

NIBL/BSE/NSE/23/2020-21

04<sup>th</sup> August, 2020

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. : Compliance of Regulation 30 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir / Madam,

This is to inform you that the 9th Annual General Meeting ("AGM") of the Company was held today, i.e. Tuesday, 04th August, 2020 at 02.00 p.m. through Video Conferencing by Webcast facility provided to Members and the business(es) mentioned in the Notice dated 16<sup>th</sup> June, 2020 convening the AGM were transacted thereat.

In this regard, please find enclosed the following

1.	Consolidated Report of the Scrutinizer dated 04th August, 2020, on remote e - voting and e-voting system during the AGM
2.	Voting results of the AGM pursuant to Regulation 44 of the Listing Regulations

The above results will be available on the website of the Company (<http://www.nrbindustrialbearings.com>).

Kindly, take the above on your record.

Thanking you,

Yours truly,  
For NRB Industrial Bearings Limited

  
Ratika Gandhi  
Company Secretary



Encl. : as above

**NRB INDUSTRIAL BEARINGS LTD.**

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 : 27AADCN5657LIZY

CIN : L29253MH2011PLC213963

# SVN & ASSOCIATES

Practicing Company Secretaries

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Add: Room No.21, Plot No. 383, Saurabh CHS, Sector-3, Charkop, Kandivali (W), Mumbai-400067.

E-mail id:sanjog579@gmail.com, Mob. No. 8691857227, Land Line No. 022 28697262.

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## REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) 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.

**9<sup>th</sup> (Ninth) Annual General Meeting (AGM) of the Equity Shareholders of NRB Industrial Bearings Limited held on Tuesday, August 04, 2020, at 2:00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).**

Dear Sir,

I, Sanjog Naravankar, Proprietor of M/s. SVN & Associates, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of NRB Industrial Bearings Limited ("the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting system (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circulars issued by MCA and SEBI and in respect of the below mentioned resolutions proposed at the 9<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on **Tuesday, August 04, 2020 at 2:00 p.m.** through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules and circulars issued by MCA and SEBI made hereunder relating to voting through electronic means (by remote e-voting) and electronic voting system (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 9<sup>th</sup> 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 e-voting



## SVN & ASSOCIATES

(remote e-voting) and by electronic voting system (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics voting system (e-voting) was provided by Central Depository Services Limited ("CDSL").

3. In accordance with the Notice of the 9<sup>th</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 on June 16, 2020, the remote e-voting opened at 10:00 AM on August 01, 2020 and ended on 5:00 PM on August 03, 2020.

4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.

5. The Equity Shareholders holding shares as on July 28, 2020, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 9<sup>th</sup> Annual General Meeting of the Company.

6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.

8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**Ordinary Resolution:****Resolution-1:**

- a. The Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
74	1740182	99.68

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5555	0.32

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Resolution-2:**

To appoint a Director in the place of Mr. Devesh Singh Sahney (DIN: 00003956), who retires by rotation and being eligible, has offered himself for re-appointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
70	20286	78.50



## SVN & ASSOCIATES

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	5557	21.50

(v) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

*Note: Total 75 members voted for this resolution out of which 73 members voted in favour of the resolution but due to related party, we did not count 3 members vote in the favour of resolution.*

### Special Business:

#### Resolution-3:

Appointment of Mrs. Aarti Sahney (DIN: 08579914) as a Director of the Company:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
71	20288	78.50

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5555	21.5

(ii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

*Note: Total 75 members voted for this resolution out of which 74 members voted in favour of the resolution but due to related party, we did not count 3 members vote in the favour of resolution.*

**Resolution-4:**

Appointment of Mr. Ashish Chhugani (DIN: 00009654) as an Independent Director for a second term of five years:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
73	1740180	99.68

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	5557	0.32

(ii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

9. On the basis of the aforesaid results, I report that all the Resolutions as contained in the AGM Notice dated June 16, 2020 have been passed with requisite majority.

**SVN & ASSOCIATES**

10. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 9<sup>th</sup> Annual General 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 V**

**NARAVAN**

**KAR**

Sanjog Naravankar

Proprietor

ACS: A37746, CP: 14125.

Date: August 04, 2020

Place: Mumbai

Digitally signed by

SANJOG V

NARAVANKAR

Date: 2020.08.04

18:57:40 +05'30'

**For NRB Industrial Bearings Limited**



Ratika Gandhi

Company Secretary

(ACS: 29732)



General information about company	
Scrip code	535458
NSE Symbol	NIBL
MSEI Symbol	
ISIN	INE047O01014
Name of the company	NRB Industrial Bearings Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-08-2020
Start time of the meeting	02:00 PM
End time of the meeting	02:30 PM



Scrutinizer Details	
Name of the Scrutinizer	Sanjog Narvankar
Firms Name	SVN & Associates
Qualification	CS
Membership Number	A37746
Date of Board Meeting in which appointed	16-06-2020
Date of Issuance of Report to the company	04-08-2020

Voting results	
Record date	28-07-2020
Total number of shareholders on record date	7661
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	72
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt: a. the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon					
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	17681611	1719894	9.727	1719894	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	17681611	1719894	9.727	1719894	0	100	0
Public-Institutions	E-Voting	320179	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	320179	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6228860	25843	0.4149	20288	5555	78.5048	21.4952
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6228860	25843	0.4149	20288	5555	78.5048	21.4952
Total		24230650	1745737	7.2047	1740182	5555	99.6818	0.3182
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(2)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in the place of Mr. Devesh Singh Sahney (DIN: 00003956), who retires by rotation and being eligible, has offered himself for re-appointment				
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	17681611	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	17681611	0	0	0	0	0	0
Public- Institutions	E-Voting	320179	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	320179	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6228860	25843	0.4149	20286	5557	78.4971	21.5029
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6228860	25843	0.4149	20286	5557	78.4971	21.5029
Total		24230650	25843	0.1067	20286	5557	78.4971	21.5029
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Total 75 members voted for this resolution out of which 73 members voted in favour of the resolution but due to related party, we did not count 3 members vote in the favour of resolution.



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(3)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPOINTMENT OF MRS. AARTI SAHNEY (DIN: 08579914) AS A 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	17681611	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	17681611	0	0	0	0	0	0
Public- Institutions	E-Voting	320179	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	320179	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6228860	25843	0.4149	20288	5555	78.5048	21.4952
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6228860	25843	0.4149	20288	5555	78.5048	21.4952
Total		24230650	25843	0.1067	20288	5555	78.5048	21.4952
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Total 75 members voted for this resolution out of which 74 members voted in favour of the resolution but due to related party, we did not count 3 members vote in the favour of resolution.



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(4)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. ASHISH CHHUGANI (DIN: 00009654) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF FIVE YEARS				
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	17681611	1719894	9.727	1719894	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	17681611	1719894	9.727	1719894	0	100	0
Public- Institutions	E-Voting	320179	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	320179	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6228860	25843	0.4149	20286	5557	78.4971	21.5029
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6228860	25843	0.4149	20286	5557	78.4971	21.5029
Total		24230650	1745737	7.2047	1740180	5557	99.6817	0.3183
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

