

18<sup>th</sup> August, 2016

To,  
Manager (CRD)  
BSE Limited ✓  
PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001  
Scrip Code: 523828

To,  
Manager - Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East),  
Mumbai - 400051  
Symbol - MENONBE

Dear Sir,

**Sub. : Outcome of Postal Ballot process**

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company accorded its approval to conduct postal ballot process to seek the consent of the Members of the Company for the Resolution as specified in the Postal Ballot Notice dated 14<sup>th</sup> July, 2016.

The Company has availed the e-voting services of National Securities Depository Limited ("NSDL").

Further, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer for conducting Postal Ballot and e-voting process in fair and transparent manner.

The last date for receipt of Postal Ballot form duly completed from the Members and completion of E-voting was Tuesday, 16<sup>th</sup> August, 2016. The result of the Postal Ballot has been declared today i.e. Thursday, 18<sup>th</sup> August, 2016.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed herewith the voting results of the said Postal Ballot. We would like to inform you that the Resolution as set out in the Postal Ballot Notice dated 14<sup>th</sup> July, 2016, has been passed by the Members of the Company unanimously. A copy of the Scrutinizer's Report is enclosed herewith.





Kindly take the same on your record.

Yours faithfully,

For Menon Bearings Limited

Anup Padmai

Company Secretary & Compliance Officer

ACS No.A33422



Encl: As above



## Menon Bearings Limited

Date of declaration of Result of Postal Ballot and e-voting : Not Applicable

Total Number of shareholders as on 08.07.2016 : 7981

No. of shareholders present in the meeting either in person or proxy : Not Applicable

Promoters and Promoter Group :

Public :

No. of shareholders attended the meeting through video conferencing : Not Applicable

Promoters and Promoter Group :

Public :

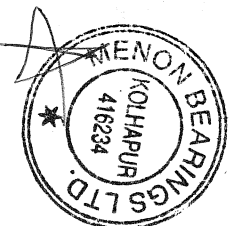
Resolution Required : (Special)

Special Resolution for issue of Bonus Shares in the proportion of 1(One) Equity Share for every 5 (Five) equity shares held by the member of Re. 1/- each through capitalization of free reserves.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - in favour [4]	No. of Votes - Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting		23,76,640	6.82	23,76,640	0	100.00	0.00
	Postal Ballot	3,48,71,000	3,24,94,360	93.18	3,24,94,360	0	100.00	0.00
	Total		3,48,71,000	100.00	3,48,71,000	0	100.00	0.00
Public Institutions	E-Voting	#	0	0.00	0	0	0.00	0.00
	Poll	#	0	0.00	0	0	0.00	0.00
	Postal Ballot	#	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	#	51,888	0.44	51,888	0	100.00	0.00
	Postal Ballot	1,18,29,000	3,37,587	2.85	3,37,587	0	100.00	0.00
	Total		3,89,475	3.29	3,89,475	0	100.00	0.00
Total		4,67,00,000	3,52,60,475	75.50	3,52,60,475	0	100.00	0.00



18<sup>th</sup> August, 2016

To  
Mr. Ram Menon,  
Chairman  
Menon Bearings Limited  
G-1 MIDC, Gokul Shirgaon,  
Kolhapur - 416234

Respected Sir,

**Sub.: Scrutinizer's Report for passing of resolution through Postal Ballot Process**

I have completed the assignment as the Scrutinizer for the Postal Ballot process under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and I submit herewith my report for your necessary further action.

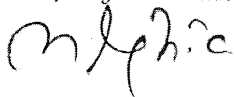
I shall return the ballot papers, register and records soon after your declaration of the result and signing of the minutes of the meeting held for declaration of the result of Postal Ballot process.

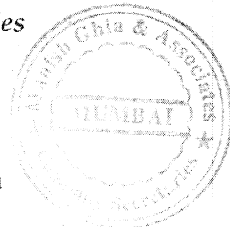
I request you to preserve the ballot papers, register and records as required under Rule 22 of Companies (Management and Administration) Rules, 2014.

Thanking you,

For Manish Ghia & Associates

Company Secretaries





CS Manish L. Ghia

Partner

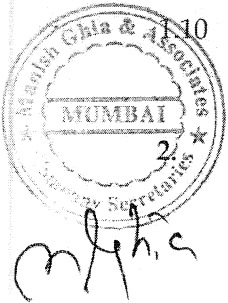
M. No. FCS 6252; C. P. No.3531

Encl: A/a



## Manish Ghia & Associates

- 1.4 All Postal Ballot Forms received upto the close of working hours of 16<sup>th</sup> August, 2016, being the last date and time fixed by the Company for receipt of the forms, are considered for my scrutiny.
- 1.5 The Postal Ballot Forms were duly opened on 16<sup>th</sup> August, 2016 after 05.00 p.m. in my presence and scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, 8<sup>th</sup> July, 2016.
- 1.6 The e-voting period commenced on Monday, 18<sup>th</sup> July, 2016 (10.00 a.m.) and ended on Tuesday, 16<sup>th</sup> August, 2016 (05.00 p.m.) through National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility for Postal Ballot Process.
- 1.7 The data for e-voting was downloaded after the e-voting module was disabled by NSDL on Tuesday, 16<sup>th</sup> August, 2016 (05.00 p.m.).
- 1.8 The e-voting data was scrutinized for verification of votes cast in favour and against the resolution.
- 1.9 The Company received 7 (Seven) envelopes containing Postal Ballot form after 16<sup>th</sup> August, 2016, which are not considered for my scrutiny.
- 1.10 488 Envelopes was returned undelivered containing Postal Ballot form for Notice dated 14<sup>th</sup> July, 2016.  
The summary of the voting through Postal Ballot Forms received and electronic means is as follows:



# Manish Ghia & Associates

## Resolution No.1

Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Ballot Form	295	252	3,28,87,628	3,28,31,947	3,28,31,947	0
E-voting	57	57	24,28,528	24,28,528	24,28,528	0
<b>Total</b>	<b>352</b>	<b>309</b>	<b>3,53,16,156</b>	<b>3,52,60,475</b>	<b>3,52,60,475</b> (100.00%)	<b>0</b> (0.00%)

**Result: May be considered passed unanimously.**

You may accordingly declare the result of the voting by Postal Ballot.

Thanking You.

Place: Mumbai  
Date: 18<sup>th</sup> August, 2016

Countersigned by



Mr. Ram Menon  
Chairman

Place:  
Date:

For Manish Ghia & Associates  
Company Secretaries



CS Manish L. Ghia  
Partner

M. No. FCS 6252 C. P. No. 3531