

NIBL/BSE/NSE/17/2018-19

03<sup>rd</sup> August, 2018

National Stock Exchange Ltd.  
Listing Department,  
Exchange Plaza, 5<sup>th</sup> Floor,  
G Block, Bandra-Kurla Complex  
Bandra (East), Mumbai-400051  
Fax No.:022-26598237/38

BSE Limited  
Listing Department  
Sir P.J. Tower, Dalal Street,  
Mumbai-400001  
Fax No. 022-22723121/3719/2037

Ref. : BSE Scrip Code: 535458; NSE Symbol: NIBL  
Sub. : Remote E-voting and poll results for the 7<sup>th</sup> Annual General Meeting held on August 2, 2018

Dear Sir / Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed herewith the remote e- voting and poll results along with Scrutinizer's Report for the 7<sup>th</sup> Annual General Meeting of the Company held on 2<sup>nd</sup> August, 2018.

It may be noted that all the resolutions placed before the meeting as per the Notice of the Annual General Meeting were approved by the Members with requisite majority.

Kindly update same on record and do the needful.

Thanking you,

Yours truly,

For NRB Industrial Bearings Limited

  
Ratika Gandhi  
Company Secretary



Shri T. S. Sahney  
Chairman,  
NRB Industrial Bearings Ltd.,  
2nd Floor Dhannur Building  
Sir P.M. Road Fort  
Mumbai-400001

Dear Sir,

**Sub: Combined Report on E-voting and voting by Ballot conducted at the 7th Annual General Meeting of NRB Industrial 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 7th 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 7th 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 7th 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 7th AGM of the Shareholders of the Company, held on Thursday, the 2nd 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 7th 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/-



**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	21	1563187	100.00	2	2	0.00	0	0
Ballot	14	4628	100.00	0	0	0.00	0	0
Combined	35	1567815	100.00	2	2	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 appoint a Director in place of Ms. Devesh Singh (DIN: 00003956) who retires by rotation and being eligible, offers himself 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	21	1563187	100.00	2	2	0.00	0	0
Ballot	14	4628	100.00	0	0	0.00	0	0
Combined	35	1567815	100.00	2	2	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 M/s. Deloitte Haskins and Sells, Chartered Accountants (FRN: 117365W) 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	21	1563187	100.00	2	2	0.00	0	0
Ballot	14	4628	100.00	0	0	0.00	0	0
Combined	35	1567815	100.00	2	2	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 :

- 7) Out of 19 ballot papers, 5 ballot papers were rejected on the grounds of unsigned ballot paper (1 case), no record found for the shareholder (1 case) and signature mismatch (3 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: 3rd August, 2018

Place: Mumbai