

NIBL/BSE/NSE/22/2020-21

04th August, 2020

National Stock Exchange Ltd.
Listing Department
Exchange Plaza, 5th 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 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 16th June, 2020 convening the AGM were transacted thereat.

In this regard, please find enclosed the following

1.	Proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations
2.	Consolidated Report of the Scrutinizer dated 04th August, 2020, on remote e - voting and e-voting system during the AGM

The above reports 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 : 27AADCN5657L1ZY

CIN : L29253MH2011PLC213963

BRIEF PROCEEDINGS OF THE 9TH ANNUAL GENERAL MEETING (AGM) OF
NRB INDUSTRIAL BEARINGS LIMITED.

The 9th Annual General Meeting of the Company was held today, i.e. Tuesday, August 4, 2020 through video conferencing. The meeting commenced at 2:00 pm. Mrs. Ratika Gandhi, Company Secretary welcomed all the Directors and the shareholders of the Company to the 9th AGM of the Company.

She then requested Mr. Devesh Singh Sahney, Chairman and Managing Director of the Company, to call the meeting to order.

The Chairman began his speech with a welcome address to all the shareholders and his colleagues on the Board of Directors of the Company.

The requisite quorum being present, the Chairman called the meeting to order. All directors were present at the meeting.

With the permission of the members, the Notice convening the AGM and the Annual Report of the Company for the financial year ended March 31, 2020, were taken as read.

The Chairman then continued delivering his speech to the shareholders of the Company which included highlights on business performance, financials, outlook, etc.

After conclusion of the speech, the Members were informed that in view of the continuing CoVID-19 pandemic and as per the circulars and directions issued by Government of India, Ministry of Corporate Affairs and SEBI, the Company had provided remote e-voting facility ("remote e-voting") to all its members to cast their votes on all resolutions as set out in the Notice of the AGM. Additionally, the Company had also provided facility of voting through evoting system during the AGM ("e-voting"). The Chairman informed that the Board of Directors of the Company at their meeting held on 16th June, 2020 had appointed, Mr. Sanjog Narvankar, Partner, M/s. SVN & Associates, Practicing Company Secretaries (Membership No.37746. COP: 14125) as the Scrutinizer for scrutiny of the votes cast through the remote e-voting platform and e-voting during the live AGM.

Members who were participating in the AGM through Video Conferencing and had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes in the AGM through same remote e-voting platform.

The members who have already provided their names to ask question had given opportunity to ask their questions. The Chairman addressed the questions of all the shareholders one by one.

The Chairman, thereafter, thanked all the members for their participation at the AGM and their Suggestions / observations and voting was formally convened.

Ratika Gandhi



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N R B I N D U S T R I A L B E A R I N G S L T D .

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The following items of business, as per the Notice convening the 9th AGM of the Company dated 16th June, 2020 were transacted at the meeting.

Item No. 1:

Adoption of 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 The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.

Item No. 2:

To appoint a Director in place of Mr. Devesh Singh Sahney (DIN No: 00003956) who retires by rotation at this Annual General meeting and being eligible has offered himself for reappointment.

Item No. 3

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

Item No. 4

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

Detailed voting results for the votes cast through remote e-voting and e-voting system on all the resolutions as set out in the Notice of AGM are enclosed.

The meeting concluded at 02:30 pm.



SVN & ASSOCIATES

Practicing Company Secretaries

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.

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.

9th (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 9th 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 9th 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 9th 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 9th 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 9th 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 Digitally signed by
SANJOG V
NARAVAN NARAVANKAR
Date: 2020.08.04
18:57:40 +05'30'

KAR

Sanjog Naravankar

Proprietor

ACS: A37746, CP: 14125.

Date: August 04, 2020

Place: Mumbai

For NRB Industrial Bearings Limited


Ratika Gandhi
Company Secretary
(ACS: 29732)

