Business:**

**SPECIAL RESOLUTION-1: APPOINTMENT OF MRS. SEJAL DINESH MEHTA (DIN: 10145944) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

(i) Voted in **favour** of the resolution:

<b>Number of members voted through electronic voting system and through physical mode</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
78	27,22,561	99.99

(ii) Voted in **against** of the resolution:

<b>Number of members voted through electronic voting system and through physical mode</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
5	258	0.01

(iii) **Invalid** votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
00	00

**SPECIAL RESOLUTION -2: APPOINTMENT OF MR. ANURAG TOSHNIWAL (DIN: 00426913) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

(i) Voted in **favour** of the resolution:

<b>Number of members voted through electronic voting system and through physical mode</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
78	27,22,561	99.99

(ii) Voted in **against** of the resolution:

<b>Number of members voted through electronic voting system and through physical mode</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
5	258	0.01

(iii) Invalid votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
00	00

## SVN & ASSOCIATES

4. On the basis of the aforesaid results, I report that:
  - \* *1<sup>st</sup> Resolution as contained in the Postal Ballot Notice dated 25<sup>th</sup> May, 2023 have been passed with requisite majority.*
  - \* *2<sup>nd</sup> Resolution as contained in the Postal Ballot Notice dated 25<sup>th</sup> May, 2023 have been passed with requisite majority.*
5. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

**For SVN & Associates  
Company Secretaries**

SANJOG  
VITTHAL  
NARAVANKA  
R  
Digitally signed by  
SANJOG VITTHAL  
NARAVANKAR  
Date: 2023.06.27  
11:06:39 +05'30'  
Sanjog Naravankar  
Proprietor  
ACS: A37746, CP: 14125.  
UDIN: A037746E000507237  
Date: 27<sup>th</sup> June, 2023  
Place: Mumbai

**For NRB Industrial Bearings Limited**

VANDANA  
DEEPAKKU  
MAR YADAV  
Digitally signed by  
VANDANA  
DEEPAKKUMAR  
YADAV  
Date: 2023.06.27  
12:02:38 +05'30'  
Vandana Yadav  
Company Secretary  
(ACS: A40717)

<b>General information about company</b>	
Scrip code	535458
NSE Symbol	NIBL
MSEI Symbol	NOTLISTED
ISIN	INE047O01014
Name of the company	NRB INDUSTRIAL BEARINGS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-06-2023
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Sanjog Naravankar
Firms Name	SVN & Associates
Qualification	CS
Membership Number	A37746
Date of Board Meeting in which appointed	25-05-2023
Date of Issuance of Report to the company	27-06-2023

<b>Voting results</b>	
Record date	19-05-2023
Total number of shareholders on record date	9875
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mrs. Sejal Dinesh Mehta (DIN: 10145944) as an Independent Director of the Company.					
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	17838294	2032471	11.3939	2032471	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		17838294	2032471	11.3939	2032471	0	100
Public-Institutions	E-Voting	1750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1750	0	0	0	0	0
Public- Non Institutions	E-Voting	6390606	688099	10.7674	687841	258	99.9625	0.0375
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		2249	0.0352	2249	0	100	0
	Total		6390606	690348	10.8025	690090	258	99.9626
Total		24230650	2722819	11.2371	2722561	258	99.9905	0.0095
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mr. Anurag Toshniwal (DIN: 00426913) as an Independent Director of the Company					
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	17838294	2032471	11.3939	2032471	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		17838294	2032471	11.3939	2032471	0	100
Public-Institutions	E-Voting	1750	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1750	0	0	0	0	0
Public- Non Institutions	E-Voting	6390606	688099	10.7674	687841	258	99.9625	0.0375
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		2249	0.0352	2249	0	100	0
	Total		6390606	690348	10.8025	690090	258	99.9626
Total		24230650	2722819	11.2371	2722561	258	99.9905	0.0095
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

