

Bimetal Bearings Limited

**Voting Results of the 55th Annual General Meeting
held on Friday,
the 22nd July 2016 at 10.15 a.m.**

**Venue: New Woodlands Hotel,
72/75, Dr. Radhakrishnan Salai,
Mylapore, Chennai - 600 004**

Scrutinizer for E –Voting & Postal Voting:

Mr.C.V.Madhusudhanan, Partner,
(Membership No.FCS - 5367 / CP - 4408)
M/s.KSR & Co., Company Secretaries LLP.,
Indus Chambers, Ground Floor,
No.101, Govt. Arts College Road,
Coimbatore – 641 018.

Scrutinizer at the AGM Venue:

Mr.V.R.Sankaranarayanan, Partner,
(Membership No.ACS -19450 / CP -11367)
M/s.KSR & Co., Company Secretaries LLP.,
Indus Chambers, Ground Floor,
No.101, Govt. Arts College Road,
Coimbatore – 641 018.

Date of E –Voting : From 19th July 2016 to 21st July 2016

Time : From 9.00 a.m to 5.00 p.m

E – Voting Facilitator : National Securities Depository Limited, Mumbai.

KSR & CO COMPANY SECRETARIES LLP

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KSR/CBE/B 9/110/2016-17

July 23, 2016

Mr. S. Krishnamoorthy,
Chairman,
Bimetal Bearings Limited,
"Huzur Gardens", Sembium,
Chennai – 600 011.

Dear Sir,

Sub: Report of the Scrutinizer on the remote e-voting, ballot by post, and physical voting at Annual General Meeting held vide Notice Dated 26th, May 2016 under Section 108 of the Companies Act, 2013 read with Regulation 44 of the SEBI (LODR) Regulations, 2015.

1. The undersigned was appointed as Scrutinizer for the remote e-voting, voting through ballot by post and physical voting at Annual General Meeting (AGM) in respect of resolutions proposed vide Notice dated 26th, May 2016 of Bimetal Bearing Limited (the Company) as per the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (LODR) Regulations, 2015 in connection with the 55th Annual General Meeting (AGM) of the Company convened and held on Friday, the 22nd July 2016.
2. As per the said Notice, the cutoff date for ascertaining voting rights of shareholders for remote e-voting and voting by ballot at AGM was 15th July 2016. In addition to the above, shareholders to whom notice of AGM was served and who have no access to remote E-voting, have also been provided an option to vote by ballot through post.
3. The remote e-voting commenced on Tuesday, 19th July 2016 at 9.00 a.m and ended on Thursday 21st July, 2016 at 5.00pm (IST).
4. **As regards voting by ballot at the AGM;**
 - i. The ballots were duly opened in my presence in the presence of two witnesses who are not in the employment of the company and scrutinized and the shareholding and signatures were verified with the Register of Members/ List of Beneficiaries, as the case may be.
 - ii. At the AGM no valid ballots were cast.

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5. **As regards the option given to the shareholders to cast vote through ballot by post prior to the AGM;**

The ballot by post ended on 21/07/2016 and the scrutinizer has received in all 78 ballots. On verification of the same with the information made available to me, I hereby submit my Report on the result of voting through ballot by post, on the 06 (Six) resolutions **as per Annexure No.1** and further state as under:

- i. The ballots were duly opened in my presence and scrutinized and the shareholding and signatures were verified / confirmed with the Register of Members/ List of Beneficiaries, as the case may be.
- ii. I have been provided with adequate system support including the Register of Members / List of Beneficiaries, specimen signatures, certified extracts of board resolutions from the office of the Company's RT&A and the data from the ballots was accordingly verified and duly entered.
- iii. In determining the validity or other wise of the ballots/votes cast ballot by post and votes cast at the AGM, I have adopted the following criteria:
 - a. Where the shareholder has left the ballot blank or not indicated his vote or incorrectly filled, the ballot has been treated as invalid.
 - b. Where signatures are made available, which do not tally or ballot bears no signature or both the columns provided "for" and "against" have been tick marked or left blank, the ballot has been treated as invalid.
 - c. Where the shareholder has already exercised voting through remote e-voting facility the ballot by post has been treated as invalid.
 - d. Based on the data and information / reports / statements, I have carried out necessary checks / verifications as I considered necessary.
 - e. Particulars of all ballots cast at the AGM and by post have been entered in a Register separately maintained for the purpose.

6. **As regards the remote e-voting,**

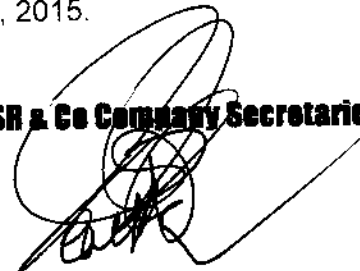
- i. The reports on remote e-voting from portal of National Securities Depository Limited (NSDL) was opened and downloaded in the presence of two witnesses after taking into account of the voting **at the AGM**, in respect of the resolutions as proposed in the said Notice.

- ii. A total of 11 shareholders have voted successfully using the Remote e-voting facility. The summary of the votes cast for and against the 06 (Six) resolutions as per the said Notice and as extracted from the summary report of Remote e-voting from the said NSDL portal is annexed as **Annexure-2**.
 - iii. The detailed shareholder wise voting pattern by remote e-voting as downloaded from NSDL has been submitted separately by e-mail to the company secretary of the company.
7. A complete summary of voting carried out by the following modes in respect of the 06 (Six) resolutions as per the said Notice of AGM is annexed as **Annexure-3**.
- i. Voting by ballot through post
 - ii. Voting thorough remote E-voting
8. On the basis of the above, I hereby state that all the Six resolutions (5 Ordinary resolutions and 1 Special resolution) have been passed by requisite majority.
9. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Companies (Management and Administration) Rules, 2014 Regulation 44 of the SEBI (LODR) Regulations, 2015.

Place: Coimbatore

For **KSR & Co Company Secretaries LLP**

Date: 23rd July 2016


Mr.C.V.MADHUSUDHANAN
Partner
SCRUTINIZER



ANNEXURE - 1

RESULT OF BALLOT BY POST - BIMETAL BEARINGS LTD

RES. NO.	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	BALLOT BY POST		RESULT
			FOR	AGAINST	
1.	Adoption of Financial Statements for the year ended 31 st March 2016	Ordinary	155482	5	PASSED
2.	Approval of Dividend for the financial year ended 31 st March 2016	Ordinary	155477	0	PASSED
3.	Re-appointment of Mr.N.Venkataramani, Director, who Retires by rotation	Ordinary	155467	0	PASSED
4.	Re-appointment of M/s. Price Waterhouse, Chartered Accountants LLP as Auditors and fixing their remuneration.	Ordinary	155452	5	PASSED
5.	Ratification of remuneration of Cost Auditors for the financial year 2016-2017.	Ordinary	155452	5	PASSED
6.	Re-appointment of Mr. S. Narayanan as Whole-time Director with effect from 1 st November 2015 for a term of 3 (Three) years and fixing of his remuneration for the reappointment tenure.	Special	155457	0	PASSED

ANNEXURE - 2

REMOTE E-VOTING POSITION OF BIMETAL BEARINGS LIMITED

RES. NO.	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	FOR	AGAINST	RESULT
1.	Adoption of Financial Statements for the year ended 31 st March 2016	Ordinary	2864331	0	PASSED
2.	Approval of Dividend for the financial year ended 31 st March 2016	Ordinary	2864331	0	PASSED
3.	Re-appointment of Mr.N.Venkataramani, Director, who Retires by rotation	Ordinary	2864331	0	PASSED
4.	Re-appointment of M/s.Price Waterhouse, Chartered Accountants LLP as Auditors and fixing their remuneration.	Ordinary	2864331	0	PASSED
5.	Ratification of remuneration of Cost Auditors for the financial year 2016-2017.	Ordinary	2864331	0	PASSED
6.	Re-appointment of Mr.S.Narayanan as Whole-time Director with effect from 1 st November 2015 for a term of 3 (Three) years and fixing of his remuneration for the reappointment tenure.	Special	2864331	0	PASSED

