SNL Bearings Ltd.



August 3, 2018

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

Fax: 22723121/3719/22702037

Code No. 505827

Dear Sirs,

Sub: Details regarding Voting Results of 38th AGM held on August 1, 2018

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

2015

Please find enclosed details regarding Voting Results of 38th Annual General Meeting of the Members of SNL Bearings Ltd. held on August 1, 2018.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For SNL BEARINGS LTD

KAMLESH SONDIGALA COMPANY SECRETARY

Encl: as above cc: The Secretary

The Calcutta Stock Exchange Ltd 7 Lyons Range, Calcutta 700 001 Fax: (033) 22302514/22304486

Registered & Corporate Office: Dhannur, 15, Sir P. M. Road, Fort, Mumbai - 400 001.

Tel.: 022-266 4998 / 4160 Fax: 022-266 0412 / 9850 Works : Ratu, Ranchi - 835 222. Tel. : 0651-2521921 / 876

Telefax: 0651-2521920 CIN: L99999MH1979PLC134191

SNL Bearings Ltd.



38th ANNUAL GENERAL MEETING HELD ON 1st AUGUST, 2018 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 38th Annual General Meeting (AGM). The e-voting was open from 29th July, 2018 to 31st July, 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 where e-voting has been offered to the Shareholders. Therefore, at the 38th Annual General Meeting, voting was conducted by means of Ballot.

The Board of Directors had appointed Mr. U.C. Shukla, Practicing Company Secretary, as the Scrutinizer. The Scrutinizer had carried out the scrutiny of all the electronic votes received upto the close of the working hours on $31^{\rm st}$ July, 2018 and ballots cast at the meeting and submitted his Report on $03^{\rm rd}$ August, 2018.

The Consolidated Results as per the Scrutinizer's Report dated 03rd August, 2018 is as follows:

Particulars	votes in	%	votes	%
	favour		against	
Resolution No.1-Ordinary Resolution				
Adoption of audited financial statements for the	2756409	100	2	0.00
F.Y. ended 31.03.2018 and Reports of the Board				(negligible)
and Auditors thereon.				
Resolution No.2-Ordinary Resolution				
Declaration of Dividend on Equity Shares for	2756409	100	2	0.00
the year ended March 31, 2018				(negligible)
Resolution No.3-Ordinary Resolution				
Re-appointment of the Director retiring by	2756409	100	2	0.00 (negligible)
rotation- Mr. S C Rangani (DIN 00209069)				(88)
Resolution No.4-Ordinary Resolution				
Appointment of Statutory Auditors-	2756409	100	2	0.00
M/s. Walker Chandiok & Co. LLP for term of 5				(negligible)
years until the conclusion of AGM for F.Y. ending				
31.03.2023.				

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Resolution No.5- Ordinary Resolution				
Appointment of Mr. Vivek Sahai as an Independent Director	2756409	100	2	0.00 (negligible)
Resolution No.6- Ordinary Resolution Appointment of Mr. Arvinder Singh Kohli as Non-Executive & Non-Independent Director	2756409	100	2	0.00 (negligible)
Resolution No.7- Ordinary Resolution Appointment of Mr. Claude Alex d'Gama Rose as an Independent Director	2756409	100	2	0.00 (negligible)

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 38^{th} Annual General Meeting have been duly passed by the Shareholders with requisite majority.

For SNL BEARINGS LTD.

HSZAVERI

Chairman

Dated: 03rd August, 2018

SNL Bearings Ltd.



Details of Voting Results of 38^{th} Annual General Meeting of the Members of SNL Bearings Ltd. held on August 1, 2018.

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

1	Data of the ACM	
1	Date of the AGM	Wednesday, August 1, 2018
2	Total number of shareholders on record date	4695
3	No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public	2 19
4	No. of shareholders attended the meeting through video conferencing Promoters and Promoter Group: Public	Not Applicable



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Ordinary Busines	SS							CEL VICTOR DE L'ANDRE
Resolution No. 1	l:							
Adoption of aud	ited financial	statements	for the F.Y	ended 31.03.2018 at	nd Reports of	the Board	and Auditors thereon	
Resolution requir	ed: (Ordinary	/ Special)			Ordinary Re		and Muditor's thereon	
Whether Promoresolution?	ter/ Promot	er group a	ire interest	ed in the agenda/	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	E-Voting	2686773	2686773	100	2686773	88	100	0.00
Group	Poll		*	2	9	J.E.	-	<u> </u>
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2686773	2686773	100	2686773	(2/2)	100	5.7
Public -	E-Voting	24521	0	0	:=		4 7	(A
Institution	Poll		0	0	28.	(=)	(40)	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	24521	0	0		(4. 5	-	96
Public - Non	E-Voting	900246	579	0.06	577	2	99.65	0.35
Institution	Poll		69059	7.67	69059		100	0.00
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	900246	69638	7.74	69636	2	100	0.00
Total		3611540	2756411	76.32	2756409	2	100	0.00

Ordinary I	Business
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Resolution No. 2:

Declaration of Dividend on Equity Shares for the year ended March 31, 2018.

Resolution requir	ed: (Ordinary	/ Special)	o for the yea	ar ended March 31, 20	Ordinary Re	ecolution			
Whether Promo resolution?			are interest	ted in the agenda/	No.				
Category	Mode of Voting	Shares held	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	
-	7 4 6	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	2686773	2686773	100	2686773		100	0.00	
	Poll			¥	9		-		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	2686773	2686773	100	2686773		100	199	
Public - Institution	E-Voting	24521	0	0	-	*	F	:=	
montation	Poll		0	0	S =	-	-		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	24521	0	0	1 - 11	-	(<u>a</u>		
Public - Non	E-Voting	900246	579	0.06	577	2	99.65	0.35	
Institution	Poll		69059	7.67	69059	.=	100	0.00	
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	900246	69638	7.74	69636	2	100	0.00	
Total		3611540	2756411	76.32	2756409	2	100	0.00	

Ordinary Busi	iness	3						±	
Resolution N	0.3:								
Re-appointm	ent	of the Direct	or retiring	by rotation	- Mr. S C Rangani (DIN	00209069)			
Resolution red						Ordinary Re	solution		
Whether Proresolution?	mot	er/ Promote	er group a	ire interest	ed in the agenda/	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
##:		2 11	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter	nd	E-Voting	2686773	2686773	100	2686773		100	0.00
Group		Poll				_	т.	-	*
		Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
		Total	2686773	2686773	100	2686773	in the last	100	
Public	E	E-Voting	24521	0	0	I¥	-	는 Herrican Control	2
Institution		Poll		0	0	-	3=1	-	-
		Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
		Total	24521	0	0	-	*	w)	-
	on	E-Voting	900246	579	0.06	577	2	99.65	0.35
Institution		Poll		69059	7.67	69059	841	100	0.00
		Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
		Total	900246	69638	7.74	69636	2	100	0.00
Total			3611540	2756411	76.32	2756409	2	100	0.00

Ordinary Business

Resolution No. 4:

Appointment of Statutory Auditors- M/s. Walker Chandiok & Co. LLP for term of 5 years until the conclusion of AGM for F.Y. ending 31.03.2023.

TA71 (1 D		/ Special)			Ordinary Resolution				
	er/ Promote	er group a	ire interest	ed in the agenda/	No.	•			
resolution?	Venture		Tillow veri	188 8 WE SEED 1 SEED DOO' BUIL					
9 9	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	E-Voting	2686773	2686773	100	2686773		100	0.00	
Group	Poll		72	(4)	4				
P. C.	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	2686773	2686773	100	2686773		100		
Public - Institution	E-Voting	24521	0	0	細日	æ		(€	
institution	Poll		0	0				-	
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	24521	0	0	₩//	-	·		
Public - Non Institution	E-Voting	900246	579	0.06	577	2	99.65	0.35	
Institution	Poll		69059	7.67	69059	-	100	0.00	
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	900246	69638	7.74	69636	2	100	0.00	
Total		3611540	2756411	76.32	2756409	2	100	0.00	

Special Business Resolution No. 5: Appointment of Mr. Vivek Sahai as an Independent Director. Ordinary Resolution Resolution required: (Ordinary/Special) the Whether Promoter/ Promoter are in No. interested group agenda/resolution? of % of Votes Polled No. of No. 0/0 of Votes in % of Votes against Mode No. of No. of of Category on votes polled Votes - in Votes favour on votes Voting Shares outstanding votes on Shares favour against polled held polled (6)=[(4)/(2)]*100(3)=[(2)/(1)]*100(4)(5)(7)=[(5)/(2)]*100(1)(2)100 Promoter and E-Voting 2686773 2686773 100 2686773 0.00 Promoter Poll Group N.A. N.A. Postal N.A. N.A. N.A. N.A. N.A. Ballot 2686773 100 2686773 100 Total 2686773 28.5 Public E-Voting 24521 0 0 Institution Poll 0 0 N.A. N.A. N.A. N.A. N.A. Postal N.A. N.A. Ballot 24521 0 Total 0 0.35 Public -Non E-Voting 900246 579 0.06 577 2 99.65 Institution 0.00 Poll 69059 7.67 69059 100 N.A. N.A. N.A. Postal N.A. N.A. N.A. N.A. Ballot 0.00 900246 69638 7.74 69636 2 100 Total 0.00 100 Total 3611540 2756411 76.32 2756409 2



Special Business								
Resolution No. 6:								
Appointment of I	Mr. Arvinder	Singh Kohli	as Non-Exe	ecutive and Non-Inde	pendent Dire	ctor.		
Resolution require	ed: (Ordinary,	/ Special)			Ordinary Re	solution		
Whether Prome agenda/resolution		ioter grou	p are i	nterested in the	No.	쉳		L.
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	E-Voting	2686773	2686773	100	2686773		100	0.00
Group	Poll	8=1		=	-	;=		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2686773	2686773	100	2686773	**	100	22
Public -	E-Voting	24521	0	0	in.	36	5	#D
Institution	Poll		0	0	*	320	-	
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	24521	0	0	*	-	~	-
Public – Non	E-Voting	900246	579	0.06	577	2	99.65	0.35
Institution	Poll		69059	7.67	69059	-	100	0.00
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	900246	69638	7.74	69636	2	100	0.00
Total		3611540	2756411	76.32	2756409	2	100	0.00



Special Business Resolution No. 7: Appointment of Mr. Claude Alex d'Gama Rose as an Independent Director. Ordinary Resolution Resolution required: (Ordinary/Special) Promoter/ the Promoter Whether group are interested in No. agenda/resolution? % of Votes against Mode of No. No. of % of Votes Polled No. 0/0 of Votes in No. of Category of Shares Votes on votes polled Voting outstanding Votes - in favour on votes votes on polled against polled Shares favour held (2) (3)=[(2)/(1)]*100(4) (5)(6)=[(4)/(2)]*100(7)=[(5)/(2)]*100(1) 2686773 0.00 2686773 2686773 100 Promoter E-Voting 100 and Promoter Poll Group N.A. N.A. Postal N.A. N.A. N.A. N.A. N.A. Ballot 2686773 2686773 100 2686773 100 Total Public E-Voting 24521 0 0 Institution Poll 0 0 N.A. N.A. N.A. N.A. N.A. Postal N.A. N.A. Ballot 24521 0 0 Total 0.35 Public -99.65 Non E-Voting 900246 579 0.06 577 Institution Poll 100 0.00 69059 7.67 69059 N.A. N.A. N.A. Postal N.A. N.A. N.A. N.A. Ballot 900246 69638 7.74 69636 2 100 0.00 Total 0.00 2756411 76.32 2756409 2 100 3611540 Total

FOR SNL BEARINGS LTD.

KAMILESH SONDIGALA 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

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Ms. H.S. Zaveri, Chairman, SNL Bearings Ltd., 15, Dhannur, Sir P.M. Road, Fort, Mumbai-400 001.

Dear Madam,

Sub: Combined Report on E-voting and voting by Ballot conducted at the 38th Annual General Meeting of SNL 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 38th 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 evoting has been offered to the Shareholders. Therefore, at the 38th 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 38th 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 38th AGM of the Shareholders of the Company, held on Wednesday, the 1st 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 38th 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:

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 fa	vour of the Resolu	tion	Agai	ution	Not voted	
	No. of Ballot/ Response received	No. of votes cast	votes	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of shares/ Votes
E-voting	6	2687350	100.00	2	2	0.00	0
Ballot	6	69059	100.00	0	0	0.00	0
Combined	12	2756409	100.00	2	2	0.00	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 dividend on Equity Shares for the year ended 31st March, 2018.

	In fa	vour of the Resolu	tion	Agai	ution	Not voted	
1	No. of Ballot/ Response received	No. of votes cast	votes	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of shares/ Votes
E-voting	6	2687350	100.00	2	2	0.00	0
Ballot	6	69059	100.00	0	0	0.00	0
Combined	12	2756409	100.00	2	2	0.00	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 Ms. S. C. Rangani (DIN: 00209069) who retires by rotation and being eligible, offers himself for re-appointment.

	In fa	vour of the Resolu	tion	Aga	ution	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 shares/ Votes
E-voting	6	2687350	100.00	2	2	0.00	0
Ballot	6	69059	100.00	0	0	0.00	0
Combined	12	2756409	100.00	2	2	0.00	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.

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Resolution No. 4: Ordinary Resolution: To re-appoint M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Registration no. 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 shares/ Votes	
E-voting	6	2687350	100.00	2	2	0.00	0	
Ballot	6	69059	100.00	0	0	0.00	0	
Combined	12	2756409	100.00	2	2	0.00	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: Appointment of Mr. Vivek Sahai as an Independent Director.

	In favour of the Resolution			Agai	inst the Resol	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 shares/ Votes
E-voting	6	2687350	100.00	2	2	0.00	0
Ballot	6	69059	100.00	0	0	0.00	0
Combined	12	2756409	100.00	2	2	0.00	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: Appointment of Mr. Arvinder Singh Kohli as Non-Exeutive Director and Non-Independent 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 shares/ Votes
E-voting	6	2687350	100.00	2	2	0.00	0
Ballot	6	69059	100.00	0	0	0.00	0
Combined	12	2756409	100.00	2	2	0.00	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. 7: Ordinary Resolution: Appointment of Mr. Claude Alex as an Independent Director.

	In favour of the Resolution			Against the Resolution			Not voted
	No. of Ballot/ Response received	No. of votes cast	votes	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of shares/ Votes
E-voting	6	2687350	100.00	2	2	0.00	0
Ballot	6	69059	100.00	0	0	0.00	0
Combined	12	2756409	100.00	2	2	0.00	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.

- 7) Out of 7 ballot papers, 1 ballot paper was rejected on the grounds of 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: 3rd August, 2018

Place: Mumbai